FINAL ENVIRONMENTAL IMPACT REPORT

Tierra Luna EIR

12214 Lakewood Boulevard
Downey, California

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I. INTRODUCTION

A. PROPOSED PROJECT

2009 Proposed Project

The Project Site, an approximately 77 acre site[1], is located at 12214 Lakewood Boulevard in the Downey Landing Specific Plan area in the City of Downey. The Project Site is generally bound by the Downey Landing Retail Center to the north, Bellflower Boulevard to the east, the City Park Learning Center, the Kaiser Downey Medical Center, medical offices and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard, and Columbia Way (formerly Clark Avenue) and Lakewood Boulevard to the west.

As described in the Draft EIR, the Proposed Tierra Luna Project involves an amendment to the existing Downey Landing Specific Plan solely as to the 77-acre Project Site. The Proposed Project as described in the Draft EIR will be hereafter referred to as the "2009 Proposed Project." The 2009 Proposed Project is intended to promote the development of a mixed-use, urban infill, comprehensively-designed and coordinated development that implements state-of-the-art planning concepts and principles at the presently underutilized 77-acre Project Site. The 2009 Proposed Project would promote the creation of diverse, walkable, compact, and vibrant communities with a mix of uses, assembled in an integrated fashion.

Development of the 2009 Proposed Project would involve the construction of up to 3,950,000 square feet of commercial, office, residential and public open space uses, including up to 675,000 square feet of commercial/office uses, up to 1,200,000 square feet of commercial/retail uses, up to 450 hotel units, and up to 1,700,000 square feet (approximately 1,500 units) of residential uses to include live/work units, for-sale units, and for-rent units. The 2009 Proposed Project would also develop up to 125,000 square feet of public open space (public parks and plazas), and would feature 850,000 square feet of parking facilities between several multi-level parking structures, on-street parking, and surface parking lots throughout the Project Site. The 2009 Proposed Project would include improvements to the streetscape as well as environmental management standards and amenities related to stormwater management, energy consumption, and water conservation. The 2009 Proposed Project would develop its own internal street network, connected to surrounding arterials, with all necessary infrastructure and utilities systems required to support development of the entire community. The 2009 Proposed Project would also involve demolition of most of the existing on-site structures, except for the front portion of Building 1 which includes the front section of the original EMSCO building, the Kauffman wing, and another wing attributed to Kauffman.

The 2009 Proposed Project would include three main zones: Center Zone, Corridor Zone, and Neighborhood Zone. Additionally, several "Park-Once" shared garages would be located throughout the site. The 2009 Proposed Project would also include mechanisms to allow for the interchange of type,

[1] *The Project Site is 77 acres. The 79 acres mentioned in the Draft EIR was a misprint.*

location, and character of the uses and facilities included within this Specific Plan, provided that total on-site development does not exceed the caps for each type of use detailed above.

In compliance with Section 21080.4 of the California Public Resources Code, a Notice of Preparation (NOP) was prepared by the City of Downey Planning Division and distributed to the State Clearinghouse, Office of Planning and Research, responsible agencies and other interested parties on May 5, 2008. The NOP was circulated for 30 days with the comment period ending June 2, 2008. Appendix I-1 to the Draft EIR contains a copy of the NOP, and Appendix I-2 to the Draft EIR contains the written responses received by the City in response to the NOP. On April 2, 2009 the City released the Draft EIR for public comment. The comment period was 45-days, ending on May 18, 2009, which is the required public comment period under the California Environmental Quality Act (CEQA).

2011 Alternative

The 2011 Alternative, which has been drafted as Alternative F for this Final EIR, is the current preferred project.

Shortly after the close of the comment period on the Draft EIR, the 2009 Proposed Project was put on hold due to the recession. However, after the 2009 Proposed Project was put on hold, the property owner and the City were approached by Tesla Motors who desired to adaptively reuse 50 acres of the Project Site as a manufacturing site for the Model S Sedan. The property owner and the City negotiated with Tesla Motors for approximately fifteen months, regarding terms for ground-leasing the majority of the site.

As part of the ground lease, Tesla Motors planned to reuse Buildings 1, 11, and 6/290. After extensive negotiations, Tesla Motors decided that a site in Fremont, California was more suitable for them and terminated discussions. Shortly after that decision by Tesla Motors, the property owner decided to move forward with a smaller project. The 2011 Alternative was developed because of the continuing effects of the economy and based on the comments letter received. The 2011 Alternative is about 1/3 the size of the 2009 Proposed Project, does not include a residential component, and is similar in impacts to the Reduced Density Alternative (although it is not identical to the Reduced Density Alternative because the mix of uses is not identical).

The 2011 Alternative would consist of a phased, mixed-use development for the 77-acre site to include:

- 1,100,000 square feet of commercial/retail floor area, including a 16 screen movie theater (which would comprise approximately 65,000 square feet);
- 300,000 square feet of office floor area; and
- 116,000 square feet of hotel floor area (comprising 150 hotel rooms).

It is noted that the total project would not exceed 1,516,000 square feet of building floor area, which is significantly less floor area than the 2009 Proposed Project. Also, in conjunction with this, the Applicant proposes that up to 200,000 square feet of retail space may instead be developed as office space,

depending on market conditions. Vehicular access would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

B. CEQA REQUIREMENTS

Before approving a project, CEQA requires the lead agency to prepare and certify a Final Environmental Impact Report (Final EIR). The contents of a Final EIR are specified in Section 15132 of the CEQA Guidelines, as follows:

> *The Final EIR shall consist of:*
>
> *(a) The Draft EIR or a revision of the Draft.*
>
> *(b) Comments and recommendations received on the Draft EIR either verbatim or in summary.*
>
> *(c) A list of persons, organizations, and public agencies commenting on the Draft EIR.*
>
> *(d) The responses of the Lead Agency to significant environmental points raised in the review and consultation process.*
>
> *(e) Any other information added by the lead agency.*

The lead agency must provide each agency that commented on the Draft EIR with a copy of the lead agency's proposed response at least ten days before certifying the Final EIR.

C. ORGANIZATION OF THE FINAL EIR

This document, together with the Draft EIR for the 2009 Proposed Project and the Technical Appendices to the Draft EIR, constitute the "Final EIR" for the Proposed Project. The Draft EIR consisted of the following:

- The Draft EIR, which included the environmental analysis for the 2009 Proposed Project; and
- Technical Appendices, which included:

  I. Introduction/Summary

  Appendix I-1: Notice of Preparation (NOP)

  Appendix I-2: Responses to the NOP

  II. Project Description

  No technical report/appendix for this section

  III. Environmental Setting

  No technical report/appendix for this section

IV.A. Impacts found to be less than significant

No technical report/appendix for this section

IV.B. Aesthetics

No technical report/appendix for this section

IV.C. Air quality

Appendix IV.C-1: Air quality calculations

Appendix IV.C-2: Global warming technical report

IV.D. Cultural Resources

Appendix IV.D-1: Tierra Luna Specific Plan Project Historic Resources Report

IV.E. Geology/Soils

Appendix IV.E-1: Geotechnical Evaluation for EIR Proposed Downey Studios Specific Plan

IV.F. Hazards and Hazardous Materials

Appendix IV.F-1: Soil Gas Survey Report

Appendix IV.F-2: In Situ Reactive Zone Interim Measures

Appendix IV.F-3: Addendum to the In Situ Reactive Zone Interim Measure Source Reduction Remedial Action Plan

Appendix IV.F-4: Soil Remedial Action Plan

IV.G. Hydrology/Water Quality

No technical report/appendix for this section

IV.H. Land use and planning

No technical report/appendix for this section

IV.I. Noise

Appendix IV.I-1: Noise Data

IV.J. Population, Housing, and Employment

No technical report/appendix for this section

IV.K. Public services

Appendix IV.K-1: Downey Police Department Response July 24, 2008

Appendix IV.K-2: Downey Unified School District Response June 30, 2008

Appendix IV.K-3: Downey Unified School District Response July 2, 2008

IV.L. Traffic/transportation/parking

Appendix IV.l-1: Draft Traffic Study for the Tierra Luna Specific Plan Project

IV.M. Utilities and Services

Appendix IV.M-1: Downey Public Works Department Response August 7, 2008

Appendix Iv.M-2: Draft Downey Water Supply Assessment January 2009

V. General impact categories

No technical report/appendix for this section

Vi. Alternatives

No technical report/appendix for this section

VII. Preparers of the EIR and Persons Consulted

No technical report/appendix for this section

VIII. Acronyms and Abbreviations

No technical report/appendix for this section

This Final EIR is organized in the following sections:

I. Introduction

This section is intended to provide a brief overview of the CEQA requirements associated with the Final EIR.

II. Summary

This section includes a brief overview of the 2009 Proposed Project, and a summary of the environmental impacts and mitigation measures for each environmental issue area covered within the scope of the EIR. This section also includes a brief overview of the 2011 Alternative, as well as an associated summary of the environmental impacts and mitigations. This section does not substantially deviate from the Summary section of the Draft EIR, with the exception of the inclusion of the 2011 Alternative, but has been included herein for ease of reference.

III. Corrections and Additions to the Draft EIR

This section provides a complete overview of the corrections and additions that have been incorporated into the Draft EIR in response to the comments submitted during the public review period. In addition, an analysis of the 2011 Alternative is included in this section.

IV. Draft EIR Comment Letters and Responses to Comments

This section includes detailed responses to the comment letters submitted to the City of Downey Planning Division during the Draft EIR public review period. Copies of the original comment letters are included in this section.

V. Mitigation Monitoring Program

This section includes a list of the required mitigation measures and includes detailed information with respect to the City's policies and procedures for implementation of the recommended mitigation measures. This Mitigation Monitoring Program (MMP) identifies the monitoring phase, the enforcement phase, and the applicable department or agency that is responsible for ensuring each recommended mitigation measure is implemented. There are two MMPs included in this section: one for the 2009 Proposed Project, and one for the 2011 Alternative.

VI. Addendum to Address Fire Station Location

During the negotiation of the development agreement for the Project, the City and the applicant agreed that an approximately 8,000 square foot portion of the existing Building 1 may be utilized in the future for a Fire Station. This section is included to provide an analysis of the potential include of a Fire Station.

II. SUMMARY

The following provides a summary of the 2009 Proposed Project description, environmental impacts, and mitigation measures from the Draft EIR. This section also provides a summary of the 2011 Alternative, which is the current preferred project.

A. PROJECT DESCRIPTION

Project Location and Overview

The Project Site, an approximately 77 acre site[1], is located at 12214 Lakewood Boulevard in the Downey Landing Specific Plan area in the City of Downey. The Project Site is generally bound by the Downey Landing Retail Center to the north; Bellflower Boulevard to the east; the City Park Learning Center, the Kaiser Downey Medical Center, medical offices and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard; and Columbia Way (formerly Clark Avenue) and Lakewood Boulevard to the west.

Regional access to the Project Site is provided via the Glenn Anderson (Century) Freeway (Interstate 105), approximately one mile to the southwest; San Gabriel River Freeway (Interstate 605), approximately 1.5 miles to the east; Santa Ana Freeway (Interstate 5), approximately 2.5 miles north; and the Long Beach Freeway (Interstate 710), approximately three miles to the west. The primary arterial roadways providing access to the Project Site are Lakewood Boulevard (State Route 19), which borders the Project Site's west side; Firestone Boulevard (State Route 42), approximately one mile to the north; Imperial Highway, approximately one-half mile to the south; and Bellflower Boulevard, which borders the Project Site's east side. The light rail Metro Green Line's Lakewood Station is accessible from Lakewood Boulevard where the Glenn Anderson (Century) Freeway intersects, approximately one mile to the south of the Project Site. This line extends from the City of Norwalk at the Glenn Anderson (Century) Freeway and San Gabriel River Freeway intersection to the City of Redondo Beach at the Marine Avenue and Redondo Beach Avenue intersection. The Metro Green Line also provides access to the Metro Blue Line, which extends from the City of Long Beach to the City of Los Angeles, which in turn connects with the Metro Red and Purple Lines in downtown Los Angeles.

Proposed Project

The Proposed Project involves an amendment to the existing Downey Landing Specific Plan solely as to the 77-acre Project Site (Proposed Project or Tierra Luna Specific Plan Project). The Proposed Project is intended to promote the development of a mixed-use, urban infill, comprehensively designed and coordinated development that implements state-of-the-art planning concepts and principles at the presently underutilized Project Site. Of the 77 acres that constitute the site of the Proposed Project, roughly 20 acres of property owned by the City are located at the east side of the Project Site along Bellflower Boulevard (City Property).

[1] *The Project Site is 77 acres. The 79 acres mentioned in the Draft EIR was a misprint.*

The Proposed Project would promote the creation and restoration of diverse, walkable, compact, and vibrant community with a mix of uses, assembled in an integrated fashion. These contain work places, shops, entertainment, parks and may contain housing, along with civic facilities, all within easy walking distance of each other. Principles embodied within the community that would be implemented through the Proposed Project would include:

- Pedestrian Orientation;
- Mix of Land Uses;
- Infill Development;
- Interconnected Street System;
- Quality of Open Space;
- Diversity in Architectural Design, including historic industrial design;
- Housing Choice[2]; and
- Circulation and Parking.

Development Permitted Under the 2009 Proposed Project

Development of the 2009 Proposed Project would involve the construction of up to 3,950,000 square feet of commercial, office, residential and public open space uses, including up to 675,000 square feet of commercial/office uses, up to 1,200,000 square feet of commercial/retail uses, up to 450 hotel rooms, and up to 1,700,000 square feet (up to 1,500 units) of residential uses to include live/work units, for-sale units, and for-rent units. The 2009 Proposed Project would also develop up to 125,000 square feet of public open space (public parks and plazas), and would feature 850,000 square feet of parking facilities dispersed among several multi-level parking structures, on-street parking, and surface parking lots. The 2009 Proposed Project would include improvements to the streetscape as well as environmental management standards and amenities related to stormwater management, energy consumption, and water conservation. The 2009 Proposed Project would develop its own internal street network, connected to surrounding arterials, with all necessary infrastructure and utility systems required to support development of the entire community. The 2009 Proposed Project would also involve demolition of most of the existing on-site structures, except for the front portion of Building One, which includes the front section of the original EMSCO building, the Kauffman wing, and another wing attributed to Kauffman would not be demolished.

[2] *The 2009 Proposed Project includes residential uses. The 2011 Alternative eliminates housing and substantially reduces the density on the Project Site.*

Development Zones

The 2009 Proposed Project would establish three main zones within the Project Site: Center Zone, Corridor Zone, and Neighborhood General Zone. Additionally, several "Park-Once" shared garages would be located throughout the Project Site. The 2009 Proposed Project would also include mechanisms to allow for the interchange of type, location, and character of the uses and facilities included within this Specific Plan, provided that total on-site development does not exceed the effects of the total buildout detailed above and evaluated in this EIR.

Corridor Zone

The Corridor Zone has been applied to areas adjacent to Lakewood Boulevard for the general purpose of corridor retail, office, restaurant, or hotel uses. The zone provides for a generally mixed-use environment with individual buildings in the Corridor Zone up to four stories in height. Non-residential parking is shared through a park-once system of on/off street spaces. Streetscapes and civic spaces are urban and planted in support of ground floor retail, office, and civic uses.

Center Zone

The Center Zone has been applied to areas roughly in the middle of the Project Site and intended for intense, mixed-use development close to or at the sidewalk. A wide variety of uses including retail, restaurant, residential, office, and civic and open space uses are allowed with a focus on ground floor specialty retail and restaurant activity. Buildings are two to eight stories and range from lined block to commercial block. Non-residential parking is shared through a park-once system of on/off street spaces. Streetscapes and open spaces are urban in character and designed to support ground floor retail and civic uses.

Neighborhood General Zone

The Neighborhood General Zone has been applied to areas near or adjacent to Bellflower Boulevard for a mix of uses, including commercial, office and residential, and open space development. Buildings are two to five stories set back from or near the sidewalk. Parking is located behind or below buildings and on street for visitors. Streetscapes and civic spaces are varied and urban in their detail in support of primarily housing with office uses allowed along Congressman Steve Horn Way.

Landscaping and Open Space

A goal of the 2009 Proposed Project and the 2011 Alternative is the creation of a landscaping and open space network. Each of the elements discussed above would incorporate its own landscaping vision including a variety of species of trees and shrubs to create a particular feeling associated with each element and based upon each species' formal qualities. Such species of tree include for example: the Medjool Date Palm, the California Fan Palm, the Chinese Flame Tree, the London Plane Tree, the Sunburst Honey Locust, the Deodar Cedar, and the Cape Chestnut. The internal roadway network would include a street tree program designed to tie different locations within the Project Site together and

encourage pedestrian activity. These roadways would be landscaped according to their hierarchy ranging between regional boulevards and local-serving streets.

Access

As part of the development of the 2009 Proposed Project, a new street system is planned for the Project Site. As part of the new street system, vehicular access to the 2009 Proposed Project would be available from Lakewood Boulevard and Bellflower Boulevard. Under both conceptual buildout plans, the 2009 Proposed Project would include one new entrance and exit from Lakewood Boulevard two new entrances and exits from Bellflower Boulevard, one new entrance and exit from Columbia Way (formerly Clark Avenue), and four new entrances and exists from Steve Horn Way.

The 2011 Alternative would include vehicular access provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

Parking

The 2009 Proposed Project and the 2011 Alternative would include development standards for parking, which would be provided in parking structures and lots. The Project Site would take advantage of a shared parking ratio.

Conceptual Buildout of the 2009 Proposed Project

The 2009 Proposed Project would permit specific uses and densities to be developed within the Project Site and would establish development standards for building heights, locations, architecture, and signage. At present, no specific design plans for all or part of the Project Site have been proposed. For illustrative purposes, two conceptual buildout schemes have been included in this EIR to demonstrate the potential applications of the standards. These conceptual versions of the 2009 Proposed Project represent alternative scenarios for future development of the Project Site. Carrying out the development of each of the elements incrementally over a period of time may change many of the specific details, though the fundamental character, qualities, and intentions would remain intact. The conceptual buildouts are detailed below.

Implementation

Both the 2009 Proposed Project and the 2011 Alternative would amend the existing Downey Landing Specific Plan as to the 77-acre Project Site. The Amended Specific Plan would provide the sole source of standards for the future development of the Project Site. Pursuant to the 2009 Proposed Project, parcels along the Lakewood Boulevard Corridor would be rezoned COR (Corridor Zone), while parcels in the central area of the Project Site would be rezoned C (Center Zone). Parcels at the eastern edge of the Project Site would be rezoned NG (Neighborhood General Zone). The 2011 Alternative would be subject to the amended Downey Landing Specific Plan and the uses allowed therein.

Implementation of the sensitive uses contemplated for the 2009 Proposed Project will require compliance with the applicable land use covenants governing the development of sensitive uses, e.g., residential, on the Project Site including the Declaration of Covenants, Conditions and Environmental Restrictions. The 2011 Alternative does not include residential uses

The Amended Specific Plan provides a procedure for the submittal and review of development and/or land use applications on the Project Site that would expedite applications that are in compliance with the standards for development of the Project Site.

2011 Alternative

The 2011 Alternative, which has been drafted as Alternative F for this Final EIR (see Section III, Additions and Corrections, for the complete analysis), is the current preferred project.

Shortly after the close of the comment period on the Draft EIR, the 2009 Proposed Project was put on hold due to the recession. However, after the 2009 Proposed Project was put on hold, the property owner and the City were approached by Tesla Motors who desired to adaptively reuse 50 acres of the Project Site as a manufacturing site for the Model S Sedan. The property owner and the City negotiated with Tesla Motors for approximately fifteen months, regarding terms for ground-leasing the majority of the site.

As part of the ground lease, Tesla Motors planned to reuse Buildings 1, 11, and 6/290. After extensive negotiations, Tesla Motors decided that a site in Fremont, California was more suitable for them and terminated discussions. Shortly after that decision by Tesla Motors, the property owner decided to move forward with a smaller project. The 2011 Alternative was developed because of the continuing effects of the economy and based on the comment letters received. The 2011 Alternative is about 1/3 the size of the 2009 Proposed Project, does not include a residential component and is similar in impacts to the Reduced Density Alternative (although it is not identical to the Reduced Density Alternative because the mix of uses is not identical).

The 2011 Alternative would consist of a phased, mixed-use development for the 77-acre site to include:

- 1,100,000 square feet of commercial/retail floor area, including a 16 screen movie theater (which would comprise approximately 65,000 square feet);
- 300,000 square feet of office floor area; and
- 116,000 square feet of hotel floor area (comprising 150 hotel rooms).

The total project would not exceed 1,516,000 square feet of building floor area. In addition, in conjunction with this, the Applicant proposes that up to 200,000 square feet of retail space may instead be developed as office space, depending on market conditions. Vehicular access would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

Table II-1 provides a comparison of the 2011 Alternative to the 2009 Proposed Project. Table II-2 compares the project impacts of the 2011 Alternative with the 2009 Proposed Project.

Table II-1
Comparison of the 2011 Alternative to the 2009 Proposed Project

Land Use	2009 Proposed Project	2011 Alternative	Net Change
Office	675,000 sf	300,000 sf	-375,000 sf
Retail	1,200,000 sf	1,035,000 sf	-165,000 sf
Hotel	450 rooms (375,000 sf)	150 rooms (116,000 sf)	-300 rooms
Residential	1,700,000 sf (1,500 units)	--	-1,700,000 sf
Theatre	--	16 screens (65,000 sf)	+ 65,000 sf
Total	**3,950,000 sf**	**1,516,000 sf**	**-2,434,000 sf**

Source (table): CAJA Environmental Services, 2011.

Table II-2
Impact Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	2011 Alternative Impact With Mitigation
Aesthetics		
Visual Character	LTS	LTS
Light and Glare	LTS	LTS
Shade and Shadow	LTS	LTS
Air Quality		
AQMP Consistency	LTS	LTS
Construction	**SU**	**SU (Lower)**
Operation	**SU**	**SU (Lower)**
Greenhouse Gases	LTS	LTS
Cultural Resources	LTS	LTS
Geology and Soils	LTS	LTS
Hazards and Hazardous Materials	LTS	LTS
Hydrology and Water Quality		
Water Quality	LTS	LTS
Groundwater	LTS	LTS
Flooding	LTS	LTS
Land Use and Planning	LTS	LTS
Noise		
Construction Noise	**SU**	**SU (Lower)**
Operational Noise	LTS	LTS
Population, Housing, and Employment	LTS	LTS

Table II-2
Impact Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	2011 Alternative Impact With Mitigation
Public Services		
Fire Protection	LTS	LTS
Police Protection	LTS	LTS
Schools	LTS	LTS
Recreation and Parks	LTS	LTS
Libraries	LTS	LTS
Traffic/Transportation/Parking		
Intersection	LTS	LTS
Utilities		
Wastewater	LTS	LTS
Water	LTS	LTS
Solid Waste	LTS	LTS
Electricity	LTS	LTS
Natural Gas	LTS	LTS

LTS = Less Than Significant
SU = Significant and Unavoidable
(Higher/Same/Lower) = refers to the level of severity of the significant and unavoidable impact when compared to the 2009 Proposed Project.

Source (table): CAJA Environmental Services, 2011.

Surrounding Land Uses

The area surrounding the Project Site is developed with commercial uses, residential uses, public facilities, manufacturing, senior care facilities, and medical uses.

Immediately north of the Project Site is the approximately 34-acre Downey Landing Retail Center with various commercial-retail uses, and restaurant uses. North of the retail center, across Stewart and Gray Road, are single-family residences.

East of the Downey Landing Retail Center are multi-family residences, and east of the Project Site are industrial uses and administrative office complexes/buildings operated by Kaiser Permanente. Southeast of the Project Site, and east of the Kaiser Permanente complex, are commercial and industrial uses as well as the city-operated Independence Park, Skate Park, and Tennis Center.

South of the Project Site is the 13-acre city park consisting of: recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, industrial and commercial uses, the Orchard and Garden medical office buildings, and the Kaiser Downey Medical Center Immediately south of these structures, across Imperial Highway, are commercial, retail uses, Los Angeles County Administrative Offices, and a Kaiser Permanente distribution warehouse.

To the west of the retail center and the Project Site, across Lakewood Boulevard, are multi-family residences and retail and commercial uses fronting Lakewood Boulevard between Stewart and Gray Road and Alameda Street as well as a Hindu temple named Shree Swaminarayan Mandir, Downey.

Immediately west of the retail, commercial, and religious uses are single-family residences. South of Alameda Street, and running south along Lakewood Boulevard, west of the Project Site, are single-family residences. Across Columbia Way (formerly Clark Avenue), also to the west of the Project Site, are commercial uses, three senior care facilities and multi-family residences.

Project Objectives

Section 15124 (b) of the CEQA Guidelines states that the project description shall contain a "statement of the objectives sought by the Proposed Project." In addition, Section 15124 (b) of the CEQA Guidelines further states: "the statement of objectives should include the underlying purpose of the project." The underlying purpose of both the 2009 Proposed Project and the 2011 Alternative is to provide an integrated, mixed-use development, in a pedestrian-orientated environment that serves the needs of the local and regional communities while respecting the historic significance of the Project Site.

The specific objectives of the 2009 Proposed Project, as set forth in the Draft EIR are as follows:

- Create a new and unique regional destination for Downey.
- Transform the central portion of the former NASA Industrial site by facilitating redevelopment that creates new hotel, office, retail, restaurant, and, to the extent permitted by environmental conditions, residential uses.
- Facilitate development that is compatible with surrounding land uses.
- Achieve an environment reflecting a high level of concern for architecture, landscape, and urban design principles by developing a high-quality, comprehensively-designed project.
- Provide community amenities such as new community gathering places, new restaurants, and new and unique entertainment opportunities in a manner that confers a public benefit, while still adequately addressing the economic viability of the project.
- Create a pedestrian-friendly environment with well-designed and connected spaces in the public realm.
- Provide unique new retail opportunities for Downey residents.
- Facilitate development of new and unique hotel uses that include conference and meeting space.
- Create new and good-paying jobs by facilitating development of modern office space.
- Positively impact the City of Downey's fiscal tax base.

B. INTENDED USES OF THE EIR

This Final EIR will serve as the environmental document for the City's discretionary action and ministerial permits or approvals associated with development of the 2009 Proposed Project or the 2011 Alternative. This Final EIR is also intended to cover all federal, State, regional and/or local government discretionary or ministerial permits or approvals that may be required to develop the 2009 Proposed Project or the 2011 Alternative, whether or not they are explicitly listed above. Federal, State, and regional agencies that may have jurisdiction over the 2009 Proposed Project or the 2011 Alternative includes, but are not limited to:

- South Coast Air Quality Management District.
- Regional Water Quality Control Board, Los Angeles Region.
- California Department of Public Health (CDPH).
- Los Angeles County Department of Health Services (LACDHS).
- County Sanitation Districts of Los Angeles County (CSDLAC).

C. AREAS OF KNOWN CONTROVERSY AND ISSUES TO BE RESOLVED, INCLUDING THE CHOICE AMONG ALTERNATIVES

CEQA requires a discussion of areas of known controversy and issues to be resolved, including the choice among alternatives. In addition to the summary of issues above, areas of known controversy are summarized as follows:

- **Air Quality** – Comments were provided regarding AB 32. This issue was addressed in Section IV.C.2. Greenhouse Gases, Global Warming, and Climate Change of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Cultural Resources** – Comments were provided regarding archaeological and paleontological resources pertaining to Native American human remains, funerary objects, and related archaeological resources and artifacts. Comments were also provided regarding the demolition of buildings on the Project Site. These issues were addressed in Section IV.D. Cultural Resources of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Geology** – Comments were provided regarding potential liquefaction on the project site. This issue was addressed in Section IV.E. Geology/Soils of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Hazards and Hazardous Materials** – Comments were provided regarding groundwater and soil contamination. Comments were also provided regarding underground storage tanks. This issue

was addressed in Section IV.F. Hazards and Hazardous Materials of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Hydrology/Water Quality** – Comments were provided regarding the infiltration and detention of runoff, on-site drainage in relation to stormwater, and hydrologic analysis pertaining to concentration and peak flow rates, flow path lengths, flow path slopes, percent impervious values, soil types, design storm frequency, rainfall depth, and topography. These issues were addressed in Section IV.G. Hydrology/Water Quality of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Employment** – Comments were provided regarding the availability of employment for future residents. This issue was addressed in Section IV.J. Population, Housing, and Employment of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Housing** – Comments were provided regarding the amount of housing and hotel units on the project site. This issue was addressed in Section IV.J. Population, Housing, and Employment of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Traffic, Transportation, and Parking** – Comments were provided regarding impacts to the Metro bus service at several transit corridors. Comments were also provided by the California Public Utilities Commission regarding traffic impacts to the Union Pacific Railroad Company Lakewood Boulevard, Woodruff Avenue, and Stewart and Grey Road crossings. Comments were also provided by the Southern California Association of Governments regarding consistency with Regional Transportation Plan goals and Compass Growth Visioning principles. These issues are addressed in Section IV.L. Transportation and Traffic of the Draft EIR and in the Responses to Comments section of this Final EIR.

- **Wastewater** – Comments were provided regarding wastewater treatment capacity and wastewater generation. This issue was addressed in Section IV.M. Utilities of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Alternatives** – Comments were provided regarding analysis of alternative uses for the project site. This issue was addressed in Section I. Introduction/Summary of the Draft EIR and in the Response to Comments section of this Final EIR.

- **Related Projects** – Comments were provided regarding cumulative impacts to Traffic, Parking, Air Quality, and Noise in relation to the existing and planned portions of the adjacent Kaiser facility. This issue was addressed in the Response to Comments section of this Final EIR.

- **Other** – Comments were provided regarding the market viability of the proposed retail component. This issue was addressed in the Response to Comments section of this Final EIR.

D. ALTERNATIVES TO THE 2009 PROPOSED PROJECT

This EIR considers a range of alternatives to the 2009 Proposed Project to provide informed decision-making in accordance with Section 15126.6 of the CEQA Guidelines. As described below in greater detail, the alternatives to the 2009 Proposed Project that are analyzed in this EIR include: A) No Project/No Development Alternative; B) No Project/Existing Specific Plan Build-out Alternative; C) Reduced Density Alternative; D) Reduced-Site Alternative; E) All-Commercial Alternative; and F) 2011 Alternative (Preferred Project).

Alternative A – No Project/No Development Alternative

The No Project/No Development Alternative is the circumstance under which the project does not proceed. Under the No Project/No Development Alternative, the Project Site would remain in its current condition with no changes to existing buildings and surface parking lots.

Alternative B – No Project/Existing Specific Plan Build-out Alternative

Under the No Project/Existing Specific Plan Build-out Alternative, the proposed Tierra Luna Specific Plan area is assumed to be built out in accordance with the existing Downey Landing Specific Plan. The CEQA Guidelines (Section 15126.6(e)) provide that the "no project" analysis shall discuss the existing conditions at the time the Notice of Preparation is published, as well as what would be reasonably expected to occur in the foreseeable future if the 2009 Proposed Project is not approved based on current plans and consistent with available infrastructure and community services. Under the existing Downey Landing Specific Plan, the proposed Tierra Luna Specific Plan area corresponds to Planning Areas IIA, IIB, IIC, and IID.[3] The existing Specific Plan would permit development in this area of up to 1,346,500 square feet of technology and business park uses, and up to 421,549 square feet of studio uses. This is an overall reduction of approximately 2,361,500 square feet (or 62 percent) of development when compared to the 2009 Proposed Project.[4] All other land use regulations and mitigation measures established by the Downey Landing Specific Plan and its associated Mitigation Monitoring and Reporting Program would continue to apply to the Project Site under the alternative.

Alternative C – Reduced Density Alternative

Under the Reduced Density Alternative, the Project Site buildout would be similar to the 2009 Proposed Project and would occur over the same area as the 2009 Proposed Project. However, the development size would be reduced by approximately 25 percent for a total of 2,962,500 square feet of development. Of the reduced development size, a total of 1,125 residential units totaling 1,275,000 square feet would be developed. Office space would be reduced to 506,250 square feet. Similarly, retail space would be reduced by 25 percent to 900,000 square feet. The Reduced Density Alternative would include 281,250

[3] *Environmental Impact Report for Downey Landing Specific Plan, City of Downey, February, 2002, Figure 2-2a and 2-2b.*

[4] *Environmental Impact Report for Downey Landing Specific Plan, City of Downey, February, 2002, Table 2-2.*

square feet of hotel use. Open space would be reduced by 20 percent to 93,750 square feet. Building heights would also be reduced by 25 percent under this Alternative. Parking would continue to be located in parking facilities between several multi-level parking structures, on-street parking, and surface parking lots throughout the Project Site and a total of 637,500 square feet would be provided. This alternative was studied because the reduction in density offered the possibility of reducing at least some environmental impacts compared to the 2009 Proposed Project. This alternative would be implemented through an amendment to the Downey Landing Specific Plan that would apply solely to the 77-acre Project Site.

Alternative D – Reduced-Site Alternative

Under the Reduced-Site Alternative, the eastern 20 acres of the Project Site would be preserved as open space. Under this alternative, the same amount of development would be permitted under the Tierra Luna Specific Plan but would take place within the smaller 60 acre site. This alternative would result in greater concentration of density in the western 60 acres, but would provide an open space amenity as an offset to this increase in density. This alternative was studied because the reduction in site size offered the possibility of reducing at least some environmental impacts compared to the 2009 Proposed Project. This alternative would be implemented through an amendment to the Downey Landing Specific Plan that would apply solely to the 77-acre Project Site.

Alternative E – All-Commercial Alternative

Under the All-Commercial Alternative, development would occur on the same 77-acre Project Site as the 2009 Proposed Project; however, the residential component of the 2009 Proposed Project would not be included. The same amount of commercial and hotel development would be permitted as would occur under the 2009 Proposed Project. The All-Commercial Alternative would include development of up to 675,000 square feet of commercial/office uses, up to 1,200,000 square feet of commercial/retail uses, up to 450 hotel rooms, and up to 125,000 square feet of public open space. Overall development density would be reduced under this Alternative as less development would be permitted on the same Project Site as the 2009 Proposed Project. The All-Commercial Alternative would also include parking facilities dispersed among several multi-level parking structures, on-street parking, and surface parking lots. Because the residential component of the 2009 Proposed Project would be eliminated from this Alternative, it would represent an overall reduction in development by approximately 1,700,000 square feet (i.e., 1,500 residential units) when compared to the 2009 Proposed Project. Development regulations pertaining to building height, location, and setback would be the same as the 2009 Proposed Project, with one exception. Under this Alternative, the development regulations for the easternmost 20 acres of the Project Site would be modified to allow for the development of large-scale retail uses facing Bellflower Boulevard, including buildings of similar height, landscaping and set back from the street at the same distance as the buildings located within other retail developments in the Vicinity of the Project Site. Access to the Project Site would be similar to the 2009 Proposed Project, with primary access provided from Lakewood and Bellflower Boulevards. Internal streets would be provided to provide access to buildings located on the interior of the Project Site, same as the 2009 Proposed Project. Signage regulations would be the same as under the 2009 Proposed Project. This alternative would be

implemented through an amendment to the Downey Landing Specific Plan that would apply solely to the 77-acre Project Site.

Alternative F – 2011 Alternative

The 2011 Alternative, which has been drafted as Alternative F for this Final EIR, is the current preferred project. This project would consist of a phased, mixed-use development for the 77-acre site to include:

- 1,100,000 square feet of commercial/retail floor area, including a 16 screen movie theater (which would comprise approximately 65,000 square feet);
- 300,000 square feet of office floor area; and
- 116,000 square feet of hotel floor area (comprising 150 hotel rooms).

It is noted that the total project would not exceed 1,516,000 square feet of building floor area. Also, in conjunction with this Alternative, the Applicant proposes that up to 200,000 square feet of retail space may instead be developed as office space, depending on market conditions.

Vehicular access would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

Environmentally Superior Alternative

Section 15126.6 of the CEQA Guidelines requires that an "environmentally superior" alternative be identified and the reasons disclosed. In general, the environmentally superior alternative is the alternative that has the greatest potential to reduce or avoid the significant adverse impacts of the Proposed Project, while meeting some or all of the project objectives. The No Project/No Development Alternative would reduce or avoid many of the significant adverse impacts of the 2009 Proposed Project. Of the six alternatives examined, only the No Project/No Development Alternative would avoid the significant and unavoidable effects of the 2009 Proposed Project with respect to construction and operational air quality and construction noise. However, this alternative would fail to meet most of the project objectives including:

- To create a new and unique regional destination for Downey.
- To transform the central portion of the former NASA Industrial site by facilitating redevelopment that creates new hotel, office, retail, restaurant, and, to the extent permitted by environmental conditions, residential uses.
- To facilitate development that is compatible with surrounding land uses.
- To achieve an environment reflecting a high level of concern for architecture, landscape, and urban design principles by developing a high quality, comprehensively-designed project.

- To provide community amenities such as new community gathering places, new restaurants, and new and unique entertainment opportunities in a manner that confers a public benefit, while still adequately addressing the economic viability of the project.
- To create a pedestrian-friendly environment with well-designed and connected spaces in the public realm.
- To provide unique new retail opportunities for Downey residents.
- To facilitate development of new and unique hotel uses that includes conference and meeting space.
- To create new and good-paying jobs by facilitating development of modern office space.
- To positively impact the City of Downey's fiscal tax base.

The CEQA Guidelines require, when a no project alternative is identified as the environmentally superior alternative, another alternative must be identified as the environmentally superior alternative.

Accordingly, the 2011 Alternative (Alternative F) is identified as the environmentally superior alternative. The 2011 Alternative would have similar significant and unavoidable impacts as the 2009 Proposed Project with respect to construction and operational air quality and construction noise. However, the severity of these significant and unavoidable impacts would be reduced (although not to a level of insignificance) due to the reduction in office and retail space, and hotel rooms, and the elimination of residential uses. In addition, the 2011 Alternative would generate fewer daily trips, and no residential population, which would reduce the impact to schools, parks, and libraries due to the removal of residential uses, continue the less than significant impact with mitigation conclusion on fire and police, and would lessen the amount of utilities (water, wastewater, solid waste, electricity, and natural gas) consumed and generated. Moreover, the 2011 Alternative would meet all the project objectives, with the exception of providing residential uses.

E. ENVIRONMENTAL IMPACT ANALYSIS SUMMARY

Table II-3A summarizes the various environmental impacts associated with the construction and operation of the 2009 Proposed Project.

Table II-3B summarizes the various environmental impacts associated with the construction and operation of the 2011 Alternative.

Mitigation measures are recommended for significant environmental impacts, and the level of impact significance after mitigation is also identified.

Table II-3A
2009 Proposed Project – Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
BIOLGICAL RESOURCES		
Due to the urbanized surroundings, there are no wildlife corridors or native wildlife nursery sites in the project vicinity. The 2009 Proposed Project would not interfere with the movement of any resident or migratory fish or wildlife species. Nevertheless, the approximately 30 existing trees on the Project Site that will be removed could possibly serve as nesting areas for migratory birds under The Migratory Bird Treaty Act ("MBTA"). The MBTA was enacted in the early Twentieth Century between the governments of the United States and Great Britain (representing Canada), subsequently Mexico in 1936, Japan in 1972, and the Union of Soviet Socialist Republics in 1976. The MBTA expanded the definition of migratory birds to include virtually all birds found in the United States. It establishes provisions regulating take, possession, transport, and import of migratory birds, including nests and eggs. Some examples of work that may be subject to MBTA restrictions include tree trimming, ground or vegetation disturbing activities, and tree removal during the bird breeding season. Compliance with the MBTA typically prohibits demolition and construction within certain distances of trees during nesting season and prohibits tree removal during nesting season, unless trees are surveyed for active nests prior to construction, demolition or tree removal during nesting season. To avoid impacts to nesting birds, Mitigation Measure A-1 shall be implemented.	A-1. To avoid impacting nesting birds, one of the following must be implemented: (a) Conduct vegetation removal and/or grading activities from September 1 through January 31, when birds are not likely to be nesting on the site; -OR- (b) Conduct pre-construction surveys for nesting birds if construction is to take place during the nesting season. A qualified wildlife biologist shall conduct a pre-construction nest survey no more than five days prior to initiation of grading to provide confirmation on presence or absence of active nests in the vicinity (at least 300 feet around the Project Site). If active nests are encountered, species-specific measures shall be prepared by a qualified biologist in consultation with the CDFG and implemented to prevent abandonment of the active nest. At a minimum, grading in the vicinity of the nest shall be deferred until the young birds have fledged. A minimum exclusion buffer of 100 feet shall be maintained during construction, depending on the species and location. The perimeter of the	Less Than Significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	nest-setback zone shall be fenced or adequately demarcated with staked flagging at 20-foot intervals, and construction personnel and activities restricted from the area. A survey report by the qualified biologist verifying that (1) no active nests are present, or (2) that the young have fledged, shall be submitted to the City prior to initiation of grading in the nest-setback zone. The qualified biologist shall serve as a construction monitor during those periods when construction activities will occur near active nest areas to ensure that no inadvertent impacts on these nests will occur.	
AESTHETICS		
Impacts related to the change in the visual appearance and character of the Project Site would be less than significant, as viewed from adjacent streets and the commercial, residential, and public facility uses in the surrounding area. Because the San Gabriel Mountains lie low on the horizon, development of structures within the Corridor district parcels could potentially block views through the Project Site of these mountains from Columbia Way (formerly Clark Avenue) and its adjacent sidewalks. However, because of the intermittent nature of these views and the distance from the Project Site, these view lines do not represent views of a scenic resource and any such view blockage would be less than significant. The 2009 Proposed Project would not result in a substantial amount of light that	As all structures developed pursuant to the guidelines of the specific plan would be required to meet the lighting standards codified under the specific plan, light pollution emanating from the Project Site would be limited to the maximum extent possible. The following two mitigation measures would be required to further reduce lighting impacts to a less than significant level. B-1. Project lighting shall be directed onto the site, and all lighting shall be shielded from adjacent roadways and off-site properties.	Project development would result in less than significant impacts related to scenic views, the visual character of the project area, new sources of light and glare, and shade and shadow impacts.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
would adversely affect the day or nighttime views in the project vicinity. Impacts related to the increase in onsite light would result in potentially significant impacts. However, with implementation of Mitigation Measures B-1 and B-2, lighting impacts would be reduced to a less than significant level. Development of the 2009 Proposed Project may include architectural features and facades that have a low level of reflectivity depending on the type of building surfaces. The 2009 Proposed Project includes glass windows, which could result in some transitory conditions of glare during the day. However, with implementation of Mitigation Measure B-3, impacts related to glare would be reduced to a level that is less than significant. Signage associated with the buildout of the 2009 Proposed Project would be subject to design review by the City of Downey and would incorporate specific design requirements, such as being representative of the type and scale of materials used for the structure onto which it would be attached and the prevention of the use of reflective materials, intended to mitigate visual impacts such as light and glare and hazards to motorists. As such, with compliance with the sign regulations component of the specific plan upon project approval, project impacts related to on-site signage development would be less than significant. The 2009 Proposed Project's structures would extend to approximately eight stories at its tallest location, however, there are no shadow-sensitive uses located near the Project Site to be impacted by long shadows from the Center district. Therefore, no shadow impacts from the 2009 Proposed Project would occur due to the lack of shadow sensitive uses in close enough proximity to the Project Site.	B-2. Atmospheric light pollution shall be minimized by utilizing lighting fixtures that cut-off light directed to the sky. The following mitigation measure is required to reduce glare impacts to less than significant level. B-3. The proposed buildings shall incorporate non-reflective exterior building materials (such as plaster and masonry) in their design. Any glass to be incorporated into the façade of the building shall be either of low-reflectivity, or accompanied by a non-glare coating. Reflective materials such as mirrored glass shall not be permitted.	
AIR QUALITY – CRITERIA POLLUTANTS		
The 2009 Proposed Project is planned in a way that would result in the minimization	The following measures are recommended to reduce the	Implementation of Mitigation

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
of VMT both within the project area and the community in which it is located, thereby, minimizing the amount of air pollutant emissions. Therefore, the 2009 Proposed Project would be consistent with the goals of the AQMP for reducing the emissions associated with new development. Based on this information, the 2009 Proposed Project would not impair implementation of the AQMP, and this impact would be less than significant. ***Construction*** *Regional Air Quality Impacts* Construction-related daily emissions that were analyzed for the worst-case construction scenario would exceed SCAQMD significance thresholds for NO_x during the site demolition and site grading and excavation phases, while the peak daily emissions of the other five construction-related emissions (ROG, CO, SO_x, PM_{10}, and $PM_{2.5}$) would not exceed SCAQMD significance thresholds during these two phases. The exceedance of the SCAQMD significance threshold for NO_x during the site demolition and site grading and excavation phases is primarily due to the amount of off-site haul truck trips that would occur on an estimated peak construction day at the Project Site during these two phases. As such, the regional air quality impact associated with NO_x emissions would be significant. The regional air quality impacts associated with ROG, CO, SO_x, PM_{10}, and $PM_{2.5}$ emissions during the demolition and grading/excavation phases would be less than significant. The construction-related daily emissions for the worst-case construction scenario during the building phase at the Project Site also would exceed the regional emission threshold recommended by the SCAQMD for ROG, while the other criteria pollutants (CO, NO_x, SO_x, PM_{10}, and $PM_{2.5}$) would not exceed their respective SCAQMD regional significance thresholds. As such, the regional air quality impact associated with ROG	potential emissions associated with construction activities to the maximum extent feasible: C-1. The Project Developer(s) shall implement measures to reduce the emissions of pollutants generated by heavy-duty diesel-powered equipment operating at the Project Site throughout the Project construction phases. The Project developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following: • Keep all construction equipment in proper tune in accordance with manufacturer's specifications. • Use late model heavy-duty diesel-powered equipment at the Project Site to the extent that it is readily available in the South Coast Air Basin (meaning that it does not have to be imported from another air basin and that the procurement of the equipment would not cause a delay in construction activities of more than two weeks). • Limit truck and equipment idling time to	Measure C-1 would serve to reduce the potential emissions associated with construction activities to the maximum extent feasible, while implementation of Mitigation Measure C-2 would ensure that the fugitive dust control measures associated with SCAQMD Rule 403 would be implemented at the Project Site. The 2009 Proposed Project's impacts on regional air quality resulting from construction activities would be potentially significant for NO_x emissions during the site demolition and site grading and excavation phases, which exceeds the SCAQMD's threshold of significance. Implementation of Mitigation Measure C-3, which would require that all heavy-duty diesel-powered construction equipment used onsite to be retrofitted with either lean-NO_x or diesel oxidation catalysts to the extent

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
emissions would be significant. The regional air quality impacts associated with CO, NO_x, SO_x, PM_{10}, and $PM_{2.5}$ emissions during the building phase would be less than significant. *Localized Air Quality Impacts* For the purpose of conducting a worst-case analysis, this analysis assumes that all of the NO_x emissions generated at the Project Site are NO_2. Based on the dispersion modeling results, the maximum 1-hour NO_2 concentration generated by construction of the 2009 Proposed Project would exceed the 0.18 ppm threshold at all of the identified off-site receptors (both sensitive and non-sensitive) during all phases of construction. Thus, the localized air quality impacts associated with NO_2 concentrations at these off-site receptors would be significant. In terms of construction-related CO emissions, none of the 1-hour and 8-hour CO concentrations at the identified off-site receptors would exceed the 20 ppm and 9.0 ppm thresholds, respectively. Thus, the localized air quality impacts associated with CO concentrations during construction of the 2009 Proposed Project would be less than significant. Based on the dispersion modeling results for PM_{10}, the maximum localized emissions of PM_{10} generated during Project construction would exceed the SCAQMD's significance threshold at Off-Site Receptor Locations 1, 6, 7, 8, and 9, while the PM_{10} concentrations at the remaining off-site receptors would not exceed this threshold. The PM_{10} concentrations assume that appropriate dust control measures would be implemented during the grading and excavation phase of construction as required by SCAQMD Rule 403—Fugitive Dust. As PM_{10} concentrations would exceed the SCAQMD's significance threshold at the off-site receptors identified above, impacts associated with PM_{10} concentrations at these	five minutes or less. • Rely on the electricity infrastructure surrounding the construction sites rather than electrical generators powered by internal combustion engines to the extent feasible. C-2. The Project Developer(s) shall implement fugitive dust control measures in accordance with SCAQMD Rule 403. The Project Developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following: • Use watering to control dust generation during demolition of structures or break-up of pavement. • Water active grading/excavation sites and unpaved surfaces at least three times daily. • Cover stockpiles with tarps or apply non-toxic chemical soil binders. • Limit vehicle speed on unpaved roads to	that it is economically feasible and the equipment are readily available in the South Coast Air Basin, would reduce the amount of NO_x emissions generated during the site demolition and site grading and excavation phases. The NO_x emissions resulting from the site demolition and site grading and excavation phases at the Project Site after implementation of Mitigation Measure C-3 are shown in Table IV-C-14, Estimated Daily Construction NO_x Emissions With Mitigation During Demolition and Grading/Excavation Phases. As shown, although the total amount of NO_x emissions are reduced with implementation of Mitigation Measure C-3, the regional NO_x impacts would still exceed the SCAQMD's threshold of significance. As such, this impact would be significant and unavoidable.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
receptors would be significant. Based on the dispersion modeling results for $PM_{2.5}$, the maximum localized emissions of $PM_{2.5}$ generated during Project construction would only exceed the SCAQMD's significance threshold at Off-Site Receptor Location 6 (public park at Columbia Way [formerly Clark Avenue] and Steve Horn Boulevard), while the $PM_{2.5}$ concentrations at the remaining off-site receptors would not exceed this threshold. Therefore, because $PM_{2.5}$ concentrations would exceed the SCAQMD's significance threshold at the off-site receptor identified above, localized air quality impacts associated $PM_{2.5}$ concentrations at this receptor would be significant. **Operational Emissions** The net increase of 32,118 vehicle trips generated by the 2009 Proposed Project already includes adjustments to account for internal trips, transit trips, and pass-by trips that would result from the mixed-use and pedestrian-oriented nature of the 2009 Proposed Project as well as the existing public transportation available to serve the Project Site. Despite accounting for these factors, the operational emissions of the 2009 Proposed Project would still exceed the SCAQMD thresholds for ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$. As such, this impact would be significant. *Localized CO Concentrations* Future 1-hour and 8-hour CO concentrations near the six study intersections that would experience the greatest increase in traffic volumes associated with the Project would not exceed their respective national or State ambient air quality standards. Therefore, implementation of the 2009 Proposed Project would not expose any possible sensitive receptors (such as residential uses, schools, hospitals) located in proximity to these intersections to substantial localized pollutant concentrations.	15 miles per hour. • Sweep daily (with water sweepers) all paved construction parking areas and staging areas. • Provide daily clean-up of mud and dirt carried onto paved streets from the site. • Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site. • Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more. • 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.	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
This would be a less-than-significant impact regarding the exposure of sensitive receptors to substantial pollutant concentrations. **Objectionable Odors** Objectionable odors are typically associated with industrial projects involving the use of chemicals, solvents, petroleum products, and other strong-smelling elements used in manufacturing processes, as well as sewage treatment facilities and landfills. As the 2009 Proposed Project involves no elements related to these types of activities, no objectionable odors are anticipated. During the construction phase, activities associated with the application of architectural coatings and other interior and exterior finishes may produce discernible odors typical of most construction sites. Because these odors are temporary and intermittent in nature, they would not be considered a significant environmental impact. Therefore, impacts associated with objectionable odors would be less than significant.	C-3. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered construction equipment used onsite be retrofitted with either lean-NO_x or diesel oxidation catalysts that would reduce NO_x emissions by 40 percent to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site). C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	from the Project Site). C-5. The Project Developer(s) shall include in construction contracts the required application of paints and primer at the Project Site during construction to have a VOC rating of 125 grams per liter or less, and that only a maximum of 214 liters (57 gallons) of such paints can be used on any given day.	
AIR QUALITY – GREENHOUSE GASES, GLOBAL WARMING AND CLIMATE CHANGE		
Hotel Uses As the specific designs of the hotel uses are not known at this time, energy savings opportunities were evaluated with respect to the building type performance data in the EnergyPro database. Typical hotel uses are expected to generate demand of approximately 7.61 kwhr per square foot per year and 0.19 therms per square foot per year. The Project would reduce energy consumption by 10 percent relative to Title 24 (2005). This could be accomplished through a combination of energy efficiency and green power purchasing. Design features may include measures such as low E windows, low solar heat gain curtain walls, and high efficiency water source heat pumps. *Residential Uses* The project is a new mixed-use residential development. "Business-as-usual" for the residential uses is defined as buildings meeting the minimum requirements of the Title 24 (2005) energy code and typical design, construction, and operational practices. The Project includes two general construction types: multi story flats and	Impacts related to climate change would be less than significant, and no mitigation measures are recommended or required.	With implementation of the Project's design features and emission reduction features, impacts with regards to climate change would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
condos and low-rise row homes and carriage units. Residential uses would be designed to exceed Title 24 (2005) by 15 percent. These emissions reductions for residential land uses could be achieved through a combination of existing technologies. The bullets listed below describe the combinations of features that can achieve the specified targets for each residential land use category with existing technology. As described previously, these packages of features are based on whole-building energy simulations. They represent only one of many possible combinations of design features, and over time, it is likely that new technologies and building techniques may provide alternative strategies to reach the same performance levels. That is, this list is meant to be representative of the ways in which the project would achieve the specified energy performance targets relative to Title 24 (2005). • Multi-story flats and condos would be designed to exceed Title 24 (2005) by 15 percent with features that may include the following: ▪ R-19 Optimum Value Engineered Framing; ▪ Radiant barriers; ▪ High performance windows (0.33 U-Value, 0.35 SHGC); and ▪ Sealed and tested ducts. • Row homes and carriage units would be designed to exceed Title 24 (2005) by 15 percent with features that may include the following:		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
▪ R-19 Optimum Value Engineered Framing; ▪ Radiant barriers; ▪ High performance windows (0.33 U-Value, 0.35 SHGC); ▪ Sealed and tested ducts; and ▪ Window overhangs (shading). *Infrastructure* The broad category of infrastructure provides numerous opportunities for energy savings and emissions reductions. These include the design and operation of subterranean parking garages. Technologies exist to improve substantially over standard practice. <u>Subterranean Garages</u> Underground parking facilities use a surprising amount of electricity and are associated with a corresponding amount of GHG emissions. The proposed infrastructure would include the following emissions reducing features: • Demand control ventilation: Ventilation provided in response to actual number of occupants and occupant activity; and • Efficient lighting.		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Transportation GHG emissions reductions from the Project can be evaluated in two respects. First, they can be considered with respect to the goals of the Caltrans Climate Action Plan. Second, they can be considered with respect to reductions anticipated through implementation of the Project's Transportation Demand Management (TDM) program. **Caltrans Climate Action Plan** The GHG emissions reduction performance of transportation-related project features can be evaluated with respect to the Caltrans Climate Action Plan. The Caltrans plan suggests that local project design features may be able to influence approximately 10 to 30 percent of overall GHG emissions through so-called Smart Land Use and Intelligent Transportation Systems. Caltrans identifies the goal of these measures as the reduction in per capita vehicle travel, relief from congestion, and improvement in travel time in congested corridors and result in "…more compact, accessible, multi-modal communities where travel distances are shorter, people have more travel options, and it is possible [to] walk and bicycle to more destinations…" The Caltrans action plan calls for "Local Development/Intergovernmental Review" that ensures that local land use planning and development decisions include the provision of the following: • Transportation choices: transit, intercity rail, passenger service, air service, walking, biking. • Land use design: urban infill development, mixed used development,		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
transit oriented development. The Project includes a number of features that support the Caltrans climate action plan goals. The Project's location as a regional in-fill site and the association of jobs, housing, and transit are consistent with the Caltrans intent to promote transportation choices, urban infill, mixed-use, and transit oriented development. The comparison to the Caltrans goals provides a qualitative measure of the consistency of the Project with state plans for emissions reduction. *Transportation Demand Management Program* The Project is a mixed-use, urban infill, comprehensively-designed, and coordinated development that is consistent with the goal of promoting higher density mixed-used development that provides a variety of multi-modal transportation choices. The Project's TDM plan is a set of strategies that would encourage Project employees and patrons to reduce vehicular traffic on street and freeway systems during the most congested time periods of the day by promoting non-auto travel through pedestrian-friendly design and orientation that facilitates transit use. The value of TDM strategies for reducing auto-related GHG emissions reduction can be evaluated with the following equation: Transportation GHG emissions = (Miles traveled) / (mpg) x (GHG per gallon) This equation can be adapted to consider the implications of non-auto transit modes. The following bullets evaluate the components of the TDM project with respect to their potential impact on GHG emissions:		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
• Flexible work schedules and telecommuting programs • Alternative work schedules • Mixed-used development • Bicycle and pedestrian-friendly environment • Rideshare/carpool/vanpool promotion and support • Shuttle buses operated residential homeowner's association • Transit passes for employees and residents • Education and information on alternative modes • Transportation Information Center • Transportation Management Association (non-profit, member-controlled organizations that provide transportation services (such as rideshares and vanpools) in a particular area, such as a commercial district) In addition to the proposed TDM, the Project proposes a Transit Mitigation Program. The premise of the Project's Transit Mitigation Program is to maximize the utilization of the existing transit through provision of improved connectivity, better and improved transit speeds and facilitation of coordinated transfers between and to these transit infrastructure elements. In addition, viable and practical connections to pedestrian and bicycle networks and provision of kiosks offering real-time		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
information regarding location, schedule adherence, and service provisions for trip planning purposes are all proposed as part of the Transit Improvement Program for the project. The Project would provide a potentially intelligent demand-responsive shuttle system to serve residents, employees, visitors, and the surrounding community, focusing on providing coordinated connections to the regional mass transit stations for transfers to Metro Green Line, Blue Line, and the Metrolink trains. The connections to the regional transit service would be provided at the Lakewood Green Line Station, Firestone Blue Line Station, and Norwalk Metrolink Station. The shuttles will be low-emission or zero emission busses sized appropriate to their role within the project. These shuttles would be equipped with GPS or other vehicle tracking system devices and communication system in order to be able to provide location and schedule status information and to potentially respond to calls from the service areas on a real-time basis. Patrons at bus stops outside of the central system core will also have the ability to call for a shuttle bus at the bus stops on-site. Information on the status of the shuttle and wait-time will be given to the patron. The transportation study for the Project concludes that the TDM program and transit proximity can be credited with a 27 percent reduction in trip generation, including a reduction in trip length, and by extension a reduction in transportation-related GHG emissions. The average trip distance anticipated for this Project is 5.0 miles, a 33 percent reduction from the regional average of 7.5 miles per trip. Due to the 2009 Proposed Project's proximity to the Metro Green Line Station located within half a mile from the Project Site and the anticipated rerouting of local bus routes through the Project Site, the reduction in trip length is calculated at 33 percent. This reduction is reflected as an emissions reduction project design feature in the GHG		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
emissions calculation presented herein.		
CULTURAL RESOURCES		
Historic Resources All of the historic resources on the site would be demolished, with the exception of the front portion of Building 1. The historic resources to be demolished include Buildings 6, 11, 36, 39, 108, 123, 125, 126, 127, 128, 130, and 290. The portion of Building 1 that will be preserved includes the front section of the original E.M. Smith Company (EMSCO) building (1929), the Kauffman wing (1939-41), and another wing attributed to Kauffman (1941). The use and treatment of this portion of Building 1 is unknown. However, the impact any alterations would have on this portion of Building 1 would be mitigated by compliance with the Secretary of the Interior's Standards. Compliance with the requirements of the MOA would reduce impacts of the proposed Tierra Luna Specific Plan to a less-than-significant level. ***Archaeological Resources*** The anticipated excavation activities associated with the 2009 Proposed Project would be required for the installation of future foundations, utilities, subterranean parking, and stormwater infrastructure. While it is possible that human remains could be discovered during construction activities, with the implementation of Mitigation Measure D-3, impacts to archaeological resources would be reduced to a less than significant level.	***Documentation*** D-1. Historic American Engineering Record (HAER) reports were prepared for all of the historic resources on the Project Site in 2006. These reports were prepared as mitigation pursuant to the Memorandum of Agreement (MOA). However, the HAER report for Building 1 did not document that portion planned for preservation. Although the Project will preserve that same portion of Building 1, the report should be completed so that the entirety of Building 1 is documented. Prior to the commencement of the Project, Level II Historic American Buildings Survey (HABS) documentation shall be prepared for that portion of Building 1 planned for preservation. One original copy of the report as specified above shall be assembled and offered to the National Park Service, State Office of Historic Preservation, and the City of Downey. ***Compliance with the Secretary of the Interior's Standards***	The mitigation measures D-1 and D-2 are consistent with the Memorandum of Agreement and would reduce impacts to historic resources to less-than-significant. With implementation of the mitigation measure listed for archaeological resources, impacts to archaeological resources would be less than significant. With implementation of the mitigation measure listed for paleontological resources, impacts to paleontological resources would be less than significant. With implementation of the mitigation measure listed for human remains, impacts to human remains would be less

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Paleontological Resources The anticipated excavation activities associated with the 2009 Proposed Project would be required for the installation of future foundations, utilities, subterranean parking, and stormwater infrastructure. While it is unlikely that archaeological resources would be discovered during project development activities, should any such resources be encountered, full realization of the 2009 Proposed Project would result in significant impacts to paleontological resources. However, with the implementation of Mitigation Measure D-4, impacts to paleontological resources would be reduced to a level of less than significant. ***Human Remains*** The anticipated excavation activities associated with the 2009 Proposed Project would be required for the installation of future foundations, utilities, subterranean parking, and stormwater BMP infrastructure, including stormwater retention facilities, identified in the Tierra Luna Specific Plan. While it is possible that human remains could be discovered during construction activities, with the implementation of Mitigation Measure D-5, impacts to human remains would be reduced to a less than significant level.	D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for their review and approval. ***Archaeological Resources*** D-3. If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to	than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes. ***Paleontological Resources*** D-4. If any paleontological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of a paleontologist shall be secured by contacting the Center for Public Paleontology – University of Southern California (USC), University of California at Los Angeles (UCLA), California State University at Los Angeles, California State University at Long Beach, or the Los Angeles County Natural History Museum to assess the resources and evaluate the impact. Copies of the paleontological survey, study, or report shall be submitted to the Los Angeles County Natural History Museum. A covenant and agreement shall be recorded prior to obtaining a grading permit.	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	Human Remains D-5. If human remains are discovered at the Project Site during construction for future projects pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the NAHC shall be adhered to in the treatment or disposition of the remains.	
GEOLOGY/SOILS		
Soil Stability It is assumed that the existing on-site soils would be unsuitable for support of new foundations and slabs. Therefore, impacts related to soil stability would be potentially significant. However, with the implementation of Best Management Practices (BMP's), impacts associated with soil stability and caving during the excavation of the Project Site would be reduced to a level of less than significant. ***Erosion and Top Soil*** *Construction*	No mitigation measures are required.	The 2009 Proposed Project would result in less than significant impacts related to geology and soils.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
During construction activities, particularly during excavation for the subterranean levels, installation of foundations and utilities, and grading, the amount of impervious surfaces would be reduced, increasing the potential for wind-borne erosion. With implementation of the required construction BMPs, impacts to erosion or loss of topsoil would be reduced to a level of less than significant. *Operation* Long term operation of the 2009 Proposed Project would not result in substantial soil erosion or loss of topsoil. With implementation of the applicable grading and building permit requirements and the application of Best Management Practices, impacts with respect to erosion or loss of topsoil would be less than significant. ***Seismic Hazards*** *Ground Shaking* The proposed construction would be consistent with all applicable provisions of the City of Downey Building Code, as well as the seismic design criteria contained within the Uniform Building Code. Therefore, the risks from seismic ground shaking are considered to be less than significant. *Fault Rupture* The possibility of surface fault rupture affecting the Project Site would be considered remote. The 2009 Proposed Project would not present any adverse impacts with respect to exposing people or property to hazardous conditions resulting from rupture of a known earthquake fault on the Project Site. Therefore, project impacts		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
with respect to fault rupture would be less than significant. ***Landslides*** The topography at the Project Site is relatively flat. Additionally, the 2009 Proposed Project would be subject to the design requirements set forth in the 2007 California Building Code and shall implement the recommendations presented in the Geotechnical Investigation. Therefore, impacts associated with landslides would be less than significant. ***Liquefaction*** Because the Project Site is located in an identified potential liquefaction zone, development of the 2009 Proposed Project may subject persons or property to a risk resulting from liquefaction. However, as with seismic conditions, because the risk of liquefaction on-site would be no greater than many other places in the region and with compliance with modern building practices and the State of California Building Code, development of the 2009 Proposed Project would not expose people or property to a substantial adverse effect. Therefore, impacts with respect to liquefaction, including seismic settlement and differential compaction, would be less than significant. ***Subsidence and Expansive Soil*** Groundwater and petroleum are not currently being extracted from the Project Site and would not be extracted as part of the 2009 Proposed Project. Therefore, risk of subsidence would be less than significant. The alluvium underlying the project area exhibits low to moderate expansion		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
potential, which could be potentially significant. The 2009 Proposed Project would comply with the requirements of the City of Downey Building Code and BMPs. Therefore, impacts with respect to expansive soils would be less than significant. ***Tsunamis, Seiche, and Flooding*** According to the Geotechnical Investigation prepared for the 2009 Proposed Project, the Project Site is located approximately 100 feet above sea level while the closest shoreline is approximately 11 miles from the Project Site. Therefore, the 2009 Proposed Project would not subject persons or property to hazards related to tsunamis and impacts would be less than significant. The Project Site is located within a potential inundation area. Current design and construction practices, as well as ongoing programs of review, modification, or total reconstruction of existing dams, are intended to ensure that all dams are capable of withstanding the maximum credible earthquake (MCE) for the site. Therefore, the potential for inundation at the Project Site as a result of an earthquake-induced dam failure is considered low and impacts would be less than significant.		
HAZARDS AND HAZARDOUS MATERIALS		
Construction of the 2009 Proposed Project would involve routine transport, use, and disposal of these types of hazardous materials throughout the duration of construction activities. The 2009 Proposed Project would be required to implement standard best management practices (BMPs) set forth by the City and the Los Angeles Regional Water Quality Control Board (LARWQCB) which would ensure that wastes generated during the construction process are disposed of properly. Therefore, the 2009 Proposed Project would not create a significant impact related to routine transport, use, or disposal of hazardous materials during construction.	The following mitigation measures are required in order to ensure hazardous material/waste impacts associated with the previous uses at the Project Site are less than significant. Before development is allowed on the Project Site, the following mitigation measures are required. F-1. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall	With implementation of the mitigation measures listed, impacts related to hazards and hazardous materials would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Operation of the 2009 Proposed Project would involve the transport, use, and disposal of hazardous materials typically associated with residential and community-serving commercial uses. All hazardous waste generated or used on the Project Site would be properly regulated, transported, and disposed off-site by a licensed subcontractor, in compliance with all applicable City, State, and federal regulations and requirements. Additionally, the 2009 Proposed Project would be required to comply with federal OSHA and Cal OSHA requirements. This would ensure that operation of the 2009 Proposed Project would result in a less than significant impact with respect to the routine transport, use, and disposal of hazardous materials. <u>Polychlorinated Biphenyls (PCBs)</u> PCBs may be present on the Project Site. However, as set forth in the mitigation measure presented in this Section, the 2009 Proposed Project would be required to comply with all regulations and requirements governing the proper disposal of PCBs prior to any demolition activities. Compliance with Mitigation Measure F-1 would ensure that the potential impact related to accidental release of PCBs would be reduced to a less-than-significant level. <u>Asbestos-Containing Material (ACM)</u> The existing buildings on-site could potentially contain ACMs. However, as set forth in the mitigation measure presented later in this Section, all existing on-site structures not previously surveyed would be required to undergo an asbestos survey and any asbestos discovered would be abated prior to demolition. Compliance with Mitigation Measure F-2 would ensure that the potential impact related to accidental release of asbestos would be reduced to a less-than-significant level.	undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations. F-2. Prior to the issuance of a demolition permit for any existing on-site structure not previously surveyed, the structure shall undergo an asbestos survey to document the presence of any potential asbestos-containing materials (ACMs) within the structure. Any ACMs identified as part of this survey shall be abated in accordance with all applicable laws and regulations including without limitation applicable NESHAP provisions, OSHA worker safety regulations, and SCAQMD Rule 1403 as well as any other applicable city, state, and federal regulations. F-3. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a lead-based paint (LBP) survey to document the presence of any potential LBP within the structure. Any LBP identified as part of this survey shall be abated in accordance with all applicable city, state, and federal	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Lead-Based Paint (LBP) It is currently unknown if the existing on-site buildings contain LBP; however, due to the age of the structures, they are presumed to contain LBP. Nonetheless, as set forth in the mitigation measure presented in this section, all existing on-site structures would be required to undergo a lead-based paint survey and any LBP discovered would be abated prior to demolition. Compliance with Mitigation Measure F-3 would ensure that the potential impact related to accidental release of LBP would be reduced to a less than significant level. Previous site investigations concluded that the site contains contaminated soil and groundwater. Remediation is an on going process. Nonetheless, following completion of the soil vapor extraction (SVE) systems, a Health Risk Assessment will be conducted to determine if risks levels are considered acceptable both as to construction and operations. Acceptable risk levels must be achieved for the Project Site before either phase begins. Therefore, the 2009 Proposed Project would not have a potentially significant impact with respect to hazardous materials other than PCBs, ACMs, and LBP during the construction phase. Mitigation measures have been provided to ensure that the Project Site is adequately remediated prior to any operations involving sensitive uses. The Project Site is undergoing remediation activities to reduce soil and groundwater contamination associated with former activities at the Project Site. This remediation also serves a dual purpose by reducing potential contaminants that may have migrated to the Project Site from nearby hazardous materials sites. Therefore, with the completed operation of the remedial activities, as set forth in the mitigation measures presented in this Section, the 2009 Proposed Project would reduce risks to future project residents, employees, and other visitors associated with contamination from former on-site activities, which would further reduce the less than significant	regulations. F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division shall be contacted at the start of the planning phase for required approvals and operating permits. F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
impact associated with listed hazardous materials sites. The Project Site is not located within an airport land use plan nor is it located within two miles of an airport or private airstrip. The closest airport to the Project Site is Compton Airport located approximately 6.7 miles southwest of the Project Site. Therefore, the 2009 Proposed Project would not result in a safety hazard for people residing or working in the project area. Once operational, the 2009 Proposed Project would not interfere with the designated disaster route along Bellflower Boulevard. Therefore, impacts related to emergency response and evacuation plans during operation of the 2009 Proposed Project would be less than significant. The Project Site is located within an urbanized setting that has been completely developed. There are no open wildlands within the vicinity of the Project Site that would represent a wildfire hazard. Therefore, the impact with respect to wildfire hazards would be less than significant.		
HYDROLOGY/WATER QUALITY		
Buildout of the 2009 Proposed Project would result in an increase in the amount of permeable surfaces on-site including an internal street tree network and open space. Because of the increase in permeable surfaces on-site, the total amount of stormwater runoff is likely to decrease compared to existing conditions, as more stormwater would be able to infiltrate the subsurface areas on-site. Thus, development of the Project Site would not result in significant impact related to surface water runoff and stormwater quality. The Project Site is not located above the 100-year flood plain but within the 500-year flood plain area. Therefore, the future development of the Project Site would	With the implementation of the proposed design features and BMP's, no mitigation measures are required.	The 2009 Proposed Project would result in less than significant impacts related to hydrology, stormwater runoff and water quality.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
not result in or expose people or property to significant impacts related to flooding. The Tierra Luna Specific Plan limits subterranean excavation to 45 feet below ground surface (bgs). Thus, onsite excavation would not result in the alteration of groundwater flows beneath the Project Site. Further, because the 2009 Proposed Project would not be permitted to excavate down to the same depth as groundwater, no dewatering activities would be required. Thus, development of the 2009 Proposed Project would not result in the removal of groundwater. Ultimately, the 2009 Proposed Project would be subject to the design requirements set forth in the City of Downey Building Code and submitted to the City of Downey as part of the approval process for the 2009 Proposed Project. Therefore, impacts related to the potential loss of groundwater and alteration of groundwater flows would be less than significant. Approval of the 2009 Proposed Project would permit a variety of construction materials that are potential sources of stormwater pollution on the Project Site as the specific plan area is built out. Development of the Project Site would result in potentially significant short-term impacts with respect to water quality from construction materials. However, with implementation of the required Best Management Practices (BMPs), short-term impacts on water quality from construction materials would be less than significant. Soil erosion is the process by which soil particles are removed from the land surface by wind, water, and/or gravity. With implementation of BMPs, short-term impacts on water quality from site grading would be less than significant. Poorly maintained vehicles and heavy equipment that leak fuel, oil, antifreeze, or other fluids on the construction site are also common sources of stormwater pollution and soil contamination which would generate a potentially significant		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
impact to water quality. With implementation of the required stormwater pollution prevention plan (SWPPP), these short-term impacts on water quality from construction-related vehicles and equipment maintenance would be less than significant. With compliance with the standard urban stormwater mitigation plans (SUSMP) requirements, the 2009 Proposed Project's operational impacts on stormwater quality would be less than significant.		
LAND USE AND PLANNING		
Community Division The 2009 Proposed Project would remove the existing media production uses and develop uses that are more similar to those of the surrounding area. Additionally, the 2009 Proposed Project would be designed to coordinate with adjacent uses to bring a more cohesive atmosphere to the area. As such, no significant impacts would result from the 2009 Proposed Project with regard to land use compatibility. Furthermore, as design of the 2009 Proposed Project includes enhancing the roadway network with additional routes through the Project Site, the 2009 Proposed Project would not physically divide an established community. No separation of uses or disruption of access between land use types would result from buildout of the 2009 Proposed Project and no impact would occur. **Consistency with Land Use Plans, Policies, and Regulations** ***Regional Comprehensive Plan and Guide*** The 2009 Proposed Project would generally conform to objectives set forth in the RCPG, including those objectives provided in the Growth Management, Regional	No mitigation measures are required.	With approval of the amendment to the Downey Landing Specific Plan, impacts with respect to land use regulations and compatibility as a result of development of the 2009 Proposed Project would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Mobility, and Housing Chapters. Therefore, impacts would be less than significant. ***2008 Regional Transportation Plan*** The 2009 Proposed Project would generally conform to the goals and policies set forth in the 2008 Regional Transportation Plan (RTP). ***Compass Growth Visioning Plan*** The 2009 Proposed Project would generally conform to principles set forth in the Compass Growth Visioning Plan (CGV). ***City of Downey General Plan (Downey Vision 2025)*** The 2009 Proposed Project will conform to the programs and policies identified in Downey Vision 2025. Therefore, impacts would be less than significant. ***Downey Landing Specific Plan Amendment*** As previously described, the Downey Landing Specific Plan is presently the primary planning document for the Project Site. However, the 2009 Proposed Project involves an amendment to the existing Downey Landing Specific Plan solely as to the 77-acre Project Site. The purpose of the 2009 Proposed Project is to promote the development of a mixed-use, urban infill, comprehensively-designed, and a coordinated development that implements state-of-the-art planning concepts and principles at the presently underutilized Project Site. The 2009 Proposed Project would become the governing land use regulation for the Project Site, if approved. Furthermore, the 2009 Proposed Project would include redevelopment of the Project Site, which is located along a major transit route, with a mix of uses including		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
commercial, retail, and residential uses within the City of Downey. If the 2009 Proposed Project is approved, then development of the Project Site will, by definition, be consistent with the applicable Specific Plan regulations. In addition, as noted in Section IV.F of this EIR, the development of the Project Site into a mixed-use community that includes residential units will require several approvals to move forward. First, similar to Discovery Park and the Kaiser Downey Medical Center projects, any project within the Downey Landing Specific Plan area proposing a sensitive land use, e.g., residential, will have to obtain approval from the Regional Water Quality Control Board-Los Angeles Region (LARWQCB) that subsurface conditions (including soil vapor) beneath the Project Site are suitable for the intended land use. Project applicants may be required to have a human health risk assessment approved by LARWQCB and may be required to implement specific engineering and institutional controls to protect future site occupants. Further, land use covenants governing the Project Site require any mixed-use project with residential units to be subject to approval by the current property owners at the former NASA Industrial Plant site; these owners include the City of Downey, Kaiser Permanente, and the owners of both the Downey Landing Retail Center and Downey Studios. The approval requirements do not preclude residential use, but only subject such uses to approval by LARWQCB and the current property owners at the NASA Industrial Plant site. Accordingly, development of residential uses pursuant to the applicable land use covenants would not conflict with any applicable land use plan, policy, or regulation or an agency with jurisdiction over the project and impacts would be less than significant.		
NOISE		
During construction of the 2009 Proposed Project, the noise levels generated by construction equipment on the Project Site would expose the off-site sensitive	The following mitigation measures are recommended to address construction-related noise and vibration impacts,	Project compliance with Section 4606.5 of the DMC and

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
receptors to increased ambient exterior noise levels. According to Section 4606.5 of the DMC, construction activities are not to result in an exterior noise level exceeding 85 dBA across any property boundary. Additionally, construction activities are prohibited between the hours of 9:00 P.M. and 7:00 A.M. (Mitigation Measure I-2 would be further restrictive to only allow construction activities from 7:00 A,M. to 7:00 P.M.) Thus, as construction noise generated by the 2009 Proposed Project could exceed the maximum level set forth in Section 4606.5 of the DMC, a significant construction-related impact would occur. Construction activities that would occur within the Project Site would include demolition and grading, which would have the potential to generate low levels of groundborne vibration. Vibration velocities could reach as high as approximately 0.089 inch per second PPV at 25 feet from the source activity, depending on the type of construction equipment in use. None of the sensitive receptors would result in an exceedance of the vibration thresholds at any of the identified off-site sensitive receptors, and impacts would be less than significant. In terms of human annoyance, the vibration levels forecasted to occur at the off-site sensitive receptors would not exceed the FTA's threshold of 80 VdB. Therefore, vibration impacts associated with human annoyance would be less than significant. The 2009 Proposed Project would not cause the ambient noise levels at the property line of these affected uses to increase by 3 dBA CNEL. Consequently, the noise levels experienced at the analyzed roadway segments would not represent a substantial permanent increase in ambient noise levels, and impacts at these roadway segments would be less than significant. Upon completion and operation of the 2009 Proposed Project, on-site operational noise would be generated by heating, ventilation, and air conditioning (HVAC) units	and operational-related noise impacts for the development of the 2009 Proposed Project: ***Construction Noise*** I-1. The Proposed Project shall comply with the City of Downey Municipal Code, Article IV, Chapter 6, and any subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible. I-2. Construction activities shall be restricted to the hours of 7:00 A.M. to 7:00 P.M. and no construction on Sundays and holidays. I-3. Noise and groundborne vibration construction activities whose specific location on the Project Site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses. I-4. Construction activities shall be scheduled so as to avoid operating several pieces of equipment simultaneously, which causes high noise levels. I-5. To the extent feasible, the use of those pieces of	the implementation of the Mitigation Measures I-1 through I-8, would reduce construction-related noise impacts associated with the 2009 Proposed Project to the greatest extent feasible. Nevertheless, because construction noise levels are likely to exceed 85 dBA, construction noise impacts would be significant and unavoidable. The construction-related vibration impacts associated with the 2009 Proposed Project would be less than significant. Furthermore, with implementation of Mitigation Measure I-3, which serves to locate vibration-generating equipment and vehicles as far away from vibration-sensitive sites as possible, the construction-related vibration levels experienced by the existing off-site sensitive receptors surrounding the

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
installed for the proposed uses at the Project Site. Nonetheless, in order to ensure that on-site operational noise would not adversely affect the new residents/guests at the Project Site, Mitigation Measure I-9 would be implemented to ensure that all new mechanical equipment associated with the 2009 Proposed Project would not exceed an increase of 3 dBA, while Mitigation Measure I-10 would be implemented to ensure that the residential units associated with the 2009 Proposed Project would be constructed in accordance with Title 24 insulation standards of the California Code of Regulations for residential buildings. Furthermore, implementation of Mitigation Measure I-11 would require all exterior windows associated with the proposed residential uses to be constructed such that sufficient sound insulation is provided to ensure that interior noise levels would be below a CNEL of 45 dBA in any habitable room. Noise would also be generated by activities within the Project Site by the proposed above-ground and subterranean parking structures. Noise impacts associated with these uses would be less than significant.	construction equipment or construction methods with the greatest peak noise generation potential shall be minimized. Examples include the use of drills, jackhammers, and pile drivers. I-6. Project contractor(s) shall exert commercially reasonable efforts to use power construction equipment with state-of-the-art noise shielding and muffling devices. I-7. Barriers such as plywood structures or flexible sound control curtains shall be erected around the Project Site to minimize the amount of noise on the surrounding off-site sensitive receptors to the maximum extent feasible during construction. I-8. All construction truck traffic shall be restricted to truck routes approved by the City of Downey, which shall avoid residential areas and other sensitive receptors to the extent feasible. ***Operational Noise*** I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other	Project Site would be further reduced in magnitude. Overall, vibration impacts associated with the 2009 Proposed Project would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	occupied properties. I-10. The Project Applicant shall comply with the Noise Insulation Standards of Title 24 of the California Code Regulations, which ensure an acceptable interior noise environment. I-11. All exterior windows within the residential units on the Project Site shall be constructed with double-pane glass and use exterior wall construction which provides a Sound Transmission Class of 50 or greater as defined in UBC No. 35-1, 1979 edition or any amendment thereto. The applicant, as an alternative, may retain an acoustical engineer to submit evidence, along with the application for a building permit, any alternative means of sound insulation sufficient to mitigate interior noise levels below a CNEL of 45 dBA in any habitable room.	
POPULATION, HOUSING, AND EMPLOYMENT		
Construction of the 2009 Proposed Project would result in increased employment opportunities in the construction field, which could potentially result in increased permanent population and demand for housing in the vicinity of the Project Site. However, the employment patterns of construction workers in Southern California are such that it is not likely that they would relocate their households as a consequence of the construction employment associated with the 2009 Proposed	No mitigation measures are required.	The 2009 Proposed Project would result in less than significant impacts related to population, housing, displacement, and employment.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Project. The 2009 Proposed Project would exceed the projections for population growth within the census tract. However, residents generated under the 2009 Proposed Project would be within the Citywide population projections (although representing a large portion thereof); therefore, the 2009 Proposed Project would be consistent with the population projections for the City of Downey within the GCCOG subregion. Also, as no residential units currently exist on-site, the 2009 Proposed Project would not result in the displacement of substantial numbers of people. Impacts related to population growth and population displacement would therefore be less than significant. The 2009 Proposed Project would result in an increase above projections by 1,352 units. Therefore, the 2009 Proposed Project would be within the projections for housing unit growth Citywide though not within Census Tract 5511.00 and would therefore be consistent with the housing projections for the City of Downey and the GCCOG subregion. Further, because no residential units currently exist on-site, development of the 2009 Proposed Project would not remove existing housing; thus, no housing would be displaced. Additionally, the 2009 Proposed Project would redevelop land currently designated for a studio and office park development and would introduce high-density residential uses. As the 2009 Proposed Project would be considered an infill redevelopment project, it would recycle land for residential development as encouraged in the City of Downey General Plan Housing Element. Therefore, impacts related to housing growth and housing displacement would therefore be less than significant. The 2009 Proposed Project would likely provide employment for approximately 5,307 persons while resulting in the removal of existing uses that currently provide employment for approximately 45 people, creating an overall job increase of 5,262		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
on the Project Site, within the Census Tract, and within the City. Impacts upon employment related to the buildout of the 2009 Proposed Project would be less than significant.		
PUBLIC SERVICES - FIRE PROTECTION		
Construction activities have the potential to affect fire protection services, such as emergency vehicle response times, by adding construction traffic to the street network and by partial lane closures during street improvements and utility installations. Project construction would not be expected to tax fire fighters and emergency services to the extent that there would be a need for new or expanded fire facilities, in order to maintain acceptable service ratios, response times, or other performance objectives for the DFD. Therefore, construction-related impacts to fire protection services would be less than significant. The Proposed Project would introduce up to approximately 4,883 net new people on-site. Development of the Proposed Project would also increase the number of site visitors (i.e., at the proposed residences and retail, restaurant, and cinema uses) within the Project Site. This increase in residents, employees, and site visitors would generate an increase in the demand for fire protection services. The Project Site is approximately 0.7 miles from an Engine Company (Fire Station #2) and approximately 0.9 miles from an Engine and a Truck Company (Fire Station #1). Therefore, the project would be within the response distance identified by the City of Downey. However, the UFC adopted Fire Codes require commercial buildings over 3,600 square feet, residential buildings over 5,000 square feet, and related assembly buildings (theaters, churches, health clubs, etc.) to install automatic fire sprinklers. As such, with the implementation of the required equipment, there would be no significant impact with regard to DFD response distance.	K-1. The Applicant of the Proposed Project and all development projects constructed under the Tierra Luna Specific Plan's framework shall submit a Master Plan to the Downey Fire Department prior to issuing building permits, for review and approval, which shall provide the capacity of the fire mains serving the Project Site. Any required upgrades shall be identified and implemented prior to the issuance of building permits for the Proposed Project and future developments. K-2. The Proposed Project and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, on-site automatic sprinklers, back flow devices, and hydrant placement. Prior to issuing permits for any phase of the project, Applicant shall implement all fire code and ordinance requirements applicable at the time of building permit to the satisfaction of the Downey Fire	With implementation of the mitigation measures listed, project impacts on fire protection service would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Further, as indicated in Section IV.L, Traffic/Transportation/Parking, project traffic is expected to significantly impact four study intersections: Lakewood Boulevard/Gallatin Road – AM and PM Peak Hours, Lakewood Boulevard/ Stewart & Gray Road – PM Peak Hour, Bellflower Boulevard/Imperial Highway – AM and PM Peak Hours, and I-605 Southbound Ramps/Firestone Boulevard – PM Peak Hour. Due to the location of the Fire Station #2, it is likely that emergency vehicles would travel through the intersection of Bellflower Boulevard and Imperial highway to gain access to the Project Site. However, with the implementation of Mitigation Measures L-1 through L-6 (see Section IV.L, Traffic/Transportation/Parking) impacts at these intersections would be reduced to a level of less than significant. Therefore, impacts related to emergency response time would be less than significant. Access to the Proposed Project would continue to be provided via driveways along Lakewood and Bellflower Boulevards and Steve Horn Way. Therefore, impacts to emergency access would be less than significant. As identified in the City of Downey Municipal Code and implemented by the Downey Fire Department, the overall fire flow requirement for the Proposed Project would be required to be compliant with Appendix B of the 2006 International Fire Code, as adopted by ordinance by the City of Downey. Thus, Mitigation Measures K-1 through K-5 would be required to provide the necessary fire protection infrastructure, equipment, and staff to the Project Site, and no new or expanded fire protection facilities would be required which would have the potential to impact the environment. With implementation of the mitigation measures, impacts upon fire protection services would be less than significant.	Department. K-3. The design of the Proposed Project and all development projects constructed within the Tierra Luna Specific Plan framework shall provide adequate access for Downey Fire Department equipment and fire fighters onto and throughout the Project Site and future structures. K-4. The Proposed Project and all development projects constructed within the Tierra Luna Specific Plan's framework shall provide adequate offsite public and onsite private fire hydrants as determined necessary by the Downey Fire Department. K-5. The project applicant shall provide for additional fire fighting equipment including one aerial ladder truck and fire fighters for the truck, one paramedic unit and two paramedics.	
PUBLIC SERVICES – POLICE PROTECTION		
Construction sites can be sources of attractive nuisances, providing hazards and	K-6. The Proposed Project design shall be reviewed	With implementation of the

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
inviting theft and vandalism. The project applicant and developers of future projects pursuant to this Specific Plan will employ construction security features, such as fencing, which would minimize the need for DPD services. Therefore, demand for DPD services during construction periods would be less than significant. Traffic generated by construction workers and trucks resulting from the 2009 Proposed Project and all development projects pursuant to the Specific Plan would occur primarily during off-peak hours. Although minor traffic delays may result from construction activities at times, these impacts would be temporary in nature and would be coordinated with local police and emergency officials. Therefore, these impacts would not be significant. The 2009 Proposed Project would provide adequate and strategically positioned lighting as "an integral element of the landscape design of a property." In addition, the continuous visible and non-visible presence of residents at all times of the day would provide a sense of security during evening and early morning hours. Mitigation Measure K-6 shall be required to ensure adequate consideration is given to security in the design process. The full buildout of the 2009 Proposed Project would result in the addition of up to 4,883 permanent on-site residents. However, Mitigation Measure K-7 shall be implemented to ensure adequate police forces are available for the increased land use activity associated with the 2009 Proposed Project, and no new or expanded police protection facilities would be required which would have the potential to impact the environment. With the implementation of the mitigation measures, impacts would be less than significant.	and approved by the Downey Police Department pursuant to General Plan Program 5.4.2.6. prior to the issuance of a building permit. K-7. Prior to issuance of building permits, the Applicant shall complete an analysis of projected employee populations over two 24-hour (one day during the week and one during the weekend) periods. The number of projected employees will be added to the projected number of residents (approximately 4,883) and will be used to determine applicable shifts/periods of time to which police personnel could be added to ensure that a sufficient number of officers is on staff for the total projected population at the Project Site. The project Applicants shall pay fees for any additional police personnel determined to be required after such determination is made and shall enter into an agreement with the City of Downey and DPD for payment of such fees. K-8. Prior to the issuance of building permits, the Applicant shall provide an onsite security plan for the development, to be approved by the City of Downey and the Downey Police Department.	mitigation measures listed, impacts to police protection services would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	K-9. Prior to the issuance of building permits, the Applicant shall provide an onsite police substation, and the project Applicant shall pay fees for any additional police personnel determined to be required after such determination is made and shall enter into an agreement with the City of Downey and DPD for payment of such fees.	
PUBLIC SERVICES - SCHOOLS		
Based on available student generation rates, the residential component of the 2009 Proposed Project would generate a total of approximately 911 students: 365 elementary, 225 middle, and 321 high school students. With the addition of 365 new elementary school students, these schools would exceed their capacities. Additionally, Sussman Middle School and East Middle School currently have excess student capacity of approximately 52 students. With the addition of 225 new middle school students, these schools would exceed their capacities. Further, Downey High School currently exhibits an excess student capacity of approximately 57 students. With the addition of 321 new high school students, Downey High School would exceed its capacity. The additional students generated by the 2009 Proposed Project would further contribute to the near capacity conditions at all of the identified elementary, middle, and high schools and would thus constitute a potentially significant impact upon DUSD schools. However, at this time, no new school facilities would be required as a result of the Proposed Project. The Proposed Project would implement Mitigation Measure K-10, and impacts would be less than significant.	K-10. The Applicant of the Proposed Project and all developments constructed therein shall pay school fees to the satisfaction of the Downey Unified School District.	With implementation of the mitigation measure, project impacts upon school services and facilities would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
PUBLIC SERVICES – RECREATION AND PARKS		
Implementation of the 2009 Proposed Project would generate new on-site residents, creating an increased demand on existing and parks and recreational facilities. However, no new or expanded recreational or park facilities would be required which would have the potential to impact the environment. In addition, with implementation of Mitigation Measure K-11, project-related impacts to parks would be less than significant.	K-11. The project Applicant shall pay the applicable in-lieu park fees as determined by the City of Downey, which shall scale up on an annual basis with the increase in the Consumer Price Index (CPI) for the Los Angeles metropolitan area.	With implementation of the mitigation measure, project impacts on recreation and parks would be less than significant.
PUBLIC SERVICES - LIBRARIES		
Based on the State of California standards, the increase in on-site population would require an additional 2,442 square feet of library space (4,883 persons x 0.5 square feet) and 9,766 volumes of permanent collection (4,883 persons x 2 volumes). However, no new or expanded library facilities would be required which would have the potential to impact the environment. In addition, with the implementation of Mitigation Measure K-12, impacts on library services would be reduced to level of less than significant.	K-12. The Proposed Project Applicant shall pay a mitigation fee as determined by the City of Downey Public Library, based upon the projected employee and residential population of the development. The funds will be used for books, computers, and other library materials and information services.	With implementation of the mitigation measure listed, impacts on library services would be less than significant.
TRAFFIC/TRANSPORTATION/PARKING		
Trip Generation The existing trips are based on peak hour traffic counts conducted at the existing driveways. Based on the observed driveway counts, the existing Downey Studios currently generates a total of 96 trips (80 inbound, 16 outbound) during the morning peak hour and 128 trips (44 inbound, 84 outbound) during the evening peak hour. Upon project buildout, it is expected that the 2009 Proposed Project's trip generation would result in a net total of approximately 32,118 daily trips of which 1,714 trips (1,052 inbound, 662 outbound) would occur during the morning peak hour and 3,098	*Intersection Improvements* The various intersection improvements proposed to alleviate the significant impacts of the Tierra Luna Specific Plan Project are described in this section. Because the intersections analyzed in this study are geographically located in two governmental jurisdictions, the improvements have been organized in the following sections by jurisdiction. In order to address the projects impacts, the following	The results of the implementation of the recommended improvements are summarized in Table IV.L-14. As indicated in the table, the recommended improvements would fully mitigate the project-related impacts at the impacted intersections.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
trips (1,363 inbound, 1,735 outbound) during the evening peak hour. ***Intersection Analysis*** Using the identified significance criterion, the traffic impacts at the analysis locations would be determined. Table IV.L-10 above summarizes the intersection impacts resulting from the 2009 Proposed Project before mitigation, during the AM and PM peak hours. Upon project buildout, two intersections during the AM peak hour and four intersections during the PM peak hour would be significantly impacted by the 2009 Proposed Project. These intersections include: • Lakewood Boulevard/Gallatin Road – AM and PM Peak Hours • Lakewood Boulevard/Stewart and Gray Road – PM Peak Hour • Bellflower Boulevard/Imperial Highway – AM and PM peak Hours • I-605 Southbound Ramps/Firestone Boulevard – PM Peak Hour ***Congestion Management Program*** None of the CMP arterial monitoring locations would be significantly impacted by the development of the 2009 Proposed Project. The freeway operating conditions within the study area were analyzed as per the CMP guidelines. This assessment includes the Santa Ana Freeway (I-5), Century Freeway (I-105), San Gabriel River Freeway (I-605), and Long Beach Freeway (I-710). The CMP freeway monitoring analysis locations include:	mitigation measures are recommended for implementation by the project: <u>City of Downey</u> L-1. Lakewood Boulevard/Gallatin Road – Option 1: The improvement at this intersection includes a separate northbound right-turn lane. This improvement can be achieved by widening Lakewood Boulevard by two feet on the east side of the street for approximately 200 feet. The northbound approach would provide a left-turn lane, two through lanes, and a separate right-turn lane. L-2. Option 2: This improvement includes a second eastbound left-turn lane. This improvement can be achieved by restriping the existing eastbound through lane to a shared left-through lane. The eastbound approach would provide a left-turn lane, a shared left-through lane and a separate right-turn lane. The traffic signal would be modified to include split phasing operations for the eastbound and westbound Gallatin Road approaches. L-3. Lakewood Boulevard/Stewart and Gray Road – The improvement at this intersection includes a separate eastbound right-turn lane. This	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
• I-5 Freeway at Lemoran Avenue • I-5 Freeway at Ferris Avenue • I-105 Freeway west of I-710 Freeway, east of Harris Avenue • I-105 Freeway east of Bellflower Boulevard, west of I-605 Freeway • I-605 Freeway north of SR-91 Freeway, south of Alondra Boulevard • I-605 Freeway north of Telegraph Road • I-710 Freeway north I-105 Freeway, north of Firestone Boulevard Table IV.L-11 identifies the future "Without Project" and "With Project" operating conditions at the study freeway segments. As shown, the 2009 Proposed Project would not have any significant impact during either the AM or PM peak hours. *CMP Transit Analysis* A transit impact analysis was performed based on the number of project-generated transit trips. There are a total of approximately 64 to 66 buses during the peak hour that serve the study area. The Metro Green Line is within ¼ to ½ mile of the Project Site. Assuming that approximately 33 percent of the existing transit bus seating capacity is available for project trips and that the proposed shuttle bus system provides the required connectivity as well as additional capacity, the anticipated transit demands on a system wide basis would be more than satisfied by the proposed plus existing supply.	improvement can be achieved by removing the median island on the west leg of the intersection and widening on the south side of Stewart and Gray Road by two to four feet for approximately 125 feet. The eastbound approach would provide a left-turn lane, two through lanes and a separate right-turn lane. L-4. Bellflower Boulevard/Imperial Highway – The improvement at this intersection includes dual left-turn lanes on the northbound and southbound approaches. This improvement can be achieved by widening on the west side of Bellflower Boulevard (north of Imperial Highway) and on the east side of Bellflower Boulevard (south of Imperial Highway) by approximately two to twelve feet for approximately 250 feet. The northbound and southbound approaches would provide dual left-turn lanes, two through lanes and a separate right-turn lane. <u>City of Norwalk / CALTRANS</u> L-5. I-605 Southbound Ramps/Firestone Boulevard – The improvement at this intersection includes a second westbound left-turn lane. This improvement can be achieved by restriping the existing painted chevron on the westbound	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Parking and Vehicular Access *Parking Supply* Of the 5,615 spaces, 1,281 spaces would be on-street parking spaces. This includes parallel parking spaces, angled parking spaces and 90-degree parking spaces. Congressman Steve Horn Way, Central Plaza Drive, Market Street, Emsco Drive, Aviation Boulevard and Theater Street would provide parallel parking spaces. The angled parking spaces would be located along Studio Street, Congressman Steve Horn Way, Ardis Avenue, and Apollo Avenue, while the 90-degree spaces would be located along Main Street. Three surface parking lots containing approximately 400 spaces would be located adjacent to Lakewood Boulevard and 10 parking garages located within the Project Site would contain the remaining 3,930 parking spaces. *Shared Parking Analysis* Table IV.L-12 provides a summary of peak parking demand at the 2009 Proposed Project Site during weekdays and weekend days of different seasons. Therefore, the results of the parking demand analysis indicate that the Project would have an overall peak parking demand ranging from 4,200 spaces at 2:00 p.m. on a weekend day to 5,585 spaces at 2:00 p.m. on a weekday during the peak shopping season (month of December). The 2009 Proposed Project is providing 5,615 parking spaces (which is more spaces than the projected peak parking demand). Therefore, from a CEQA perspective, there would be no significant impact to parking onsite and in the surrounding area due to the 2009 Proposed Project.	approach. The westbound approach would provide dual left-turn lanes and two through lanes. *Project Design Features* One of the analyzed study intersections includes improvements that are part of the project design features. L-6. Bellflower Boulevard/Washburn Road – As part of the Tierra Luna Specific Plan, a fourth leg of the intersection, the west leg, will be constructed. The eastbound approach would provide a left-turn lane and a shared through-right turn lane. L-7. The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.	

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Access and Circulation Evaluation As shown, the street network is fully interconnected with several east-west and north-south streets within the Specific Plan area providing access and circulation. The north-south streets include Ardis Avenue, Center Street, Studio Street, Theater Street, and Apollo Street. The east-west streets include Central Plaza Drive, Main Street, Market Street, Emsco Drive, North Street, Aviation Boulevard, South Street and Discovery Alley. The east-west streets, with the exception of Emsco Drive, would provide connectivity between Lakewood Boulevard and Bellflower Boulevard. Clark Avenue, Washburn Road and Congressman Steve Horn Way are the major streets that connect the Specific Plan area uses to the external street system. *Access Intersections Traffic Conditions* Two access network scenarios were evaluated. Access Plan A involves limited right-turn in and right-turn out access at the intersection of Lakewood Boulevard/Central Plaza Drive. Access Plan B involves changes to Access Plan A at the intersections of Lakewood Boulevard/Central Plaza Drive and Lakewood Boulevard/Alameda Street. In this access scheme (Plan B), current left-turning traffic at the Lakewood Boulevard/Alameda Street intersection would be diverted and the intersection would be re-configured to operate as a right-turn in and right-turn out limited access intersection. The access intersection of Lakewood Boulevard/Central Plaza Drive will be controlled by a traffic signal to provide full access under this alternative Access Plan B. **Access Plan A.** Under Access Plan A, the intersections of Lakewood Boulevard/Discovery Alley and Lakewood Boulevard/Market Street would provide full access along the Lakewood Boulevard corridor. Traffic signals are recommended		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
at these locations if signal warrants are satisfied. The intersection of Lakewood Boulevard/Central Plaza Drive would be stop-controlled and would be limited to right-turn in and right-turn out only. Along the Bellflower Boulevard corridor, full access would be provided at Bellflower Boulevard/North Street-Washburn Avenue and Bellflower Boulevard/Congressman Steve Horn Way which are currently (and will remain) controlled by traffic signals. The intersections of Bellflower Boulevard/Aviation Boulevard and Bellflower Boulevard/South Street will be stop-controlled and will not provide full access. Along the Imperial Highway corridor, the intersections of Clark Avenue/Imperial Highway and Ardis Avenue/Imperial Highway would provide full access and are currently (and will remain) controlled by traffic signals. The Future (2020) with Project traffic volumes at these intersections and traffic controls are shown in Figure IV.L-14. These volumes were generated using the same methodology as described in Appendix IV.L-1. Since these are driveway locations, pass-by credit was not taken at these locations. Based on the projected traffic volumes, it is recommended that traffic signals be installed at Lakewood Boulevard/Discovery Alley and Lakewood Boulevard/Market Street when signal warrants are satisfied. Traffic signal warrants were conducted at each of these locations and the warrants were satisfied. **Access Plan B.** Under Access Plan B, current left-turning traffic at the Lakewood Boulevard/Alameda Street intersection are diverted and the intersection is re-configured to operate as right-turn in and right-turn out location. The access intersection of Lakewood Boulevard/Central Plaza Drive will be controlled by a traffic signal to provide full access. The remaining access locations would not change from Access Plan A.		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Due to full access at Lakewood Boulevard/Central Plaza Drive and the diverted left-turns from Lakewood Boulevard/Alameda Street, the traffic volumes under Access Plan B were adjusted to reflect these access changes. The resulting traffic volumes are shown in Figure IV.L-15 and represent Future (2020) with Project traffic volumes. Similar to Access Plan A, these volumes were generated using the same methodology as described in Appendix IV.L-1 and pass-by credit was not taken at these access locations. Based on the projected traffic volumes, it is recommended that traffic signals be installed at Lakewood Boulevard/Central Plaza Drive, Lakewood Boulevard/Discovery Alley and Lakewood Boulevard/Market Street when signal warrants are satisfied. Traffic signal warrants were conducted at each of these locations based on the assumption for access and distribution of uses and the warrants were satisfied.		
UTILITIES - WASTEWATER		
The 2009 Proposed Project is anticipated to generate approximately 512,700 gallons per day (gpd) of wastewater. This represents a net increase of 502,448 gallons of wastewater generated per day at the Project Site. There are no known sewer line deficiencies in the project vicinity. Construction activities required to connect project buildings to the existing infrastructure would involve construction of laterals within the Project Site. Impacts related to wastewater conveyance would be less than significant. The 502,448 gpd net increase in wastewater over the existing uses represents approximately 0.7 percent of the remaining capacity at the JWPCP. The JWPCP, therefore, has sufficient remaining capacity to accommodate the 2009 Proposed Project. Impacts upon wastewater treatment capacity therefore would be less than significant.	No mitigation measures are required.	Impacts on wastewater conveyance and treatment capacity infrastructure would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
UTILITIES - WATER		
Water Conservation The Project will employ a number of indoor and outdoor water conservation measures. Reducing potable water use is consistent with the goal of reducing potable water use outlined in the Proposed Scoping Plan. Project Design Features Reducing Outdoor Water Use "Business-as-usual" water consumption for landscaped outdoor areas was defined with respect to past use on the site and conditions anticipated in the Water Supply Assessment prepared for the Project included as Appendix M-2 to this Draft EIR. Emissions reductions would be achieved through the following: • "Smart" Irrigation Controller: A "Smart" irrigation controller (a.k.a. weather-based controller, evapotranspiration controller, or ET controller) automatically adjusts the irrigation schedule based on plant evapotranspiration requirements and current weather conditions. This saves significant water compared to traditional timer-based irrigation controllers; • Efficient Drip Irrigation: There is a significant variation in how efficiently different sprinkler systems distribute water. A base case irrigation efficiency of 63 percent (typical of conventional automatic sprinkler systems) is compared to a high-efficiency scenario (e.g., extensive use of drip irrigation and good design practices) with 90 percent irrigation efficiency; and • Efficient Landscaping Palette: The use of water efficient, drought	No mitigation measures are required.	Impacts on water supply and infrastructure would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
tolerant landscaping palettes (e.g., MWD's "California Friendly" landscaping program, xeriscaping, etc.) can save significant water. The impacts of reducing the plant species factor (Ks) by 0.3 (representative of specifying a "California Friendly" landscaping design versus typical southern California landscaping design) are examined. Project Design Features Reducing Indoor Water Use "Business-as-usual" water consumption for indoor applications was defined using fixture and flow rates specified in the National Efficiency Standards and Specifications for Residential and Commercial Water-Using Fixtures and Appliances outlined in the Energy Policy Act of 1992, 2005. Project emissions reductions targets would be achieved by specifying indoor water fixtures that meet or exceed the following performance levels: • High-Efficiency Water Heaters: The use of code-compliant standard efficiency tank type water heaters versus efficient water heaters is examined; • Low-Flow Showers: The use of low-flow showers with a flow rate of 1.8 gallons per minute (gpm) versus 2.5 gpm are analyzed in Residences and Hotels; • Low-Flow Kitchen Sinks: The use of low-flow kitchen sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed; • Low-Flow Lavatories: The use of low-flow bathroom sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed in Residences and Hotels. Current code already requires very low flow aerators on commercial		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
lavatories. • Low-Flow Urinals: The use of low-flow 0.5 gallons per flush (gpf) versus standard 1.0 gpf urinals are analyzed; and • Efficient Toilets (1.1 gpf): The use of very efficient low-flow toilets is examined. This analysis assumes an average flush volume of 1.1 gpf, typical of some of the high efficient toilets currently on the market (e.g., Sloan Flushmate IV equipped toilets and some dual-flush toilets). Current code requirement is 1.6 gpf. By specifying the above indoor water conserving fixtures, the Project will reduce potable and recycled water consumption by 33 percent (equivalent to the performance level required to achieve the US Green Building Council LEED for New Construction [version 2.2] Water Efficiency credit 3.1) and reduce wastewater generation by 29 percent. Full buildout under the 2009 Proposed Project by 2020 would have a total projected water demand of approximately 654,960 gpd. This represents a net increase of 641,837 gpd (approximately 719 AFY) after the water demand created by the existing uses is removed. As there are no known infrastructure deficiencies in the project vicinity, it is anticipated that the existing infrastructure system can adequately serve the 2009 Proposed Project. Construction activities required to connect project buildings to the existing infrastructure would involve construction of water mains and connections within the Project Site. Impacts related to local water infrastructure would be less than significant.		

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
The 2009 Proposed Project would be required to comply with requirements set forth in the City of Downey Municipal Code. Fire flow demand would be accommodated through construction of infrastructure within the Project Site that is capable of accommodating the City's requirements. Therefore, impacts of the 2009 Proposed Project on fire flow would be less than significant.		
UTILITIES - SOLID WASTE		
The "business-as-usual" scenario for the project includes the regional solid waste diversion rate of 50 percent. The Project as proposed does not set a solid waste diversion target beyond the 50 percent "business-as-usual" scenario for operational waste. The Project would also establish a construction waste diversion program to divert up to 50 percent of construction related waste. In addition, recycling centers would be provided in readily accessible areas within the building for depositing, storage, and collection of non-hazardous materials for recycling. Construction waste would be generated during demolition and construction activities. As AB 939 compliance requires that at least 50 percent of the construction and demolition waste be recycled/reused and the recycling of most of the solid waste generated by the construction and demolition phases, buildout of the 2009 Proposed Project would have less than significant short-term construction impacts on landfills and solid waste services. Operation of the 2009 Proposed Project would result in the ongoing generation of solid waste. Over the long term, the 2009 Proposed Project would be expected to generate approximately 17,925 pounds or 9.0 tons of solid waste per day. This represents a net increase of approximately 13,425 pounds or 6.7 tons of solid waste per day over existing uses. Additionally, operations within the City and on the Project Site would continue to be	No mitigation measures are required.	Impacts on solid waste services would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
subject to the requirements set forth in AB 939 requiring each city and county to divert 50 percent of their solid waste from landfill disposal through source reduction, recycling, and composting. Furthermore, the 2009 Proposed Project would be required to comply with City Ordinance No. 07-1217, which requires that one hundred percent of inert debris (as defined previously) and 50 percent of the remaining construction and demolition debris generated be diverted and reused or recycled. The increase in solid waste generated by the 2009 Proposed Project would not result in the need for additional waste collection routes, recycling, or disposal facilities. Therefore, impacts associated with solid waste service would be less than significant.		
UTILITIES - ELECTRICITY		
The 2009 Proposed Project is estimated to consume approximately 129,555 KW-Hours of electricity per day. This represents a net increase of approximately 103,305 KW-Hours of electricity per day over existing uses. Additionally, energy conservation standards established by Title 24 of the California Code of Regulations, including but not limited to, glazing, lighting, shading, and water and space heating systems, would be incorporated into new buildings. As part of the building permit process, the 2009 Proposed Project will incorporate and exceed the Title 24 standards by five percent in order reduce the amount of electricity consumed by the 2009 Proposed Project. The applicant would thus be required to incorporate the energy conservation measures identified in Mitigation Measures M-1 through M-5 into the project design. As such, impacts on electricity supplies as related to buildout of the 2009 Proposed Project would be less than significant. SCE undertakes expansion and/or modification of electricity distribution infrastructure and systems to serve future growth in the City of Downey, and the rest of its customers, as required in the normal process of providing electrical service. There are currently no deficiencies in the distribution system, however, if it is	The Proposed Project's impacts on electricity services would be less than significant. Nonetheless, the following mitigation measures are required to further reduce potential impacts. M-1. Design windows (e.g., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather. M-2. Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards. M-3. Install high-efficiency lamps for all outdoor	With implementation of the above listed mitigation measures, impacts on electricity services would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
determined that the existing distribution infrastructure is inadequate to deliver the 2009 Proposed Project's estimated electricity consumption, SCE, as a regulated utility, is required to provide necessary upgrades to its facilities. As such, impacts on electricity distribution infrastructure would be less than significant.	security lighting. M-4. Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times. M-5. Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.	
UTILITIES - NATURAL GAS		
The 2009 Proposed Project is estimated to consume approximately 428,850 cf of natural gas per day. This represents a net increase of approximately 378,600 cf of natural gas consumed per day over existing uses. Per the requirements of the City of Downey, the applicant would be required to incorporate the energy conservation measures identified in Mitigation Measure M-1 through M-5, which exceed Title 24 standards by five percent (see section IV.M. Utilities, 4. Electricity), into the project design. With modern energy efficient construction materials and implementation of these mitigation measure, development of the 2009 Proposed Project would be consistent with the City's energy conservation standards also helping to reduce demand for natural gas. Therefore, impacts of the 2009 Proposed Project on natural gas supplies would be less than significant. The Southern California Gas Company undertakes expansion and/or modification of the natural gas infrastructure to serve future growth within its service area as part of the normal process of providing service. Connection to existing infrastructure would occur within the Project Site. As such, impacts of the 2009 Proposed Project on natural gas distribution infrastructure would be less than significant.	No mitigation measures are required.	Impacts on natural gas supplies and infrastructure would be less than significant.

Table II-3A (Continued)
2009 Proposed Project - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Source: CAJA Environmental Services, 2011.		

Table II-3B
2011 Alternative – Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
BIOLGICAL RESOURCES		
Due to the urbanized surroundings, there are no wildlife corridors or native wildlife nursery sites in the project vicinity. The 2011 Alternative would not interfere with the movement of any resident or migratory fish or wildlife species. Nevertheless, the approximately 30 existing trees on the Project Site that will be removed could possibly serve as nesting areas for migratory birds under The Migratory Bird Treaty Act ("MBTA"). The MBTA was enacted in the early Twentieth Century between the governments of the United States and Great Britain (representing Canada), subsequently Mexico in 1936, Japan in 1972, and the Union of Soviet Socialist Republics in 1976. The MBTA expanded the definition of migratory birds to include virtually all birds found in the United States. It establishes provisions regulating take, possession, transport, and import of migratory birds, including nests and eggs. Some examples of work that may be subject to MBTA restrictions include tree trimming, ground or vegetation disturbing activities, and tree removal during the bird breeding season. Compliance with the MBTA typically prohibits demolition and construction within certain distances of trees during nesting season and prohibits tree removal during nesting season, unless trees are surveyed for active nests prior to construction, demolition or tree removal during nesting season. To avoid impacts to nesting birds, Mitigation Measure A-1 shall be implemented.	A-1. To avoid impacting nesting birds, one of the following must be implemented: (a) Conduct vegetation removal and/or grading activities from September 1 through January 31, when birds are not likely to be nesting on the site; -OR- (b) Conduct pre-construction surveys for nesting birds if construction is to take place during the nesting season. A qualified wildlife biologist shall conduct a pre-construction nest survey no more than five days prior to initiation of grading to provide confirmation on presence or absence of active nests in the vicinity (at least 300 feet around the Project Site). If active nests are encountered, species-specific measures shall be prepared by a qualified biologist in consultation with the CDFG and implemented to prevent abandonment of the active nest. At a minimum, grading in the vicinity of the nest shall be deferred until the young birds have fledged. A minimum exclusion buffer of 100 feet shall be maintained during construction, depending on the species	Less Than Significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	and location. The perimeter of the nest-setback zone shall be fenced or adequately demarcated with staked flagging at 20-foot intervals, and construction personnel and activities restricted from the area. A survey report by the qualified biologist verifying that (1) no active nests are present, or (2) that the young have fledged, shall be submitted to the City prior to initiation of grading in the nest-setback zone. The qualified biologist shall serve as a construction monitor during those periods when construction activities will occur near active nest areas to ensure that no inadvertent impacts on these nests will occur.	
AESTHETICS		
Visual Character The 2011 Alternative would have a lower total development on the same project site as compared to the 2009 Proposed Project. Even with the reduction in density, the visual appearance of the western approximately 60 acres of the Project Site would generally be similar to the 2009 Proposed Project. Scenic views impacts would be less than significant, and similar to the impact of the 2009 Proposed Project. The visual appearance of the Project Site would be improved compared to the existing conditions, since underutilized, older structures would be replaced with new structures, incorporating a coherent design and landscaping. The appearance of this portion of the Project Site also would be consistent with surrounding institutional	**Light** B-1. Project lighting shall be directed onto the Project Site, and all lighting shall be shielded from adjacent roadways and off-site properties. B-2. Atmospheric light pollution shall be minimized by utilizing lighting fixtures that cut-off light directed to the sky. **Glare** B-3. The proposed buildings shall incorporate non-	The 2011 Alternative would result in less than significant impacts related to scenic views, the visual character of the project area, new sources of light and glare, and shade and shadow impacts.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
uses in terms of building height, mass and setback from the street, particularly with regard to the Kaiser Permanente buildings to the south. Visual character impacts would be less than significant, and similar to the impacts of the 2009 Proposed Project. **Views** Because of the intermittent nature of views of the San Gabriel Mountains and the distance from the Project Site, these view lines do not represent views of a scenic resource and any such view blockage by the 2011 Alternative would be less than significant. *Signage* Signage internal to the Project Site would not likely be visible from adjacent roadways. Signage along the roadways could be visually prominent to motorists and to uses located immediately across the streets surrounding the Project Site, but would not adversely affect nearby residential neighborhoods. Signage would incorporate specific design requirements, such as continuation of the type and scale of materials used for the structure onto which it would be attached and the prohibition of the use of animated or moving signs and reflective materials, intended to mitigate visual impacts such as light and glare and hazards to motorists. In addition, signage would occur within the context of a concentration of urban development and high levels of existing large scale signage. As a result, impacts of signage under this alternative would be less than significant, and similar to the impacts of the 2009 Proposed Project.	reflective exterior building materials (such as plaster and masonry) in their design. Any glass to be incorporated into the façade of the building shall be either of low-reflectivity, or accompanied by a non-glare coating. Reflective materials such as mirrored glass shall not be permitted.	

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Light and Glare Ambient lighting emanating from the existing uses on the Project Site contributes to the moderate ambient lighting levels in the surrounding area. As the 2011 Alternative would increase the amount of development on the Project Site, implementation of this alternative would therefore incrementally increase the amount of nighttime lighting emanating from the Project Site over existing conditions (although less than the 2009 Proposed Project as a significantly smaller development is proposed under this alternative). The Project Site would be illuminated with lighting from the office, retail, and hotel portions of the 2011 Alternative, as well as from roadway lighting along the new internal road network and security lighting along pedestrian routes and in parking facilities. In compliance with Specific Plan lighting requirements, these lights would be required to be permanently shielded and focused on the Project Site to prevent spillover and light pollution upon the nearby light-sensitive uses. Further, the potentially beneficial impact of removing existing sources of glare associated with surface parking lots would occur under this Alternative. As a result, lighting and glare impacts would be less than significant, and less than the impacts of the 2009 Proposed Project. **Shade and Shadow** Shade and shadow impacts of the 2011 Alternative would be similar to the 2009 Proposed Project (which was determined to have less than significant impacts) at the Lakewood Boulevard edge of the Project Site, as the development regulations would be the same as under the 2009 Proposed Project. Shade and shadow impacts of the 2011 Alternative would be less than significant.		

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
AIR QUALITY		
AQMP Consistency The 2009 Proposed Project would be consistent with the goals of the AQMP for reducing the emissions associated with new development and would not impair implementation of the AQMP. The 2011 Alternative would have less development and trip generation and would also not impair implementation of the AQMP. Similar to the 2009 Proposed Project, the 2011 Alternative would have a less-than-significant impact related to AQMP consistency. ***Construction*** *Regional Air Quality Impacts* The 2011 Alternative would require approximately the same amount of demolition and site preparation as the 2009 Proposed Project, as well as the other alternatives. However, this alternative includes development of less total square footage than the 2009 Proposed Project (1,516,000 sf compared to 3,950,000 sf). Construction-related reactive organic compounds (ROG) and NOx emissions would exceed the SCAQMD significance thresholds for those emissions, and construction-related air quality impacts would be significant and unavoidable, although to a lesser extent than the 2009 Proposed Project. *Localized Air Quality Impacts* Dispersion modeling conducted for this alternative shows that the 2011 Alternative also would generate localized emissions of NO_2, PM_{10}, and $PM_{2.5}$ in excess of SCAQMD's significance thresholds for these emissions, and impacts related to localized emissions would be significant and unavoidable, although to a lesser extent	C-1. The Project Developer(s) shall implement measures to reduce the emissions of pollutants generated by heavy-duty diesel-powered equipment operating at the Project Site throughout the Project construction phases. The Project developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following: • Keep all construction equipment in proper tune in accordance with manufacturer's specifications. • Use late model heavy-duty diesel-powered equipment at the Project Site to the extent that it is readily available in the South Coast Air Basin (meaning that it does not have to be imported from another air basin and that the procurement of the equipment would not cause a delay in construction activities of more than two weeks). • Limit truck and equipment idling time to five minutes or less.	Implementation of Mitigation Measure C-1 would serve to reduce the potential emissions associated with construction activities to the maximum extent feasible, while implementation of Mitigation Measure C-2 would ensure that the fugitive dust control measures associated with SCAQMD Rule 403 would be implemented at the Project Site. The 2011 Alternative's impacts on regional air quality resulting from construction activities would be potentially significant for NO_x emissions during the site demolition and site grading and excavation phases, which exceeds the SCAQMD's threshold of significance. Implementation of Mitigation Measure C-3, which would require that all heavy-duty diesel-powered construction equipment used onsite to be retrofitted with either lean-NO_x

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
than the 2009 Proposed Project. **Operation** This EIR concluded that the 2009 Proposed Project would generate ROG, NOx, CO, PM10, and PM2.5 emissions in excess of SCAQMD's significance thresholds for those emissions, and operational emissions impacts would be significant and unavoidable. The 2011 Alternative includes development of less total square footage than the 2009 Proposed Project (1,516,000 sf compared to 3,950,000 sf). Nonetheless, as shown on Table VI-11, similar to the 2009 Proposed Project, this alternative would generate ROG, NOx, CO, PM10, and PM2.5 emissions in excess of SCAQMD's significance thresholds for those emissions, and operational emissions impacts would be significant and unavoidable, although to a lesser extent than the 2009 Proposed Project. ***Localized CO Concentrations*** The 2011 Alternative would generate 18 percent fewer daily traffic trips than the 2009 Proposed Project (26,391 daily trips as compared to 32,118 daily trips). As such, impacts related to CO concentrations under this alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts. **Objectionable Odors** As the 2011 Alternative involves no elements related to industrial projects involving the use of chemicals, solvents, petroleum products, and other strong-smelling elements used in manufacturing processes, as well as sewage treatment facilities and landfills, no objectionable odors are anticipated.	• Rely on the electricity infrastructure surrounding the construction sites rather than electrical generators powered by internal combustion engines to the extent feasible. C-2. The Project Developer(s) shall implement fugitive dust control measures in accordance with SCAQMD Rule 403. The Project Developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following: • Use watering to control dust generation during demolition of structures or break-up of pavement. • Water active grading/excavation sites and unpaved surfaces at least three times daily. • Cover stockpiles with tarps or apply non-toxic chemical soil binders. • Limit vehicle speed on unpaved roads to 15 miles per hour.	or diesel oxidation catalysts to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin, would reduce the amount of NO_x emissions generated during the site demolition and site grading and excavation phases. The NO_x emissions resulting from the site demolition and site grading and excavation phases at the Project Site after implementation of Mitigation Measure C-3 are shown in Table IV-C-14, Estimated Daily Construction NO_x Emissions With Mitigation During Demolition and Grading/Excavation Phases. As shown, although the total amount of NO_x emissions are reduced with implementation of Mitigation Measure C-3, the regional NO_x impacts would still exceed the SCAQMD's threshold of significance. As such, this impact would be

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
During the construction phase, activities associated with the application of architectural coatings and other interior and exterior finishes may produce discernible odors typical of most construction sites. Because these odors are temporary and intermittent in nature, they would not be considered a significant environmental impact. Therefore, impacts associated with objectionable odors would be less than significant.	• Sweep daily (with water sweepers) all paved construction parking areas and staging areas. • Provide daily clean-up of mud and dirt carried onto paved streets from the site. • Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site. • Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more. • 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. C-3. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-	significant and unavoidable.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	powered construction equipment used onsite be retrofitted with either lean-NO_x or diesel oxidation catalysts that would reduce NO_x emissions by 40 percent to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site). C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site).	

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	C-5. The Project Developer(s) shall include in construction contracts the required application of paints and primer at the Project Site during construction to have a VOC rating of 125 grams per liter or less, and that only a maximum of 214 liters (57 gallons) of such paints can be used on any given day.	
GREENHOUSE GASES, GLOBAL WARMING, AND CLIMATE CHANGE		
Because the 2011 Alternative would represent a smaller scale development than the 2009 Proposed Project, the reduction in vehicle trips would result in a reduced volume of greenhouse gas emissions when compared to the Project. In addition, the reduced size of the 2011 Alternative would result in a lower demand for energy and water supplies that would decrease the overall generation of greenhouse gas emissions during the alternative's operational phase. Similar to the 2009 Proposed Project, impacts related to greenhouse gas emissions under the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts.	No mitigation measures are recommended or required.	Impacts related to climate change would be less than significant.
CULTURAL RESOURCES		
Historic Resources The 2011 Alternative would be required to comply with the Memorandum of Agreement with respect to buildings that may be demolished and those that would be retained. Compliance with the terms of the MOA would reduce impacts to on-site historic resources to a less than significant level. The 2011 Alternative would therefore result in the same less than significant impact with respect to historic resources as the 2009 Proposed Project	**Documentation** D-1. Historic American Engineering Record (HAER) reports were prepared for all of the historic resources on the Project Site in 2006. These reports were prepared as mitigation pursuant to the Memorandum of Agreement (MOA). However, the HAER report for Building 1 did not document that portion	The mitigation measures listed for historic resources are consistent with the Memorandum of Agreement and would reduce impacts to historic resources to less than significant. With implementation of

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Archaeology, Paleontology, and Human Remains No traditional cultural properties are identified on-site. Previous archaeological surveys have been conducted in the area, and although none of these surveys were conducted on-site, two of them were carried out within ½ mile of the Project Site. Previous archaeological surveys found no prehistoric or historic archaeological resources. No known human burial sites have been identified within the Project Site or within the site vicinity. The Project Site is located in an urbanized area which has been disturbed by previous development. The 2011 Alternative would comply with Mitigation Measures D-1 through D-5 of the Draft EIR. Therefore, potential impacts to cultural resources would be less than significant, same as the 2009 Proposed Project.	planned for preservation. Although the Project will preserve that same portion of Building 1, the report should be completed so that the entirety of Building 1 is documented. Prior to the commencement of the Project, Level II Historic American Buildings Survey (HABS) documentation shall be prepared for that portion of Building 1 planned for preservation. One original copy of the report as specified above shall be assembled and offered to the National Park Service, State Office of Historic Preservation, and the City of Downey. **Compliance with the Secretary of the Interior's Standards** D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare	mitigation measure D-3, impacts to archaeological resources would be less than significant. With implementation of mitigation measure D-4, impacts to paleontological resources would be less than significant. With implementation of mitigation measure D-5, impacts to human remains would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	a report at the conclusion of the design phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for their review and approval. **Archaeological Resources** D-3. If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes. **Paleontological Resources** D-4. If any paleontological materials are encountered during the course of development of all future projects constructed pursuant to the Amended	

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of a paleontologist shall be secured by contacting the Center for Public Paleontology – University of Southern California (USC), University of California at Los Angeles (UCLA), California State University at Los Angeles, California State University at Long Beach, or the Los Angeles County Natural History Museum to assess the resources and evaluate the impact. Copies of the paleontological survey, study, or report shall be submitted to the Los Angeles County Natural History Museum. A covenant and agreement shall be recorded prior to obtaining a grading permit. **Human Remains** D-5. If human remains are discovered at the Project Site during construction for future projects pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the	

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	NAHC shall be adhered to in the treatment or disposition of the remains.	
GEOLOGY AND SOILS		
Liquefaction, Slope Instability, or Subsidence The Project Site is not at risk for impacts from liquefaction, slope instability, or subsidence. **Seismic Ground Shaking** There are no known surface faults located on the Project Site; however, the Project Site would still be susceptible to seismic ground shaking. The Project Site is located approximately seven miles southwest of the Whittier Fault, and is also located within proximity to many other faults. Thus, on a regional level, the potential seismic hazard to the 2011 Alternative would not be higher than in most areas of the City of Downey or elsewhere in the Southern California region. Further, the proposed construction would be consistent with all applicable provisions of the City of Downey Building Code, as well as the seismic design criteria contained within the Uniform Building Code. Therefore, the risks from seismic ground shaking are considered to be less than significant, same as the 2009 Proposed Project. **Erosion** The Alternative would have the same impacts as the 2009 Proposed Project with respect to wind- and water-borne erosion since they would result in the same area of soil disturbance during construction. With implementation of the applicable grading and building permit requirements and the application of Best Management Practices,	No mitigation measures are required.	The 2011 Alternative would result in less than significant impacts related to geology and soils.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
impacts with respect to erosion or loss of topsoil would be less than significant.		
HAZARDS AND HAZARDOUS MATERIALS		
No residential uses would be developed and, thus, no approvals would be required from the Regional Water Quality Control Board regarding subsurface conditions (including soil vapor) to allow sensitive residential uses to be constructed on portions of the Project Site affected by subsurface contamination, potentially including a human health risk assessment and implementation of engineering and institutional controls to protect site occupants. In addition, the 2011 Alternative would be subject to approval by current property owners within the former NASA Industrial Property site. As the 2011 Alternative would not include development of residential uses onsite, there would be no impact with respect to sensitive uses, which is less than the less than significant impacts of the 2009 Proposed Project. Operation of the 2011 Alternative would involve the transport, use, and disposal of hazardous materials typically associated with community-serving commercial uses. All hazardous waste generated or used on the Project Site would be properly regulated, transported, and disposed off-site by a licensed subcontractor, in compliance with all applicable City, State, and federal regulations and requirements. Additionally, the 2011 Alternative would be required to comply with federal OSHA and Cal OSHA requirements. This would ensure that operation of the 2011 Alternative would result in a less than significant impact with respect to the routine transport, use, and disposal of hazardous materials. **Polychlorinated Biphenyls** Due to the age and nature of some of the uses on-site, it is possible that PCB-containing fixtures may be present on the Project Site. Implementation of appropriate mitigation measures is required to ensure the safe removal of	F-1. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations. F-2. Prior to the issuance of a demolition permit for any existing on-site structure not previously surveyed, the structure shall undergo an asbestos survey to document the presence of any potential asbestos-containing materials (ACMs) within the structure. Any ACMs identified as part of this survey shall be abated in accordance with all applicable laws and regulations including without limitation applicable NESHAP provisions, OSHA worker safety regulations, and SCAQMD Rule 1403 as well as any other applicable city, state, and federal regulations. F-3. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a lead-based paint (LBP) survey to	With implementation of the mitigation measures listed, impacts related to hazards and hazardous materials would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
polychlorinated biphenyls (PCBs) (Mitigation Measure F-1). **Asbestos-Containing Material and Lead-Based Paint** Existing onsite buildings (except those historical resources preserved in place pursuant to the Memorandum of Agreement) would be demolished. This has the potential to result in the release of asbestos-containing materials (ACM) and lead-based paint (LBP) into the environment if demolition activities are not conducted in accordance with all applicable rules and regulations. Like the 2009 Proposed Project, development of the 2011 Alternative would require implementation of Mitigation Measures F-2 and F-3, which would address impacts with respect to ACM and LBP. **Underground Storage Tanks** Prior to the construction of the 2011 Alternative, any unknown underground storage tanks (USTs) that may not have been identified or specified in the hazardous materials investigations would be removed. The Downey Fire Department would be consulted prior to the removal of USTs to ensure that nearby sensitive receptors would not be adversely affected during the removal process and that any contaminated soil would be properly handled and disposed of. Therefore, hazards and hazardous materials impacts associated with the 2011 Alternative would be less than significant, and less than the impacts of the 2009 Proposed Project (as the 2011 Alternative does not propose the development of any residential uses onsite).	document the presence of any potential LBP within the structure. Any LBP identified as part of this survey shall be abated in accordance with all applicable city, state, and federal regulations. F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division shall be contacted at the start of the planning phase for required approvals and operating permits. F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.	
HYDROLOGY AND WATER QUALITY		
Excavation and grading would occur which could expose the on-site soils to impacts from wind or water-borne erosion during construction. The amount of impervious	With the implementation of the proposed design features	The 2011 Alternative would result in less than significant

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
surfaces after construction would be less under the 2011 Alternative than under the 2009 Proposed Project. Some of the existing sources of water contamination on surface parking lots (e.g., oil from parked cars, etc.) would be removed under this Alternative, although this alternative would include development regulations that would permit large scale retail buildings and surface parking lots on the eastern approximately 20 acres of the Project Site. However, potentially beneficial impacts of the 2009 Proposed Project with respect to storm water runoff quality that would result from implementation of Best Management Practices, as required under the Los Angeles County Standard Stormwater Mitigation Plan, would still occur under this alternative, which would also apply to surface parking lots permitted under this alternative. Therefore, water quality impacts under the 2011 Alternative would be less than significant, and the same as the 2009 Proposed Project. **Groundwater** The 2011 Alternative does not include deep excavations that would intercept underground aquifers. As such, impacts with respect to groundwater under the 2011 Alternative would be less than significant, and the same as the 2009 Proposed Project. **Stormwater Runoff** The 2011 Alternative would result in more pervious area onsite than the 2009 Proposed Project, and would result in a lesser volume of stormwater runoff. Therefore, stormwater runoff impacts under the 2011 Alternative would be less than significant, and less than the impacts of the 2009 Proposed Project.	and BMPs, no mitigation measures are required.	impacts related to hydrology, stormwater runoff and water quality.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Floods The Project Site is located within a delineated 500-year flood plain area as identified by FEMA. However, the portion of the City that includes the Project Site is defined as an "area protected from the base flood by a credited flood-protecting system." Thus, the Project Site would be able to withstand a one in 500-year flood event. Additionally, the Project Site has no proximity to other waterways, major dams, or up-gradient bodies of water. While the 2011 Alternative would increase the number of people onsite (and therefore in the inundation area) when compared to existing conditions, this alternative would result in far fewer people onsite than the 2009 Proposed Project. Therefore, the potential impact associated with flooding under the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project.		
LAND USE AND PLANNING		
Community Division The 2011 Alternative would not physically divide an established community, as there is not one at the Project site. **Consistency with Land Use Plans, Policies, and Regulations** Under the 2011 Alternative, no residential uses and fewer commercial, retail, hotel, and office uses would be constructed when compared to the 2009 Proposed Project. The 2011 Alternative would be consistent and compatible with the surrounding land uses, as well as regional plans and policies. By including the office, retail, and hotel uses, the 2011 Alternative would be consistent with the intent of the Mixed Use land use designation of the General Plan that applies to the Project Site.	No mitigation measures are required.	With approval of the amendment to the Downey Landing Specific Plan, impacts with respect to land use regulations and compatibility as a result of development of the 2011 Alternative would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
The 2011 Alternative would be consistent with SCAG's housing and population growth projections as well as the objectives in the Regional Comprehensive Plan and Guide. The 2011 Alternative would conform to the programs and policies in the City of Downey General Plan, referred to as Downey Vision 2025. The 2009 Proposed Project is seeking the approval of the Downey Landing Specific Plan (DLSP) Amendment to ensure consistency with land use regulations and compatibility with adjacent land uses. The 2011 Alternative would also seek approval of the DLSP Amendment. If the 2009 Proposed Project is approved, then development of the Project Site will, by definition, be consistent with the applicable Specific Plan regulations. As the 2011 Alternative would include the same types of uses as the 2009 Proposed Project (with the exception of the residential uses), but in reduced amounts, it would also be consistent with the applicable Specific Plan regulations. ***2008 Regional Transportation Plan*** The 2011 Alternative would generally conform to the goals and policies set forth in the 2008 Regional Transportation Plan (RTP), as does the 2009 Proposed Project. ***Compass Growth Visioning Plan*** The 2011 Alternative would generally conform to principles set forth in the Compass Growth Visioning Plan (CGV), as does the 2009 Proposed Project. The 2011 Alternative would be consistent with applicable land use regulations and plans, and impacts would be less than significant, and the same as the impacts of the 2009 Proposed Project.		

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
NOISE		
Construction Project compliance with Section 4606.5 of the DMC and the implementation of the Mitigation Measures I-1 through I-8 would reduce construction-related noise impacts. Nevertheless, because construction noise levels are likely to exceed 85 dBA across property boundaries, construction noise impacts would be significant and unavoidable, the same as for the 2009 Proposed Project. The sensitive receptors include a motel, single- and multi-family residences, a care facility and hospital, located between 75 and 350 feet away. Because less construction would be taking place, the severity and duration of this significant and unavoidable impact would be reduced, but not to a level of insignificance. Construction activities that would occur within the Project Site would include demolition and grading, which would have the potential to generate low levels of groundborne vibration. Vibration velocities could reach as high as approximately 0.089 inch per second PPV at 25 feet from the source activity, depending on the type of construction equipment in use. None of the sensitive receptors would result in an exceedance of the vibration thresholds at any of the identified off-site sensitive receptors, and impacts would be less than significant. In terms of human annoyance, the vibration levels forecasted to occur at the off-site sensitive receptors would not exceed the FTA's threshold of 80 VdB. Therefore, vibration impacts associated with human annoyance would be less than significant. The construction-related vibration impacts would be less than significant at all of the surrounding sensitive receptors. Furthermore, with implementation of Mitigation Measure I-3, which serves to locate vibration-generating equipment and vehicles as far away from vibration-sensitive sites as possible, the construction-related vibration	***Construction Noise*** I-1. The 2011 Alternative shall comply with the City of Downey Municipal Code, Article IV, Chapter 6, and any subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible. I-2. Construction activities shall be restricted to the hours of 7:00 A.M. to 7:00 P.M. and no construction on Sundays and holidays. I-3. Noise and groundborne vibration construction activities whose specific location on the Project Site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses. I-4. Construction activities shall be scheduled so as to avoid operating several pieces of equipment simultaneously, which causes high noise levels. I-5. To the extent feasible, the use of those pieces of construction equipment or construction methods with the greatest peak noise generation	Project compliance with Section 4606.5 of the DMC and the implementation of the Mitigation Measures I-1 through I-8, would reduce construction-related noise impacts associated with the 2011 Alternative to the greatest extent feasible. Nevertheless, because construction noise levels are likely to exceed 85 dBA, construction noise impacts would be significant and unavoidable. The construction-related vibration impacts associated with the 2011 Alternative would be less than significant. Furthermore, with implementation of Mitigation Measure I-3, which serves to locate vibration-generating equipment and vehicles as far away from vibration-sensitive sites as possible, the construction-related vibration

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
levels experienced by the existing off-site sensitive receptors surrounding the Project Site would be further reduced in magnitude. **Operation** Due to the reduction in daily trips, traffic noise from the 2011 Alternative would be reduced when compared to the 2009 Proposed Project. The 2011 Alternative would not cause the ambient noise levels at the property line of these affected uses to increase by 3 dBA CNEL. Consequently, the noise levels experienced at the analyzed roadway segments would not represent a substantial permanent increase in ambient noise levels, and impacts at these roadway segments would be less than significant. Upon completion and operation of the 2011 Alternative, on-site operational noise would be generated by heating, ventilation, and air conditioning (HVAC) units installed for the proposed uses at the Project Site. Nonetheless, in order to ensure that on-site operational noise would not adversely affect the new guests at the Project Site, Mitigation Measure I-9 would be implemented to ensure that all new mechanical equipment associated with the 2011 Alternative would not exceed an increase of 3 dBA, while Mitigation Measure I-10 would be implemented to ensure that the uses associated with the 2011 Alternative would be constructed in accordance with Title 24 insulation standards of the California Code of Regulations. Noise would also be generated by activities within the Project Site by the proposed above-ground and subterranean parking structures. Noise impacts associated with these uses would be less than significant. Noise would also be generated by activities within the Project Site by the proposed	potential shall be minimized. Examples include the use of drills, jackhammers, and pile drivers. I-6. Project contractor(s) shall exert commercially reasonable efforts to use power construction equipment with state-of-the-art noise shielding and muffling devices. I-7. Barriers such as plywood structures or flexible sound control curtains shall be erected around the Project Site to minimize the amount of noise on the surrounding off-site sensitive receptors to the maximum extent feasible during construction. I-8. All construction truck traffic shall be restricted to truck routes approved by the City of Downey, which shall avoid residential areas and other sensitive receptors to the extent feasible. ***Operational Noise*** I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties.	levels experienced by the existing off-site sensitive receptors surrounding the Project Site would be further reduced in magnitude. Overall, vibration impacts associated with the 2011 Alternative would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
above-ground and subterranean parking structures. Noise impacts associated with these uses would be less than significant. Overall, operational noise impacts of the 2011 Alternative would be less than the impacts of the 2009 Proposed Project.	I-10. The Project Applicant shall comply with the Noise Insulation Standards of Title 24 of the California Code Regulations, which ensure an acceptable interior noise environment.	
POPULATION, HOUSING, AND EMPLOYMENT		
The 2011 Alternative would result in a net increase of approximately 3,286 jobs on-site, which is 1,976 fewer jobs than under the 2009 Proposed Project. Employment growth associated with the 2009 Proposed Project and the 2011 Alternative would be within SCAG employment forecasts for the City of Downey. The 2011 Alternative would include no residential units and therefore no permanent residents. As no residential units currently exist on-site, none of these scenarios would result in the displacement of substantial numbers of people or housing units. The 2011 Alternative would therefore result in no impact related to population growth and population displacement, which would be less than the impacts of the 2009 Proposed Project. Similar to the 2009 Proposed Project, the 2011 Alternative would not induce unanticipated growth in the City (because it would be within SCAG employment forecasts). Therefore, population, housing, and employment impacts associated with the operation of the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project.	No mitigation measures are required.	The 2011 Alternative would result in less than significant impacts related to population, housing, displacement, and employment.
PUBLIC SERVICES - FIRE PROTECTION		
Despite the reduced size of the project and the elimination of residential units under	K-1. The Applicant of the 2011 Alternative and all	Impacts to fire protection

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
the 2011 Alternative, demand for fire protection services would still increase when compared to existing levels, although not to the extent that demand would increase under the 2009 Proposed Project. The 2011 Alternative would implement Mitigation Measures K-1 through K-4 to ensure that impacts related to response distance, response time, emergency access, and fire flows would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative. Therefore, the 2011 Alternative would not require the construction of new fire protection facilities, the construction of which could cause a significant impact on the environment. With regard to emergency response times along likely roadway routes from fire stations to Project Site, project traffic is expected to significantly impact three study intersections under the 2011 Alternative (compared with four intersections under the 2009 Proposed Project). However, with the implementation of Mitigation Measures L-1 through L-3, impacts at these intersections would be reduced to a less than significant level.	development projects constructed under the Tierra Luna Specific Plan's framework shall submit a Master Plan to the Downey Fire Department prior to issuing building permits, for review and approval, which shall provide the capacity of the fire mains serving the Project Site. Any required upgrades shall be identified and implemented prior to the issuance of building permits for the 2009 Proposed Project and future developments. K-2. The 2011 Alternative and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, on-site automatic sprinklers, back flow devices, and hydrant placement. Prior to issuing permits for any phase of the project, Applicant shall implement all fire code and ordinance requirements applicable at the time of building permit to the satisfaction of the Downey Fire Department. K-3. The design of the 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan framework shall provide adequate access for Downey Fire	services and emergency response time under the 2011 Alternative would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	Department equipment and fire fighters onto and throughout the Project Site and future structures. K-4. The 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan's framework shall provide adequate offsite public and onsite private fire hydrants as determined necessary by the Downey Fire Department.	
PUBLIC SERVICES – POLICE PROTECTION		
Because of the reduced daytime and evening population, the type and demand for police protection services at the Project Site would be reduced compared to the 2009 Proposed Project. Furthermore, as police units are most often in a mobile state, it is unknown precisely which route the Downey Police Department would use to access the Project Site when responding to an emergency call. However, any police unit accessing the Project Site from the surrounding area would have to pass through at least one of the study intersections. With regard to emergency response times along likely roadway routes from police station to Project Site, the implementation of Mitigation Measures L-1 through L-3 would reduce impacts at these intersections to a less than significant level. As with the 2009 Proposed Project, the 2011 Alternative would implement Mitigation Measures K-5 and K-6 so that impacts are reduced to less than	K-5. The 2011 Alternative design shall be reviewed and approved by the Downey Police Department pursuant to General Plan Program 5.4.2.6. prior to the issuance of a building permit. K-6. Prior to the issuance of building permits, the Applicant shall provide an onsite security plan for the development, to be approved by the City of Downey and the Downey Police Department.	Impacts to police protection services would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative. Therefore, the 2011 Alternative would not require the construction of new police protection facilities, the construction of which could cause a significant impact on the environment.		
PUBLIC SERVICES - SCHOOLS		
The 2011 Alternative would have no residential uses and would therefore not generate any permanent residents. The elementary, middle, and high schools serving the project site are all operating near capacity (as described in Draft EIR Section IV.K) but would be expected to be able to accommodate any additional students generated from employees moving into the area. School fees would continue to be paid at the current rate (at the time of permitting) for commercial/industrial development. Any additional students generated from employees of the project moving to the area would not cause the need for new school facilities to be constructed, which could impact the environment. Therefore, impacts would be less than significant, and less than the impacts of the 2009 Proposed Project.	K-7. The Applicant of the 2011 Alternative and all developments constructed therein shall pay school fees to the satisfaction of the Downey Unified School District.	Impacts to schools would be less than significant.
PUBLIC SERVICES – RECREATION AND PARKS		
The 2011 Alternative would have no residential uses and would not generate any permanent residents. Demand for on-site park facilities in the City under the 2011 Alternative would be less than the demand of the 2009 Proposed Project. There would be no residential in-lieu park fees owed, as this alternative does not include any residential uses. Therefore, the 2011 Alternative would not require the construction of new recreation and park facilities, the construction of which could cause a significant impact on the environment and impacts would be less than significant.	No mitigation measures are required.	Impacts to parks and recreational facilities would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
PUBLIC SERVICES - LIBRARIES		
The 2011 Alternative would have no residential uses and would therefore not generate any permanent residents. As such, the 2011 Alternative would not require additional library space or volumes to meet State standards. The 2009 Proposed Project would require 2,442 square feet of library space and 9,766 volumes to meet State standards. Demand on library facilities in the City would therefore be less than estimated for the 2009 Proposed Project. There would be no residential library fees owed, as this alternative does not include any residential uses. Therefore, the 2011 Alternative would not require the construction of new library facilities, the construction of which could cause a significant impact on the environment, and impacts would be less than significant, and less than the impacts of the 2009 Proposed Project.	No mitigation measures are required.	Impacts to libraries would be less than significant.
TRAFFIC/TRANSPORTATION/PARKING		
Trip Generation The 2011 Alternative would generate: • 829 net new AM peak hour vehicle trips (594 inbound trips, 235 outbound trips); • 2,477 net new PM peak hour vehicle trips (1,086 inbound trips, 1,391 outbound trips); and • 26,391 net new daily trips during a typical weekday (13,195 inbound trips, 13,196 outbound trips). This alternative represents 18 percent fewer daily trips, 52 percent fewer AM peak	L-1. Intersection No. 24: Bellflower Boulevard/Imperial Highway – The improvement at this intersection includes dual left-turn lanes on the northbound and southbound approaches. This improvement can be achieved by widening on the west side of Bellflower Boulevard (north of Imperial Highway) and on the east side of Bellflower Boulevard (south of Imperial Highway) by approximately two to twelve feet for approximately 250 feet. The northbound and southbound approaches would provide dual left-turn lanes, two through lanes and a separate right-turn lane.	Mitigation Measures L-1 through L-3 would fully mitigate the intersection impacts.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
hour trips, and 20 percent fewer PM peak hour trips than the 2009 Proposed Project. ***Intersection Analysis*** The 2011 Alternative is forecast to result in significant traffic impacts at three intersections (one intersection during both the AM and PM peak hours and two intersections during the PM peak hour only): • Intersection No. 24: Bellflower Boulevard/Imperial Highway o AM peak hour v/c ratio increase of 0.043 [to 1.216 (LOS F) from 1.173 (LOS F)] o PM peak hour v/c ratio increase of 0.099 [to 1.323 (LOS F) from 1.224 (LOS F)] • Intersection No. 38: Lakewood Boulevard/Gallatin Road o PM peak hour v/c ratio increase of 0.036 [to 1.113 (LOS F) from 1.077 (LOS F)] • Intersection No. 77: I-605 Freeway Southbound Ramps/Firestone Boulevard o PM peak hour v/c ratio increase of 0.049 [to 1.019 (LOS F) from 0.970 (LOS E)] The 2009 Proposed Project would cause significant traffic impacts at four (4) intersections, including the three intersections listed above plus a fourth intersection (Intersection No 17: Lakewood Boulevard/Stewart and Gray Road). Thus, the 2011	L-2. Intersection No. 38: Lakewood Boulevard/Gallatin Road – This improvement includes a second eastbound left-turn lane. This improvement can be achieved by re-striping the existing eastbound through lane to a shared left-through lane. The eastbound approach would provide one left-turn lane, one shared left-through lane, and a separate right-turn lane. The traffic signal would be modified to include split phasing operations for the eastbound and westbound Gallatin Road approaches. L-3 Intersection No. 77: I-605 Freeway Southbound Ramps/Firestone Boulevard – The improvement at this intersection includes a second westbound left-turn lane. This improvement can be achieved by re-striping the existing painted chevron on the westbound approach. The westbound approach would provide dual left-turn lanes and two through lanes. L-4. The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.	

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
Alternative, with three intersections identified for potential traffic impacts prior to consideration of mitigation measures, would adversely impact traffic to a lesser degree than the 2009 Proposed Project. ***Congestion Management Program*** None of the 2009 Proposed Project increases in demand-to-capacity ratio would approach the level of significance from Table IV.L-11 of the Draft EIR. The 2011 Alternative would generate 18 percent fewer daily trips than the 2009 Proposed Project. None of the CMP arterial monitoring locations would be significantly impacted by the development of the 2011 Alternative, just as no CMP locations would be significantly impacted by the 2009 Proposed Project. ***Shared Parking Analysis*** A shared parking analysis was conducted for the 2011 Alternative. The characteristics of parking demand at a multi-use center include hourly parking indices (different peak periods for different uses such as retail, restaurant, or movie theater) and days of the week variations (weekdays or weekends). The recommended supply of 4,778 parking spaces would exceed the forecast peak hour demand for parking for both weekday (4,105 spaces) and weekend (3,911 spaces) conditions during the highest seasonal parking demand period of the year (December holiday). Therefore, a less than significant impact would occur. *Access and Circulation* Vehicular access for the 2011 Alternative would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.		

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
UTILITIES - WASTEWATER		
Whereas the 2009 Proposed Project would generate a net increase of approximately 502,488 gpd of wastewater when compared to existing conditions, the 2011 Alternative would generate a net increase of approximately 142,248 gpd of wastewater, which would be a net decrease of 360,240 gpd when compared to the 2009 Proposed Project. The increase in wastewater over the existing uses represents approximately 0.3 percent of the remaining capacity at the JWPCP.	No mitigation measures are required.	Impacts on wastewater conveyance and treatment capacity infrastructure would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
UTILITIES - WATER		
Water Conservation The 2011 Alternative will employ a number of indoor and outdoor water conservation measures. Reducing potable water use is consistent with the goal of reducing potable water use outlined in the Proposed Scoping Plan. Project Design Features Reducing Outdoor Water Use "Business-as-usual" water consumption for landscaped outdoor areas was defined with respect to past use on the site and conditions anticipated in the Water Supply Assessment prepared for the 2009 Proposed Project included as Appendix M-2 to this Draft EIR. Emissions reductions would be achieved through the following: • "Smart" Irrigation Controller: A "Smart" irrigation controller (a.k.a. weather-based controller, evapotranspiration controller, or ET controller) automatically adjusts the irrigation schedule based on plant evapotranspiration requirements and current weather conditions. This saves significant water compared to traditional timer-based irrigation controllers; • Efficient Drip Irrigation: There is a significant variation in how efficiently different sprinkler systems distribute water. A base case irrigation efficiency of 63 percent (typical of conventional automatic sprinkler systems) is compared to a high-efficiency scenario (e.g., extensive use of drip irrigation and good design practices) with 90 percent irrigation efficiency; and • Efficient Landscaping Palette: The use of water efficient, drought	No mitigation measures are required.	Impacts on water supply and infrastructure would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
tolerant landscaping palettes (e.g., MWD's "California Friendly" landscaping program, xeriscaping, etc.) can save significant water. The impacts of reducing the plant species factor (Ks) by 0.3 (representative of specifying a "California Friendly" landscaping design versus typical southern California landscaping design) are examined. Project Design Features Reducing Indoor Water Use "Business-as-usual" water consumption for indoor applications was defined using fixture and flow rates specified in the National Efficiency Standards and Specifications for Residential and Commercial Water-Using Fixtures and Appliances outlined in the Energy Policy Act of 1992, 2005. Project emissions reductions targets would be achieved by specifying indoor water fixtures that meet or exceed the following performance levels: • High-Efficiency Water Heaters: The use of code-compliant standard efficiency tank type water heaters versus efficient water heaters is examined; • Low-Flow Showers: The use of low-flow showers with a flow rate of 1.8 gallons per minute (gpm) versus 2.5 gpm are analyzed in Residences and Hotels; • Low-Flow Kitchen Sinks: The use of low-flow kitchen sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed; • Low-Flow Lavatories: The use of low-flow bathroom sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed in Residences and Hotels. Current code already requires very low flow aerators on commercial		

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
lavatories. • Low-Flow Urinals: The use of low-flow 0.5 gallons per flush (gpf) versus standard 1.0 gpf urinals are analyzed; and • Efficient Toilets (1.1 gpf): The use of very efficient low-flow toilets is examined. This analysis assumes an average flush volume of 1.1 gpf, typical of some of the high efficient toilets currently on the market (e.g., Sloan Flushmate IV equipped toilets and some dual-flush toilets). Current code requirement is 1.6 gpf. By specifying the above indoor water conserving fixtures, the Project will reduce potable and recycled water consumption by 33 percent (equivalent to the performance level required to achieve the US Green Building Council LEED for New Construction [version 2.2] Water Efficiency credit 3.1) and reduce wastewater generation by 29 percent. Whereas the 2009 Proposed Project would result in a net water demand of approximately 641,837 gpd when compared to existing conditions, the 2011 Alternative would result in a net demand of approximately 182,077 gpd, which would be a net decrease in water demand of 459,760 gpd when compared to the 2009 Proposed Project. As there are no known infrastructure deficiencies in the project vicinity, it is anticipated that the existing infrastructure system can adequately serve the 2011 Alternative. Construction activities required to connect project buildings to the existing infrastructure would involve construction of water mains and connections within the Project Site. Impacts related to local water infrastructure would be less		

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
than significant. The 2011 Alternative would be required to comply with requirements set forth in the City of Downey Municipal Code. Fire flow demand would be accommodated through construction of infrastructure within the Project Site that is capable of accommodating the City's requirements.		
UTILITIES - SOLID WASTE		
Solid Waste The "business-as-usual" scenario for the project includes the regional solid waste diversion rate of 50 percent. The 2011 Alternative does not set a solid waste diversion target beyond the 50 percent "business-as-usual" scenario for operational waste. The 2011 Alternative would also establish a construction waste diversion program to divert up to 50 percent of construction related waste. In addition, recycling centers would be provided in readily accessible areas within the building for depositing, storage, and collection of non-hazardous materials for recycling. Construction waste would be generated during demolition and construction activities. As AB 939 compliance requires that at least 50 percent of the construction and demolition waste be recycled/reused and the recycling of most of the solid waste generated by the construction and demolition phases, buildout of the 2011 Alternative would have less than significant short-term construction impacts on landfills and solid waste services. Whereas the 2009 Proposed Project would generate approximately 13,425 pounds (lbs) when compared to existing conditions, the 2011 Alternative would generate approximately 3,425 lbs, which would be a net decrease of 10,000 lbs when	No mitigation measures are required.	Impacts on solid waste services would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
compared to the 2009 Proposed Project. Additionally, operations within the City and on the Project Site would continue to be subject to the requirements set forth in AB 939 requiring each city and county to divert 50 percent of their solid waste from landfill disposal through source reduction, recycling, and composting. Furthermore, the 2011 Alternative would be required to comply with City Ordinance No. 07-1217, which requires that one hundred percent of inert debris (as defined previously) and 50 percent of the remaining construction and demolition debris generated be diverted and reused or recycled. The increase in solid waste generated would not result in the need for additional waste collection routes, recycling, or disposal facilities.		
UTILITIES - ELECTRICITY		
Whereas the 2009 Proposed Project would consume approximately 103,305 kilowatt-hours (kwh) per day when compared with existing conditions, the 2011 Alternative would consume approximately 28,325 kwh/day, which would be a net decrease of 74,980 kwh/day when compared to the 2009 Proposed Project. Southern California Edison has reserve margins so that it can ensure adequate supply, and also periodically updates its infrastructure to ensure delivery to customers. With energy conservation project design features (Mitigation Measures M-1 through M-5), the 2009 Proposed Project would result in a less than significant impact with respect to electricity. The 2011 Alternative would be subject to the same Mitigation Measures M-1 through M-5.	M-1. Design windows (e.g., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather. M-2. Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards. M-3. Install high-efficiency lamps for all outdoor security lighting. M-4. Time control interior and exterior lighting. These systems must be programmed to account	With implementation of the mitigation measures, impacts on electricity services would be less than significant.

Table II-3B (Continued)
2011 Alternative - Summary of Environmental Impacts and Mitigation Measures

Environmental Impact	Mitigation Measures	Level of Impact After Mitigation
	for variations in seasonal daylight times. M-5. Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.	
UTILITIES - NATURAL GAS		
Whereas the 2009 Proposed Project would consume approximately 378,600 cubic feet (cf) of natural gas per day, the 2011 Alternative would consume approximately 100,725 cf of natural gas per day, which would be a net decrease of 277,875 cf/day when compared to the 2009 Proposed Project. Southern California Gas has reserve margins so that it can ensure adequate supply, and also periodically updates its infrastructure to ensure delivery to customers. With energy conservation project design features (Mitigation Measures M-1 through M-5), the 2009 Proposed Project would result in a less than significant impact with respect to natural gas. The 2011 Alternative would be subject to the same Mitigation Measures M-1 through M-5.	No mitigation measures are required.	Impacts on natural gas supplies and infrastructure would be less than significant.
Table by CAJA Environmental Services, 2011.		

III. CORRECTIONS AND ADDITIONS TO THE DRAFT EIR

The following corrections and additions are set forth to update the Tierra Luna EIR Draft Environmental Impact Report (EIR) in response to the comments received during and after the public review period, as well as City staff directed changes. Changes to the Draft EIR are listed by the corresponding Draft EIR Section, subsection, if applicable, and then page number. Additions and corrections to the Draft EIR are provided in underline and ~~strikeout~~, (as shown) to indicate additions and deletions to the Draft EIR, respectively.

Table of Contents

1. Page V, Modify the title as follows:

VI. ALTERNATIVES

I. Introduction/Summary

2. Page I-5, modify the sentence as follows:

The Project Site, an approximately 77 acre site, is located at 12214 Lakewood Boulevard in the Downey Landing Specific Plan area in the City of Downey. The Project Site is generally bound by the Downey Landing Retail Center to the north, Bellflower Boulevard to the east, the City Park Learning Center, the Kaiser Downey Medical Center and medical offices, and the associated Kaiser Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard ~~and Medical Center (currently under construction) to the south~~, and Columbia Way (formerly Clark Avenue) and Lakewood Boulevard to the west.

3. Page I-5, modify the sentence as follows:

Development of the 2009 Proposed Project would involve the construction of up to ~~4,075,000~~ 3,950,000 square feet of commercial, office, residential and public open space uses, including up to 675,000 square feet of commercial/office uses, 1,200,000 square feet of commercial/retail uses, 450 hotel units, and 1,700,000 square feet (approximately 1,500 units) of residential uses to include live/work units, for-sale units, and for-rent units.

4. Page I-6, modify the sentence as follows:

As described below in greater detail, the alternatives to the 2009 Proposed Project that are analyzed in this EIR include: A) No Project/No Development Alternative, B) No Project/Existing Specific Plan Build-out Alternative, C) Reduced Density Alternative, D) Reduced-Site Alternative, ~~and~~ E) All-Commercial Alternative, and F) 2011 Alternative.

5. Page I-8, add the following after Alternative E) paragraph:

Alternative F – 2011 Alternative

The 2011 Alternative, which has been drafted as Alternative F for this Final EIR, is the current project preferred by the Applicant.

Shortly after the close of the comment period on the Draft EIR, the 2009 Proposed Project was put on hold due to the recession. However, after the 2009 Proposed Project was put on hold, the property owner and the City were approached by Tesla Motors who desired to adaptively reuse 50 acres of the Project Site as a manufacturing site for the Model S Sedan. The property owner and the City negotiated with Tesla Motors for approximately fifteen months, regarding terms for ground-leasing the majority of the site.

As part of the ground lease, Tesla Motors planned to reuse Buildings 1, 11, and 6/290. After extensive negotiations, Tesla Motors decided that a site in Fremont, California was more suitable for them and terminated discussions. Shortly after that decision by Tesla Motors, the property owner decided to move forward with a smaller project. The 2011 Alternative was developed because of the continuing effects of the economy and based on the comment letters received. The 2011 Alternative is about 1/3 the size of the 2009 Proposed Project, does not include a residential component and is similar in impacts to the Reduced Density Alternative (although it is not identical to the Reduced Density Alternative because the mix of uses is not identical).

This project would consist of a phased, mixed-use development for the 77-acre site and consist of:

- 1,100,000 square feet of commercial/retail floor area, including a 16 screen movie theater, which would comprise approximately 65,000 square feet;
- 300,000 square feet of office; and
- 116,000 square feet of hotel (comprising 150 hotel rooms).

The total project would not exceed 1,516,000 square feet of building floor area. In addition, in conjunction with this Alternative, the Applicant proposes that up to 200,000 square feet of retail space may be developed as office space instead, depending on market conditions.

Vehicular access would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

6. Page I-8, modify the sentence as follows:

Of the ~~five~~ six alternatives examined, only the No Project/No Development Alternative would avoid the significant and unavoidable effects of the 2009 Proposed Project with respect to construction air quality and construction noise.

7. Page I-15, modify the mitigation measure as follows:

C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, would be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment ~~are~~ is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.).

8. Page I-27, modify the mitigation measure as follows:

D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design ~~and development~~ phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for their review and approval.

9. Page I-33, modify the mitigation measure as follows:

F-1. Prior to the issuance of a ~~Project Site~~ demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations.

10. Page I-34, add the following mitigation measures:

F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division shall be contacted as soon as possible for required approvals and operating permits.

F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.

11. Page I-36, modify the sentence as follows:

With the implementation of the proposed design features and BMP's, no ~~No~~ additional mitigation measures are required.

12. Page I-36, modify the sentence as follows:

The 2009 Proposed Project would result in a less than significant impact related to hydrology, stormwater runoff and water quality.

13. Page I-42, modify the mitigation measure as follows:

I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties ~~by more than three decibels~~.

14. Page I-45, modify the mitigation measure as follows:

K-2. The Proposed Project and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, on-site automatic sprinklers, back flow devices, and hydrant placement. Prior to issuing permits for any phase of the project, ~~the~~ Applicant~~s~~ shall implement all fire code and ordinance requirements applicable at the time of development to the satisfaction of the Downey Fire Department.

15. Page I-52, add the following mitigation measure:

L-7. The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.

III. Environmental Setting

16. Page III-2, modify the sentence as follows:

The Project Site is approximately 7~~7~~ acres and generally bounded by an approximately 34-acre outdoor shopping complex known as the Downey Landing Retail Center to the north; Bellflower Boulevard to the east; a 13-acre city park consisting of recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, the Kaiser Downey Medical Center and medical offices~~,~~ ~~–~~and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard, ~~and Medical Center (currently under construction) to the south~~; and Lakewood Boulevard and Columbia Way (formerly Clark Avenue) to the west (see Figure III-1, Aerial Photograph).

17. Page III-3, modify the sentence as follows:

~~South of the Project Site is the 13-acre city park consisting of: recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, industrial and commercial uses, a complex of four Kaiser Medical Office buildings know as the Orchard Complex Kaiser Permanente medical office building, and the under-construction Kaiser Downey Medical Center which includes approximately 600,000 1,000,000 square feet of entitled square feet of new development hospital and medical office uses. Presently, 185,000 an 116,294 square foot Medical Office Building, and a 30,090 square foot Central Plant square feet of medical office building have been completed with an additional 600,000~~

~~square feet new 680,000 square foot Kaiser Hospital and 173,616 square foot Medical Office Building located on the northwest corner of Imperial Highway and Bellflower Boulevard still under construction and scheduled to be completed in end of 2009. Currently, one medical office building and the hospital comprise part of this Kaiser Permanent complex. Immediately south of these structures, across Imperial Highway, are commercial, retail uses, Los Angeles County Administrative Offices, and a Kaiser Permanente distribution warehouse~~ The Project Site is approximately 77 acres and generally bounded by an approximately 34-acre outdoor shopping complex known as the Downey Landing Retail Center to the north; Bellflower Boulevard to the east; a 13-acre city park consisting of recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, the Kaiser Downey Medical Center and medical offices, and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard, and Lakewood Boulevard and Columbia Way (formerly Clark Avenue) to the west (see Figure III-1, Aerial Photograph). (See Figures III-7 through III-8).

18. Page III-14, Table III-1, Related Projects modify the table as follows:

Table III-1
List of Related Projects

Map No.	Project Name	Location	Description	Size
City of Santa Fe Springs				
1	Villages at Heritage Springs[a]	Telegraph Rd/Clark Av./Bloomfield Av./Norwalk Bl.	Single-Family Homes	554 units
2	Carmenita Plaza[a]	10120 Carmenita Rd.	Multi-Tenant Commercial	6,500 sf
3	Felipe's Cabinets[a]	11790 Slauson Av.	Warehouse/Office	11,462 sf
4	McMaster Carr Supply Co.[a]	9630 Norwalk Bl.	Warehouse	85,000 sf
5	Kiewit Office Building[b]	10704 Shoemaker Av.	Office	23,500 sf
6	Golden Springs Development[b]	Carmenita Rd. & Foster Rd.	Industrial	200,000 sf
7	Petro Builders Industrial Building[b]	10145 Geary Av.	Maintenance Building	4,656 sf
City of Commerce				
8	Citadel Expansion[c]	5675 Telegraph Rd.	Retail Outlet Center Office Building	253,200 sf 30,000 sf
City of Lynwood				
9	Retail Building[d]	3801-3831 Martin Luther King Jr. Bl.	Retail	15,900 sf
10	Commercial Building[d]	3791 Martin Luther King Jr. Bl.	Office Building	4,140 sf
11	Oakwood Plaza[d]	3211 Oakwood Av.	Retail	14,800 sf
12	Commercial Retail Building[d]	10820 Atlantic Av.	Commercial Retail	17,670 sf
13	Warehouse[d]	11298 Alameda St.	Warehouse	7,200 sf
City of Paramount				
14	Commercial Retail Center[f]	13729-33 Garfield Av.	Retail Center Super Market	4,800 sf 7,300 sf

Table III-1
List of Related Projects

Map No.	Project Name	Location	Description	Size
			Fast Food Restaurant	2,670 sf
15	Masse Homes[f]	8415-8427 Adams St.	Single-Family Homes	7 units
16	Chanslor Investments, Inc.[f]	8329-8335 Somerset Bl.	Single-Family Homes	8 units
17	Felix Homes[f]	16603-16613 Indiana Av.	Single-Family Homes	6 units
18	Cerro Metals[g]	14900 Garfield Av.	Grocery Warehouse	551,821 sf
City of South Gate				
19	Elementary School No. 4[h]	SW corner of Firestone Bl. & Dorothy Av.	Elementary School	950 students
20	Infill Project[h]	Tweedy Bl. between Atlantic Bl. & Pinehurst Av.	Shopping Center	46,600 sf
21	Calden Avenue Condominiums (Tierra del Rey)[h]	Southern Av. Between Calden Av. & Alameda St.	Condominiums Mini-Storage	107 units 100,000 sf
22	Firestone Mixed-Use Project (Firestone Village)[h]	Firestone Bl. between South Gate Av. & Greenview Av.	Shopping Center Single-Family Homes	18,090 sf 47 units
23	LAUSD Elementary School #9	Firestone Bl. between Long beach Bl. & Santa Fe Av.	Elementary School	650 students
24	LAUSD High School	Tweedy Bl. and Atlantic Bl.	High School	1,500 students
25	Industrial Building[h]	Southern Av. Between Rayo Av. & L.A. River	Industrial	75,000 sf
26	WAMU Center[h]	NW corner of Firestone Bl. & Long Beach Bl.	Bank	8,000 sf
27	Firestone Bl./Atlantic Av. Int. Improv. Project[h]	NW corner of Atlantic Av. & Firestone Bl.	City Hall Annex	8,000 sf
28	Food Market	NW corner of Firestone Bl. & State St.	Shopping Center	20,000 sf
29	The Gateway Retail Project (El Portal)[i]	NW corner of Atlantic Av. & Firestone Bl.	Shopping Center	600,000 sf
City of Bellflower				
30	Bellflower Vascular Access Center[j]	16506 Lakewood Bl.	Pharmacy/Medical Offices	13,000 sf
31	Seven-Eleven Store[j]	14300 Bellflower Bl.	Retail	2,052 sf
City of Norwalk[k]				
32	Shopping Center Remodel	Imperial Hwy. &	Restaurant	5,490 sf

Table III-1
List of Related Projects

Map No.	Project Name	Location	Description	Size
		Shoemaker Rd.	Retail Retail	10,360 sf 4,890 sf
33	Industrial/Office Complex	Rosecrans Av. & Shoemaker Rd.	Retail Warehouse Manufacturing Restaurant Industrial Medical Office Industrial	11,954 sf 14,843 sf 14,730 sf 5,000 sf 3,332 sf 9,582 sf 19,536 sf
34	Fresh & Easy Market	Rosecrans Av. & Studebaker Rd.	Super Market	14,800 sf
City of Pico Rivera[L]				
35	Pico Rivera Market Place	8909 Washington Bl.	Fitness Center Retail Building Retail	50,000 sf 35,000 sf 9,300 sf
36	Pico Rivera Village Walk 15	Whittier Bl. & Paramount Bl.	Movie/Retail Center	135,106 sf
37	Veranda Crest	5216 Rosemead Bl.	Condominiums	42 units
38	Target Center	8878 Whittier Bl.	Retail	7,050 sf
39	Used Car Sales Lot	8642 E. Beverly Bl.	Used Car Sales Lot	1,997sf
40	7 Single-Family Homes	Durfee Av. & Gallatin Rd.	Single-Family Homes	7 units
41	BNSF MOW Expansion	7427 Rosemead Bl.	Office Building	5,170 sf
42	Retail Center	9316 & 9332 Washington Bl.	Retail	11,400 sf
43	Industrial Building	San Gabriel River Pkwy	Industrial	2,600 sf
44	Office Building	9244 Beverly Rd.	Office Building	6,912 sf
City of Bell Gardens				
45	Shopping Center[m]	6420 Gate Av.	Retail Shopping Center	11,000 sf
46	Casino Expansion[m]	7301 Eastern Av.	Event Center	12,000 sf
47	Tentative Parcel Map No. 063646[h]	5614 Clara St.	Single-Family Homes	7 units
48	Office Building[h]	6244 Florence Av.	Office Building	2,710 sf
49	Tentative Tract Map No. 067931[h]	5829 Muller St. and 5842-48 Quinn St.	Condominiums	10 units
50	Tentative Tract Map No. 069086[h]	5517 Quinn St.	Condominiums	7 units
City of Downey				
51	Los Angeles County Data Center[n]	Erickson & Flores Street	Office Building	90 employees
52	Lakewood Boulevard Commercial Center[g]	SW corner of Lakewood Bl. & Firestone Bl.	Office Building	8,000 sf
53	Lakewood Retail/ Office Building	9637 Lakewood Bl.	Office and Retail	9,320 sf
54	Florence Retail Center	7877 Florence Av.	Retail	15,421 sf
55	Florence Medical Office Building 1[g]	Florence Av.	Medical Office	31,500 sf

Table III-1
List of Related Projects

Map No.	Project Name	Location	Description	Size
56	Desert Reign Church and Davita Dialysis Clinic[g]	11610 Lakewood Bl.	Church (570-seat sanctuary) Dialysis Clinic	27,528 sf 9,000 sf
57	Hall Road	9236 Hall Rd.	Industrial Condominiums	200,000 sf
58	Florence Condominiums	9100-9126 Florence Av.	Condominiums	17 units
59	Quinn Office Building	8129 Florence Av.	Office Building	4,308 sf
60	Walgreens	9020 Firestone	Retail	12,202 sf
61	Rodriguez Professional Building	8036 Florence Av.	Office Building	16,110 sf
62[o]	Kaiser ~~Hospital~~ Downey Medical Center	Northwest corner of Imperial Highway and Bellflower Boulevard	Hospital Medical Office Building	680,000 sf 173,616 sf

[a] *Information obtained from City of Santa Fe Springs Planning Department - Wayne Morrell, Principal Planner, 562-868-0511x7362, waynemorrell@santafesprings.org.*

[b] *Information obtained from City of Santa Fe Springs Website.*

[c] *Information obtained from City of Commerce Planning Department - Mercenia Lugo, Planning Div. mercenial@ci.commerce.ca.us, 323-722-4805x2811.*

[d] *Information obtained from City of Lynwood Planning Department.*

[e] *Information obtained from City of Lynwood Website.*

[f] *Information obtained from City of Paramount Planning Department - Wendy Macias, Community Dev. Planner, 562-220-2060, wmacias@paramountcity.com.*

[g] *Traffic Sensitivity Analysis for Rancho Los Amigos National Rehabilitation Center Project, Kaku Associates, January 2008.*

[h] *South Gate Gateway Project, Draft Environmental Impact Report (DEIR), November 14. 2007 - Alvie Betancourt, Senior Planner, 323-563-9526.*

[i] *Firestone Boulevard/Atlantic Avenue Intersection Improvements Project, Draft Environmental Impact Report (DEIR), July 10. 2007.*

[j] *Information obtained from City of Bellflower Planning Department - Carlos Luis, Assist. Planner, 562-804-1424x2314, cluis@bellflower.org.*

[k] *Information obtained from City of Norwalk Planning Department - Community Dev. Dept., 562-929-5744, planning@ci.norwalk.ca.us.*

[l] *Information obtained from City of Pico Rivera Planning Department - Sergio Ruiz, Planning Div. 562-801-4332, sruiz@pico-rivera.org.*

[m] *Information obtained from City of Bell Gardens Planning Department - Mr. Hailes Soto, Planning Division, 562-806-7722, hsoto@bellgardens.org.*

[n] *Traffic Study for the County of Los Angeles Data Center Project , Raju Associates, Inc., April 2008.*

[o] *For Related Project No. 62, the hospital portion has been completed.*

Source: Raju Associates, Inc., August 2008.
Source (table): Christopher A. Joseph & Associates, September 2008, updated 2011.

IV.B. Aesthetics, Environmental Setting

19. Page IV.B-5 modify the paragraph as follows:

~~South of the Project Site is the a 13-acre city park consisting of: recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, industrial and commercial uses, a complex of four Kaiser Medical Office buildings know as the Orchard Complex, Kaiser Permanente medical office building and the under-construction Kaiser Downey Medical Center which includes 1,000,000 square feet of entitled hospital and medical office uses approximately 600,000 entitled square feet of new development. Presently, an a 116,294 square foot Medical Office Building, and a associated 30,090 square foot Central Plant have been completed with an additional new 680,000 square foot Kaiser Hospital and 173,616 square foot Medical Office Building located on the northwest corner of Imperial Highway and Bellflower Boulevard still under construction and scheduled to be was completed in end of 2009. Presently, 185,000 square feet of medical office building have been completed with an additional 600,000 square feet of Kaiser Permanente Hospital. Currently, one medical office building and the hospital comprise part of this Kaiser Permanente complex. Immediately south of these structures, across Imperial Highway, are commercial, retail uses, Los Angeles County Administrative Offices, and a Kaiser Permanente distribution warehouse.~~ The Project Site is approximately 77 acres and generally bounded by an approximately 34-acre outdoor shopping complex known as the Downey Landing Retail Center to the north; Bellflower Boulevard to the east; a 13-acre city park consisting of recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, the Kaiser Downey Medical Center and medical offices, and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard, and Lakewood Boulevard and Columbia Way (formerly Clark Avenue) to the west.

IV.C.1 Air Quality

20. Page IV.C.1-36, modify Table IV.C.1-13, Future (2020) Localized Carbon Monoxide Concentrations as follows:

Table IV.C.1-13
Future (2020) Localized Carbon Monoxide Concentrations

Intersection	CO Concentrations in Parts per Million [a]							
	Roadway Edge		25 feet		50 feet		100 feet	
	one-hour	8-Hour	one-hour	8-Hour	one-hour	8-Hour	one-hour	8-Hour
Lakewood Boulevard & Stewart and Gray Road	9.3	6.0	8.9	5.7	8.7	5.6	8.5	5.5
Bellflower Boulevard & Imperial Highway	~~9.6~~9.7	~~6.2~~6.3	9.1	~~5.8~~5.9	8.9	5.7	~~8.6~~8.7	~~5.5~~5.6
Lakewood Boulevard & Gallatin Road	9.6	6.2	9.0	5.8	8.7	5.6	8.5	5.5
Paramount Boulevard & I-5 Southbound Ramps	9.7	6.3	9.0	5.8	8.8	5.7	8.6	5.5
Paramount Boulevard & Stewart and Gray Road	9.0	5.8	8.6	5.5	8.5	~~5.4~~5.5	8.4	~~5.3~~5.4
Stewart and Gray Road & Firestone Boulevard	9.9	6.4	9.1	5.9	8.9	5.7	8.6	5.5

Table IV.C.1-13
Future (2020) Localized Carbon Monoxide Concentrations

Intersection	CO Concentrations in Parts per Million [a]							
	Roadway Edge		25 feet		50 feet		100 feet	
	one-hour	8-Hour	one-hour	8-Hour	one-hour	8-Hour	one-hour	8-Hour

[a] *The national one-hour CO ambient air quality standard is 35.0 ppm, and the State one-hour CO ambient air quality standard is 20.0 ppm. National and State 8-hour standards are 9.0 parts per million.*

Traffic Information Source: RAJU Associates Inc., August 2008.

Source: Christopher A. Joseph & Associates, 2008, updated 2011. Calculation data and results are provided in Appendix IV.C-1.

21. Page IV.C.1-40, modify the mitigation measure as follows:

C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, would be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment ~~are~~ is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.).

IV.D Cultural Resources 2. Archaeological and Paleontological Resources, Cumulative Impacts

22. Page IV.D-24 modify the sentence as follows:

Development of the Proposed Project in combination with the ~~61~~ 62 related projects listed in Section III. Environmental Setting, would result in the increased potential for encountering archaeological and paleontological resources in the project vicinity.

23. Page IV.D-20 modify the mitigation measure as follows:

D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design ~~and development~~ phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for review and approval.

IV.E. Geology/Soils, Environmental Setting

24. Page IV.E-1, modify the paragraph as follows:

The Project Site, consists of approximately 77~~9~~ acres, is generally bound by the Downey Landing Retail Center to the north, Bellflower Boulevard to the east, the City Park Learning Center, the Kaiser Downey Medical Center and medical offices, and the associated Kaiser Central Plant on the northwest corner of Imperial Highway and Bellflower Boulevard, and ~~Congressman Steve Horn Way to the south, Clark Avenue to the southwest,~~ Columbia Way (formerly Clark Avenue) and Lakewood Boulevard to the west. The Project Site is relatively flat and is currently ~~developed with approximately 1.5 million square feet of movie and television studio uses.~~ being operated as Downey Studios, a television and movie studio production facility that includes approximately 750,000 square feet of structures presently used for media, studio production, office uses, an outdoor suburban street movie set, 20 acres of back lot space, and associated parking lots. A number of structures on the Project Site remain from the former aircraft manufacturing and National Aeronautics and Space Administration (NASA) industrial operations associated with the U.S. manned spaceflight program dating to the 1960s.

IV.F. Hazards and Hazardous Materials, Environmental Setting

25. Page IV.F-2, modify the paragraph as follows:

The Project Site is approximately 77 acres and generally bounded by an approximately 34-acre outdoor shopping complex known as the Downey Landing Retail Center to the north; Bellflower Boulevard to the east; a 13-acre city park consisting of recreational facilities, open space, and the Columbia Memorial Space Science Learning Center, the Kaiser Downey Medical Center and medical offices, and an associated Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard, and Lakewood Boulevard and Columbia Way (formerly Clark Avenue) to the west.

IV.F. Hazards and Hazardous Materials, Environmental Setting

26. Page IV.F-13, modify the sentence as follows:

Similarly, ~~Kaiser Permanente~~ Kaiser Downey Medical Center and medical offices have ~~almost~~ completed construction, after implementing additional remediation activities and formal approval from the DTSC, an approximately ~~700,000~~ 680,000 square-foot ~~medical center~~ Hospital ~~with an additional 173,616 square foot Medical Office Building~~ entitled for hospital and medical office uses per the Downey Landing Specific Plan and the certified 2002 Final Environmental Impact Report just south of and adjacent to the Project Site. Hospital uses had been designated a sensitive land use at the former NASA ~~i~~ Industrial Plant site requiring special agency approval.

IV.F. Hazards and Hazardous Materials, Mitigation Measures

27. Page IV.F-24, modify mitigation measure F-1, add mitigation measures F-4 and F-5:

F-1. Prior to the issuance of a ~~Project Site~~ demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations.

F-4. Should any future operation of the Proposed Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division shall be contacted as soon as possible for required approvals and operating permits.

F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.

IV.G. Hydrology/Water Quality, Mitigation Measures

28. Page IV.G-17, modify the paragraph as follows:

With the implementation of the proposed design features and BMP's, ~~No~~ no additional mitigation measures are required.

IV.G. Hydrology/Water Quality, Level of Significance After Mitigation

29. Page IV.G-17, modify the sentence as follows:

The Proposed Project would result in less than significant impact related to hydrology, stormwater runoff, and water quality.

IV.H. Land Use and Planning

30. Page IV.H-3, revise the paragraph as follows:

South of and adjacent to the Project Site is the 13~~1~~-acre city park, ~~currently under construction,~~ which is comprised of recreational facilities and the Columbia Memorial Space Science Learning Center. East of the recreational uses, directly south of and adjacent to the Project Site is the Kaiser Downey Medical Center~~(currently under construction)~~, and an existing 116,294 square foot Medical Office Building, and associated 30,090 square foot Central Plant located on the northwest corner of Imperial Highway and Bellflower Boulevard ~~and Medical Center (currently under construction) to the south,~~. The Kaiser ~~Downey Medical Center~~ Hospital ~~is scheduled to be~~ was completed in ~~end of~~ 2009. Further south, across Imperial Highway, are commercial uses, including the Los Angeles County of Education (LACOE)

facilities and administrative offices. Southwest of the Project Site, across Columbia Way (formerly Clark Avenue), are commercial and multi-family residential uses.

31. Page IV.H-13, add the following discussion:

2008 Regional Transportation Plan

The Proposed Project would generally conform to the goals and policies set forth in the 2008 Regional Transportation Plan (RTP). The goals and policies that the Proposed Project would implement include those shown in Table IV.H-3, Project Consistency with the 2008 Regional Transportation Plan Goals and Policies below. Therefore, impacts would be less than significant.

Table IV.H-3
Project Consistency with the Applicable 2008 Regional Transportation Plan Goals and Policies

Policy	Consistency Discussion
Goals	
RTP G1: Maximize mobility and accessibility for all people and goods in the region.	**Consistent:** As shown in Table IV.L-14, with implementation of applicable mitigation measures, the Proposed Project would not create a significant impact on local roadways. With regard to accessibility, the Proposed Project is located near Interstates 105 and 605 and would offer a mix of uses on the project site. Therefore, the Proposed Project would be consistent with this policy.
RTP G2: Ensure travel safety and reliability for all people and goods in the region.	**Consistent:** As discussed in Section IV.L of the Draft EIR, with implementation of all applicable mitigation measures, the Proposed Project would not result in any significant traffic impacts. Further, the Proposed Project would not create any dangerous traffic hazards as a result of project design. As such, the Proposed Project would be consistent with this policy.
RTP G3: Preserve and ensure a sustainable regional transportation system.	**Consistent:** As discussed in Section IV.L of the Draft EIR, with implementation of all applicable mitigation measures, the Proposed Project would not result in any significant traffic impacts at either the local or regional level. Therefore, the project would be consistent with the policy to preserve and ensure a sustainable regional transportation system.
RTP G4: Maximize the productivity of our transportation systems.	**Consistent:** As shown in Table IV.L-14, the recommended improvements would fully mitigate the project-related impacts at the four impacted intersections. While in 2020 the Proposed Project would result in Levels of Service E or lower at 4 nearby intersections, the Proposed Project would implement all feasible traffic mitigation measures. . Therefore, the productivity of the

	transportation system relative to the Proposed Project has been maximized, and as such, the Proposed Project would be consistent with this policy.
RTP G5: Protect the environment, improve air quality, and promote energy efficiency.	**Consistent:** Operation of the Proposed Project would have a long-term significant unavoidable adverse impact to emissions, despite mitigation measures, of ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$, largely due to mobile sources. However, the Proposed Project also includes design features to reduce Greenhouse Gas emissions and promote energy efficiency. See Section IV.C. Air Quality, 2. Greenhouse Gases, Global Warming and Climate Change, and Section IV. M. Utilities. Therefore, as the Proposed Project would incorporate sustainable project design features to improve air quality and promote energy efficiency as compared to the "business as usual" scenario, the Proposed Project would be consistent with this policy.
RTP G6: Encourage land use and growth patterns that complement our transportation investments.	**Consistent:** The Project Site is located less than one mile from Interstate 105. Eight bus lines and the Metro Green Line rail serve the immediate vicinity of the Proposed Project. Therefore, the Proposed Project would be consistent with this policy.
RTP G7: Maximize the security of our transportation system through improved system monitoring, rapid recovery planning, and coordination with other security agencies.	**Consistent:** As discussed in Section IV.L of the Draft EIR, with implementation of all applicable mitigation measures, the Proposed Project would not result in any significant traffic impacts. Further, the Proposed Project would not conflict with any transportation security program. As such, the Proposed Project would be consistent with this policy.
Source: Southern California Association of Government, 2008 Regional Transportation Plan and Letter of Correspondence, Mark Sellheim, May 15, 2009. *Source (table): CAJA Environmental Services, 2011.*	

Compass Growth Visioning

The Proposed Project would generally conform to principles set forth in the Compass Growth Visioning Plan (CGV). The principles that the Proposed Project would implement include those shown in Table IV.H-4, Project Consistency with the Compass Growth Visioning Principles below. Therefore, impacts would be less than significant.

Table IV.H-4
Project Consistency with the Compass Growth Visioning Principles

Policy	Consistency Discussion
Principle 1: Improve mobility for all residents	
GV P1.1: Encourage transportation investments and land use decisions that are mutually supportive.	**Consistent:** The Proposed Project is located near Interstates 105 and 605 for regional auto access. The Metro Green Line light rail and eight different bus lines also serve the Project Site's immediate vicinity. Therefore, the Proposed Project would be consistent with this policy.
GV P1.2: Locate new housing near existing jobs and new jobs near existing housing.	**Consistent:** The Proposed Project offers proximity to jobs centers in Downtown Los Angeles, Downtown Long Beach, and Northern Orange County. The Proposed Project would create housing and employment opportunities on-site. Therefore, the Proposed Project would be consistent with this policy.
GV P1.3: Encourage transit – oriented development.	**Consistent:** The Proposed Project intends to promote alternative modes of travel including transit as discussed in Section IV.C. Air Quality 1. Criteria Pollutants on page IV.C.1-25. Therefore, the Proposed Project would be consistent with this policy.
GV P1.4: Promote a variety of travel choices.	**Consistent:** The Proposed Project intends to promote alternative modes of travel including transit as discussed in Section IV.C. Air Quality 1. Criteria Pollutants on page IV.C.1-25. Therefore, the Proposed Project would be consistent with this policy.
Principle 2: Foster livability in all communities	
GV P2.1: Promote infill development and redevelopment to revitalize existing communities.	**Consistent:** The Project Description discusses the principles embodied in the Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development (see Section II. Project Description, page II-3). Therefore, the Proposed Project would be consistent with this policy.
GV P2.2: Promote developments which provide a mix of uses.	**Consistent:** The Project Description discusses the principles embodied in the Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development (see Section II. Project Description, page II-3). Therefore, the Proposed Project would be consistent with this policy.
GV P2.3: Promote "people scaled," walkable communities.	**Consistent:** The Project Description discusses the principles embodied in the Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development (see Section II. Project Description, page II-3). Therefore, the Proposed Project would be

	consistent with this policy.
GV P2.4: Support the preservation of stable, single-family neighborhoods.	**Not Applicable.**
Principle 3: Enable prosperity for all people	
GV P3.1: Provide, in each community, a variety of housing types to meet the housing needs of all income levels.	**Partially Consistent:** A variety of housing types are planned as part of the development of the Proposed Project including; live/work units, for-sale units, and for-rent units. Therefore, the Proposed Project would be partially consistent with this policy.
GV P3.2: Support educational opportunities that promote balanced growth.	**Not Applicable.**
GV P3.3: Ensure environmental justice regardless of race, ethnicity, or income class.	**Consistent:** The Proposed Project is not located in an area where it would disproportionately affect a low income or minority community. In addition, the impacts of this project would be the same as experienced in any area of the City where development occurs. Thus, the Proposed Project would not result in a set of impacts that would more adversely affect a low income or minority community in one part of the City compared to other non-minority, non-low income parts of the City. Therefore, the Proposed Project would be consistent with this policy.
GV P3.4: Support local and state fiscal policies that encourage balanced growth.	**Consistent:** The Project Description discusses the principles embodied in the Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development see Section II. Project Description. One of the specific objectives of the Proposed Project, is to "positively impact the City of Downey's fiscal base". Given the balance between residential and commercial uses, the Proposed Project would be consistent with this policy.
GV P3.5: Encourage civil engagement.	**Not Applicable.**
Principle 4: Promote sustainability for future generations	
GV P4.1: Preserve rural, agricultural, recreational, and environmentally sensitive areas.	**Not Applicable.**
GV P4.2: Focus development in urban centers and existing cities.	**Consistent:** The Project Description discusses the principles embodied in the Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development (see Section II. Project Description). Therefore, the Proposed Project would be consistent with this policy.
GV P4.3: Develop strategies to accommodate growth that uses resources efficiently, eliminate pollution, and significantly reduce waste.	**Consistent:** The Proposed Project includes design features to reduce Green House Gas emissions and promote energy efficiency. See Section IV.C. Air Quality, 2. Greenhouse Gases, Global Warming page IV.C.1-25, which mentions that encouraging the use of alternative modes of travel would reduce air pollutant

	emissions. Furthermore, Section IV. M. Utilities discusses energy conservation mitigation measures. Therefore, the Proposed Project would be consistent with this policy.
GV P4.4: Utilize "green" development techniques.	**Consistent:** The Draft EIR does not specifically discuss "green" development techniques. However, the City has adopted the State 2011 Building Code, which has strict environmental and energy design requirements. Therefore, the Proposed Project would be consistent with this policy.
Source: Southern California Association of Government, Compass Growth Visioning Principles and Letter of Correspondence, Mark Sellheim, May 15, 2009. *Source (table): CAJA Environmental Services, 2011.*	

32. Page IV.H-14, revise the paragraphs as follows:

Cumulative land use impacts could occur if other related projects in the vicinity of the Project Site would result in land use impacts in conjunction with the Proposed Project. A total of ~~78~~ 62 proposed or approved projects were identified that could potentially contribute to the cumulative effects of the Proposed Project (as listed in Section III. Environmental Setting). Development of the Proposed Project, in conjunction with the related projects, would result in an intensification of existing prevailing land uses in the project vicinity.

Of the ~~61~~ 62 identified related projects, 12 (Related Project Nos. 51 through ~~61~~ 62) are located within the City of Downey and would potentially be subject to the same zoning and land use designations as the Proposed Project. Specifically, Related Project Nos. 52, 56, ~~and,~~57, and 62 are the closest in proximity to the Project Site. These projects would be required to either generally conform to the zoning and land use designations for their respective sites or be subject to specific findings and conditions based on maintaining the general conformance with the land use plans applicable to the area. As such, development of the Proposed Project and the related projects is not anticipated to substantially conflict with the intent of the City's General Plan regarding the future development of the Downey Landing Specific Plan Area, or with other land use regulations to be consistent with the City of Downey General Plan. Therefore, development of the Proposed Project, in conjunction with the identified related projects, would not be expected to result in cumulatively considerable effects with respect to land use regulations and compatibility.

IV.I. Noise

33. Page IV.I-19, modify Table IV.I-10, Project Roadway Noise Impacts Associated With the Proposed Project as follows:

Table IV.I-10

Project Roadway Noise Impacts Associated With the Proposed Project

Roadway	Existing Land Uses Located Along Roadway Segment	Noise Levels in dBA CNEL				
		Future (2020) Without Project Traffic Volumes	Future (2020) With Project Traffic Volumes	Increase	Significance Threshold [a]	Significant Impact?
Imperial Highway west of Bellflower Boulevard	Commercial, Industrial	~~71.9~~72.2	~~72.0~~72.4	~~0.1~~0.2	3.0	No
Imperial Highway east of Bellflower Boulevard	Commercial, Industrial	~~71.9~~72.1	~~72.1~~72.4	~~0.2~~0.3	3.0	No
Bellflower Boulevard between Imperial Highway and Lakewood Boulevard	Industrial, Commercial, Residential, Recreational, Medical	~~69.4~~69.8	~~70.2~~70.4	~~0.8~~0.6	3.0	No
Bellflower Boulevard south of Imperial Highway	Commercial, Residential	~~70.1~~70.5	~~70.6~~71.0	0.5	3.0	No
Stewart and Gray Road between Bellflower Boulevard and Lakewood Boulevard	Commercial, Residential	~~68.1~~68.4	~~68.1~~68.4	0.0	3.0	No
Stewart and Gray Road between Paramount Boulevard and Lakewood Boulevard	Commercial, Residential	~~67.9~~68.1	~~68.0~~68.2	0.1	3.0	No
Stewart and Gray Road west of Firestone Boulevard	Commercial, Industrial	~~66.7~~66.8	~~67.5~~67.7	~~0.8~~0.9	3.0	No
Lakewood Boulevard north of Stewart and Gray Road	Commercial, Residential	69.6	~~70.4~~70.5	~~0.8~~0.9	3.0	No
Lakewood Boulevard south of Stewart and Gray Road	Commercial, Residential	69.9	70.9	1.0	3.0	No
Lakewood Boulevard south of Gallatin Road	Commercial, Residential	70.8	71.1	0.3	3.0	No

[a] *A project would normally have a significant impact on noise levels from project operations if the project causes the ambient noise level measured at the property line of affected uses to increase by 3 dBA in CNEL. Thus, for the purpose of this analysis, the significance threshold is 3 dBA if the noise increase is resulting from the Proposed Project.*

Source: Christopher A. Joseph and Associates, 2008, updated 2011. Calculation data and results are provided in Appendix IV.I-1. Traffic Information Source: Raju Associates, 2008.

34. Page IV.I-21, modify the last paragraph as follows:

Future construction associated with the related projects could result in a cumulatively significant impact with respect to temporary or periodic increases in ambient noise levels. Construction noise is localized in nature and decreases substantially with distance. Consequently, in order to achieve a substantial cumulative increase in construction noise levels, more than one source emitting high levels of construction noise would need to be in close proximity to the Proposed Project. The nearest related project to the Project Site is the ~~Desert Reign Church and Davita Dialysis Clinic located at 11610 Lakewood Boulevard Kaiser project~~ Kaiser Downey Medical Center, which is located ~~approximately 0.4 miles (approximately 2,112 feet) north of the Project Site~~ immediately south of the Project Site. ~~Due to this distance, and along with numerous intervening structures located between these two sites, a substantial increase in construction noise levels would not occur should construction for this related project occur at the same time as the Proposed Project. Therefore, this cumulative impact would be less than significant.~~

~~Consequently, under the circumstances where construction would occur concurrently at the Project Site and the Kaiser project site Downey Medical Center, sensitive receptors that are located immediately adjacent to the Project Site would primarily be exposed to construction noise levels generated at the Project Site, while those sensitive receptors that are located adjacent to the Kaiser Downey Medical Center project site would primarily be exposed to construction noise levels generated at that site.~~

Based on a review of the surrounding uses in the Project Site vicinity, the off-site noise-sensitive receptor that is located nearest to both the Proposed Project and the ~~Kaiser project~~ Kaiser -Downey Medical Center would be Independence Park, which is located on the east side of Bellflower Boulevard. As previously discussed, Section 4606.5 of the DMC prohibits any repair or remodeling work from exceeding 85 dBA across any property boundary at any time during the course of a 24 hour day. As shown in Table IV.I-7, outdoor construction noise levels could reach as high as 86 dBA L_{eq} at 50 feet from the construction activities. As Independence Park is located approximately 368 feet southeast of the Project Site, the noise level at this noise-sensitive receptor during construction of the Proposed Project could reach as high as approximately 69 dBA L_{eq}.

~~In addition, with the Kaiser project Downey Medical Center located approximately 670 feet from Independence Park, the noise level associated with construction activities at this site could reach as high as approximately 64 dBA L_{eq}. Thus, should construction activities occur concurrently at the Project Site and the Kaiser site, the noise levels at Independence Park would reach as high as 70 dBA L_{eq}, which would not exceed the City's construction noise standard.~~ Since the Kaiser Downey Medical Center has completed construction, it would not contribute cumulative construction noise impacts with the Proposed Project. Therefore, the cumulative construction noise impact at this noise-sensitive receptor (Independence Park) would be less than significant. Based on a review of the remaining off-site receptors that were identified in the vicinity of the Project Site in the DEIR, it was determined that the construction noise levels generated at the Project Site would be the dominating noise source at these receptors, and that the contribution of construction noise from the Kaiser site would be negligible. As the construction of the

Kaiser site has been completed, there would be no construction noise from that site. Overall, cumulative construction noise impacts would also be less than significant at these off-site receptors.

35. Page IV.I-22, modify the first paragraph as follows:

Cumulative development in the City may result in the exposure of people to or the generation of excessive groundborne vibration. As mentioned above, the nearest related project to the Proposed Project is ~~the Desert Reign Church and Davita Dialysis Clinic located on approximately 0.4 miles north of the Project Site~~ the Kaiser ~~project~~ Downey Medical Center, which is located immediately south of the Project Site. ~~The Proposed Project and this related project are not in close enough proximity to each other to affect the same sensitive receptors. Only receptors located in close proximity to each construction site would be potentially impacted by each development. Therefore, future development would result in a less than significant cumulative impact in terms of groundborne vibration.~~ As previously discussed, the threshold for architectural damage caused by vibration is 0.2 PPV. In order to achieve a vibration level of 0.2 PPV, a building would have to be within 15 feet of the vibration source (i.e., heavy-duty construction equipment such as large bulldozers, caisson drills, etc.). There are no sensitive receptor buildings located within 15 feet of either the Proposed Project or the ~~Kaiser project~~ Kaiser Downey Medical Center. Thus, vibration levels would not be exceeded at the surrounding sensitive receptors and cumulative impacts would be less than significant.

36. Page IV.I-22, modify the paragraph and Table IV.I-11, Cumulative Project Roadway Noise Impacts Associated With the Proposed Project as follows:

Cumulative mobile source noise impacts would occur primarily as a result of increased traffic on local roadways due to the Proposed Project and related projects within the study area. Therefore, cumulative traffic-generated noise impacts have been assessed based on the contribution of the Proposed Project to the future year 2020 cumulative base traffic volumes on the roadway segments in the project vicinity. The noise levels associated with existing traffic volumes and cumulative base traffic volumes with the Proposed Project (i.e., future cumulative traffic volumes) are identified in Table IV.I-11, Cumulative Project Roadway Noise Impacts Associated With Proposed Project. As shown, cumulative development along with the Proposed Project would increase local noise levels by a maximum of ~~1.3~~1.4 dBA CNEL at the segment of Lakewood Boulevard, north of Stewart and Gray Road. As this noise level would be below the three dBA CNEL significance threshold, roadway noise impacts due to cumulative traffic volumes would be less than significant.

Table IV.I-11
Cumulative Project Roadway Noise Impacts Associated With the Proposed Project

Roadway	Noise Levels in dBA CNEL				
	Existing (2008) Traffic Volumes	Future (2020) Without Project Traffic Volumes	Future (2020) With Project Traffic Volumes	Cumulative Increase	Project Contribution
Imperial Highway west of Bellflower Boulevard	71.7	~~71.9~~72.2	~~72.0~~72.4	~~0.8~~0.7	~~0.1~~0.2
Imperial Highway east of Bellflower Boulevard	71.7	~~71.9~~72.1	~~72.1~~72.4	~~0.4~~0.7	~~0.2~~0.3
Bellflower Boulevard between Imperial Highway and Lakewood Boulevard	69.1	~~69.4~~69.8	~~70.2~~70.4	~~1.1~~1.3	~~0.8~~0.6
Bellflower Boulevard south of Imperial Highway	69.8	~~70.1~~70.5	~~70.6~~71.0	~~0.8~~1.2	0.5
Stewart and Gray Road between Bellflower Boulevard and Lakewood Boulevard	67.8	~~68.1~~68.4	~~68.1~~68.4	~~0.3~~0.6	0.0
Stewart and Gray Road between Paramount Boulevard and Lakewood Boulevard	67.6	~~67.9~~68.1	~~68.0~~68.2	~~.03~~0.6	0.1
Stewart and Gray Road west of Firestone Boulevard	66.5	~~66.7~~66.8	~~67.5~~67.7	~~1.0~~1.2	~~0.8~~0.9
Lakewood Boulevard north of Stewart and Gray Road	69.1	69.6	~~70.4~~70.5	~~1.3~~1.4	~~0.8~~0.9
Lakewood Boulevard south of Stewart and Gray Road	69.7	69.9	70.9	1.2	1.0
Lakewood Boulevard south of Gallatin Road	70.5	70.8	71.1	0.6	0.3

Source: Christopher A. Joseph and Associates, 2008. Calculation data and results are provided in Appendix IV.I-1.
Traffic Information Source: Raju Associates, 2008, updated 2011.

37. Page IV.I-24 modify the mitigation measure as follows:

I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties ~~by more than three decibels~~.

IV.J. Population, Housing, and Employment, Cumulative Impacts

38. Page IV.J-7, change the text and tables as follows:

CUMULATIVE IMPACTS

Population

The Proposed Project would generate approximately 4,883 new residents. As shown in Table IV.J-3, Estimated Cumulative Population Generation for the Related Projects, development of the Proposed Project combined with the related projects would result in a cumulative population growth of approximately 7,952 residents. However, because the related projects list includes projects in surrounding cities, for purposes of determining compliance with City of Downey projections, only the related projects within the boundaries of the City of Downey will be included in the cumulative analysis. As such, buildout of both the Proposed Project and the City of Downey related projects would result in the generation of approximately 4,938 new residents, which would be within the growth forecasts presented by SCAG for the entire City of Downey from 2003 to 2020. The Proposed Project's and the related projects' combined contribution to this growth would represent approximately 61.5 percent of the total. Alone, the Proposed Project would contribute approximately 60.9 percent of the total. Therefore, the Proposed Project would generate a number of new residents that would be consistent with the SCAG population projections and cumulative impacts would be less than significant.

Table IV.J-3
Estimated Cumulative Population Generation for the Related Projects

Map No.	Project Name	Size	Description	Population Conversion Factors (persons/unit)[o]	Total Population Generated
City of Santa Fe Springs					
1	Villages at Heritage Springs[a]	554 du	Single-Family Homes	3.512 persons/unit	1,946
2	Carmenita Plaza[a]	6,500 sf	Multi-tenant commercial	N/A	N/A
3	Felipe's Cabinets[a]	11,462 sf	Warehouse/Office	N/A	N/A
4	McMaster Carr Supply Co.[a]	85,000 sf	Warehouse	N/A	N/A
5	Kiewit Office Building[b]	23,500 sf	Office	N/A	N/A
6	Golden Springs Development[b]	200,000 sf	Industrial	N/A	N/A
7	Petro Builders Industrial Building[b]	4,656 sf	Maintenance Building	N/A	N/A
City of Commerce					
8	Citadel Expansion[c]	253,200 sf	Retail Outlet Center	N/A	N/A
		30,000 sf	Office Building	N/A	N/A
City of Lynwood					
9	Retail Building[d]	15,900 sf	Retail	N/A	N/A
10	Commercial Building[d]	4,140 sf	Office Building	N/A	N/A
11	Oakwood Plaza[d]	14,800 sf	Retail	N/A	N/A
12	Commercial Retail Building[d]	17,760 sf	Commercial Retail	N/A	N/A

Table IV.J-3
Estimated Cumulative Population Generation for the Related Projects

Map No.	Project Name	Size	Description	Population Conversion Factors (persons/unit)[o]	Total Population Generated
13	Warehouse[d]	7,200 sf	Warehouse	N/A	N/A
City of Paramount					
14	Commercial Retail Center[f]	4,800 sf	Retail Center	N/A	N/A
		7,300 sf	Super Market	N/A	N/A
		2,670 sf	Fast Food Restaurant	N/A	N/A
15	Masse Homes[f]	7 du	Single-Family Homes	4.122 persons/unit	29
16	Chanslor Investments, Inc.[f]	8 du	Single-Family Homes	4.122 persons/unit	33
17	Felix Homes[f]	6 du	Single-Family Homes	4.122 persons/unit	25
18	Cerro Metals[g]	551,821 sf	Grocery Warehouse	N/A	N/A
City of South Gate					
19	Elementary School No. 4[h]	950 students	Elementary School	N/A	N/A
20	Infill Project[h]	46,600 sf	Shopping Center	N/A	N/A
21	Calden Avenue Condominiums (Tierra del Rey)[h]	107 du	Condominiums	4.345 persons/unit	465
		100,00 sf	Mini-Storage	N/A	N/A
22	Firestone Mixed Use Project[h]	18,090 sf	Shopping Center	N/A	N/A
		47 du	Single-Family Homes	4.345 persons/unit	204
23	LAUSD Elementary School #9	650 st	Elementary School	N/A	N/A
24	LAUSD High School	1,500 students	High School	N/A	N/A
25	Industrial Building[h]	75,000 sf	Industrial	N/A	N/A
26	WAMU Center[h]	8,000 sf	Bank	N/A	N/A
27	Firestone Blvd./Atlantic Ave. Int. Improv. Project[h]	8,000 sf	City Hall Annex	N/A	N/A
28	Food Market	20,000 sf	Shopping Center	N/A	N/A
29	The Gateway Retail Project[i]	600,000 sf	Shopping Center	N/A	N/A
City of Bellflower					
30	Bellflower Vascular Access Center[j]	13,000 sf	Pharmacy/Medical Offices	N/A	N/A
31	Seven-Eleven Store[j]	2,052 sf	Retail	N/A	N/A
City of Norwalk[k]					
32	Shopping Center Remodel	5,490 sf	Restaurant	N/A	N/A
		10,360 sf	Retail	N/A	N/A
		4,890 sf	Retail	N/A	N/A
33	Industrial/Office Complex	11,954 sf	Retail	N/A	N/A
		14,843 sf	Warehouse	N/A	N/A
		14,730 sf	Manufacturing	N/A	N/A

Table IV.J-3
Estimated Cumulative Population Generation for the Related Projects

Map No.	Project Name	Size	Description	Population Conversion Factors (persons/unit)[o]	Total Population Generated
		5,000 sf	Restaurant	N/A	N/A
		3,332 sf	Industrial	N/A	N/A
		9,582 sf	Medical Office	N/A	N/A
		19,536 sf	Industrial	N/A	N/A
34	Fresh & Easy Market	14,800 sf	Super Market	N/A	N/A
City of Pico Rivera[l]					
35	Pico Rivera Market Place	50,000 sf	Fitness Center	N/A	N/A
		35,000 sf	Retail Building	N/A	N/A
		9,300 sf	Retail	N/A	N/A
36	Pico Rivera Village Walk 15	135,106 sf	Movie/Retail Center	N/A	N/A
37	Veranda Crest	42 du	Condominiums	4.005 persons/unit	168
38	Target Center	7,050 sf	Retail	N/A	N/A
39	Used Car Sales Lot	1,997 sf	Used Car Sales Lot	N/A	N/A
40	7 Single-Family Homes	7 du	Single-Family Homes	4.005 persons/unit	28
41	BNSF MOW Expansion	5,170 sf	Office Building	N/A	N/A
42	Retail Center	11,400 sf	Retail	N/A	N/A
43	Industrial Building	2,600 sf	Industrial	N/A	N/A
44	Office Building	6,912 sf	Office Building	N/A	N/A
City of Bell Gardens					
45	Shopping Center[m]	11,000 sf	Retail Shopping Center	N/A	N/A
46	Casino Expansion[m]	12,000 sf	Event Center	N/A	N/A
47	Tentative Parcel Map No. 063646[h]	7 du	Single-Family Homes	4.827 persons/unit	34
48	Office Building[h]	2,710 sf	Office Building	N/A	N/A
49	Tentative Tract Map No. 067931[h]	10 du	Condominiums	4.827 persons/unit	48
50	Tentative Tract Map No. 069086[h]	7 du	Condominiums	4.827 persons/unit	34
City of Downey					
51	Los Angeles County Data Center[n]	90 emp	Office Building	N/A	N/A
52	Lakewood Blvd. Commercial Center[g]	8,000 sf	Office Building	N/A	N/A
53	Lakewood Retail/Office Building	9,320 sf	Office and Retail	N/A	N/A
54	Florence Retail Center	15,421 sf	Retail	N/A	N/A
55	Florence Medical Office Building 1[g]	31,500 sf	Medical Office	N/A	N/A
56	~~Desert Reign Church[g]~~	~~27,500 sf~~	~~Church (570 seat~~	~~N/A~~	~~N/A~~

Table IV.J-3
Estimated Cumulative Population Generation for the Related Projects

Map No.	Project Name	Size	Description	Population Conversion Factors (persons/unit)[o]	Total Population Generated
			sanctuary)		
	Davita Dialysis Clinic[g]	9,000 sf	Dialysis Clinic	N/A	N/A
57	Hall Road	200,000 sf	Industrial	N/A	N/A
58	Florence Condominiums	17 du	Condominiums	3.255 persons/unit	55
59	Quinn Office Building	4,308 sf	Office Building	N/A	N/A
60	Walgreens	12,202 sf	Retail	N/A	N/A
61	Rodriguez Professional Building	16,110 sf	Office Building	N/A	N/A
62	Kaiser Downey Medical Center[p]	680,000 sf 173,616 sf	Hospital Medical Office Building	N/A	N/A
				Related Projects Population Total	**3,069**
				City of Downey Related Projects Population Total	**55**
				Proposed Project Population Total	**4,883**
				Cumulative Population Total	**7,952**
				Proposed Project and Downey Only Projects Population Total	**4,938**
				Related Projects Housing Total	**819**
				City of Downey Related Projects Housing Total	**17**
				Proposed Project Housing Total	**1,500**
				Cumulative Housing Total	**2,319**
				Proposed Project and Downey Only Projects Housing Total	**1,517**

[a] *Information obtained from City of Santa Fe Springs Planning Department – Wayne Morrell, Principal Planner, 562-868-0511 x7362, waynemorrell@santafesprings.org.*
[b] *Information obtained from City of Santa Fe Springs Website.*
[c] *Information obtained from City of Commerce Planning Department, Mercenia Lugo, Planning Division, mercenial@ci.commerce.ca.us, 323-722-4805 x2811.*
[d] *Information obtained from City of Lynwood Planning Department.*
[e] *Information obtained from City of Lynwood Website.*
[f] *Information obtained from City of Paramount Planning Department – Wendy Macias, Community Development Planner, 562-220-2060, wmacias@paramountcity.com.*
[g] *Traffic Sensitivity Analysis for Rancho Los Amigos National Rehabilitation Center Project, Kaku Associates, January 2008.*
[h] *South Gate Gateway Project, Draft Environmental Impact Report (DEIR), November 14, 2007 – Alvie Betancourt, Senior Planner, 323-563-9526.*
[i] *Firestone Boulevard/Atlantic Avenue Intersection Improvements Project, Draft Environmental Impact Report (DEIR), July 10, 2007.*
[j] *Information obtained from City of Bellflower Planning Department – Carlos Luis, Assistant Planner, 562-804-1424 x2314, cluis@bellflower.org.*
[k] *Information obtained from City of Norwalk Planning Department – Community Development Department, 562-929-5744, planning@ci.norwalk.ca.us.*
[l] *Information obtained from City of Pico Rivera Planning Department – Sergio Ruiz, Planning Division, 562-801-4332, sruiz@pico-rivera.org.*
[m] *Information obtained from City of Bell Gardens Planning Department – Mr. Hailes Soto, Planning Division, 562-806-7722, hsoto@bellgardens.org.*
[n] *Traffic Study for County of Los Angeles Data Center Project, Raju Associates, April 2008.*
[o] *Assumes 3.255 persons per housing unit for projects in the City of Downey, 3.512 persons per housing unit for projects in the City of Santa Fe Springs, 3.976 persons per housing unit for projects in the City of Commerce, 4.925 persons per*

Table IV.J-3
Estimated Cumulative Population Generation for the Related Projects

Map No.	Project Name	Size	Description	Population Conversion Factors (persons/unit)[o]	Total Population Generated
	housing unit in the City of Lynwood, 4.122 persons per housing unit for projects in the City of Paramount, 4.345 persons per housing units for projects in the City of South Gate, 3.239 persons per housing unit in the City of Bellflower, 3.973 persons per housing unit in the City of Norwalk, 4.005 persons per housing unit in the City of Pico Rivera, and 4.827 persons per household in the City of Bell Gardens, from the State of California Department of Finance, E-5 City/County Population and Housing Estimates, 2008, Revised 2001-2007, with 2000 Benchmark, website: http://www.dof.ca.gov/research/demographic/reports/estimates/e-5_2001-06/, accessed July 15, 2008.				
[p]	*For Related Project No. 62, the hospital portion has been completed.*				

Notes: du = dwelling units, emp = employees, sf = square feet.
Source: Raju Associates, Inc., October 2008.
Source (table): Christopher A. Joseph & Associates, November 2008, updated 2011.

Housing

The Proposed Project would result in the development of up to 1,500 new residential units. As shown in Table IV.J-3, Estimated Cumulative Population Generation for the Related Projects, development of the Proposed Project combined with the related projects would result in a cumulative growth in housing stock by approximately 2,319 residential units. However, because the related projects list includes projects in surrounding cities as well, for purposes of determining compliance with City of Downey projections, only the related projects within the boundaries of the City of Downey will be included in the cumulative analysis. As such, buildout of both the Proposed Project and the City of Downey related projects would result in the construction of approximately 1,517 new residential units, which would not exceed the growth forecasts presented by SCAG for the entire City of Downey from 2003 to 2020. Approximately 1,642 are expected in the City of Downey from the period of 2003 to 2020. Therefore, cumulative development would be consistent with the SCAG housing projections and cumulative impacts would be less than significant.

Employment

The Proposed Project would generate up to 5,307 new jobs. However, because the existing uses on-site currently provide 45 jobs, the Proposed Project would result in an increase in the job stock by 5,262. As shown in Table IV.J-4, Estimated Cumulative Employment Generation for the Related Projects, development of the Proposed Project combined with the related projects would result in cumulative growth in employment by approximately ~~10,687~~ 14,102 jobs. However, because the related projects list includes projects in surrounding cities, for purposes of determining compliance with City of Downey projections, only the related projects within the boundaries of the City of Downey will be included in the cumulative analysis. As such, buildout of both the Proposed Project and the City of Downey related projects would result in the addition of approximately ~~6,381~~ 9,796 new jobs, which would exceed the growth forecasts presented by SCAG for the entire City of Downey from 2003 to 2020 by ~~3,274~~ 6,689. Alone, the Proposed Project would contribute a net increase of 5,262 jobs, or approximately ~~82.5~~ 53.7

percent of the total jobs added in the City of Downey. However, the related projects in combination with the Proposed Project would create numerous employment opportunities, which is emphasized as a goal in the City of Downey General Plan Economic Development Element. Additionally, the Economic Development Element states that employment is an important factor in the City's growth and that employment centers should be promoted that have the potential to serve as a catalyst for additional jobs. As the related projects and Proposed Project would create a diversified job base for the City of Downey, cumulative job creation would be less than significant.

Table IV.J-4
Estimated Cumulative Employment Generation for the Related Projects

Map No.	Project Name	Size	Description	Employee Generation Factors[o]	Total Employees Generated
City of Santa Fe Springs					
1	Villages at Heritage Springs[a]	554 du	Single-Family Homes	N/A	N/A
2	Carmenita Plaza[a]	6,500 sf	Multi-tenant commercial	0.001818 employees/sf	12
3	Felipe's Cabinets[a]	11,462 sf	Warehouse/Office	0.004 employees/sf	46
4	McMaster Carr Supply Co.[a]	85,000 sf	Warehouse	0.003333 employees/sf	283
5	Kiewit Office Building[b]	23,500 sf	Office	0.004 employees/sf	94
6	Golden Springs Development[b]	200,000 sf	Industrial	0.003333 employees/sf	667
7	Petro Builders Industrial Building[b]	4,656 sf	Maintenance Building	0.003333 employees/sf	16
City of Commerce					
8	Citadel Expansion[c]	253,200 sf	Retail Outlet Center	0.001818 employees/sf	460
		30,0000 sf	Office Buildings	0.004 employees/sf	120
City of Lynwood					
9	Retail Building[d]	15,900 sf	Retail	0.001818 employees/sf	29
10	Commercial Building[d]	4,140 sf	Office Building	0.004 employees/sf	17
11	Oakwood Plaza[d]	14,800 sf	Retail	0.001818 employees/sf	27
12	Commercial Retail Building[d]	17,760 sf	Commercial Retail	0.001818 employees/sf	32
13	Warehouse[d]	7,200 sf	Warehouse	0.003333 employees/sf	24
City of Paramount					
14	Commercial Retail Center[f]	4,800 sf	Retail Center	0.001818 employees/sf	9
		7,300 sf	Super Market	0.001818 employees/sf	13
		2,670 sf	Fast Food Restaurant	0.005714 employees/sf	15
15	Masse Homes[f]	7 du	Single-Family Homes	N/A	N/A
16	Chanslor Investments, Inc.[f]	8 du	Single-Family Homes	N/A	N/A
17	Felix Homes[f]	6 du	Single-Family Homes	N/A	N/A
18	Cerro Metals[g]	551,821 sf	Grocery Warehouse	N/A	N/A
City of South Gate					
19	Elementary School	950 students	Elementary School	N/A	N/A

Table IV.J-4
Estimated Cumulative Employment Generation for the Related Projects

Map No.	Project Name	Size	Description	Employee Generation Factors[o]	Total Employees Generated
	No. 4[h]				
20	Infill Project[h]	46,600 sf	Shopping Center	0.001818 employees/sf	85
21	Calden Avenue Condominiums (Tierra del Rey)[h]	107 du	Condominiums	N/A	N/A
		100,000 sf	Mini-Storage	N/A	N/A
22	Firestone Mixed Use Project (Firestone Village)[h]	18,090 sf	Shopping Center	0.001818 employees/sf	33
		47 du	Single-Family Homes	N/A	N/A
23	LAUSD Elementary School #9	650 st	Elementary School	N/A	N/A
24	LAUSD High School	1,500 st	High School	N/A	N/A
25	Industrial Building[h]	75,000 sf	Industrial	0.003333 employees/sf	250
26	WAMU Center[h]	8,000 sf	Bank	0.001818 employees/sf	15
27	Firestone Blvd./Atlantic Ave. Int. Improv. Project[h]	8,000 sf	City Hall Annex	0.004 employees/sf	32
28	Food Market	20,000 sf	Shopping Center	0.001818 employees/sf	36
29	The Gateway Retail Project (El Portal)[i]	600,000 sf	Shopping Center	0.001818 employees/sf	1,091
City of Bellflower					
30	Bellflower Vascular Access Center[j]	13,000 sf	Pharmacy/Medical Offices	0.001818 employees/sf	24
31	Seven-Eleven Store[j]	2,052 sf	Retail	0.001818 employees/sf	4
City of Norwalk[k]					
32	Shopping Center Remodel	5,490 sf	Restaurant	0.005714 employees/sf	31
		10,360 sf	Retail	0.001818 employees/sf	19
		4,890 sf	Retail	0.001818 employees/sf	9
33	Industrial/Office Complex	11,954 sf	Retail	0.001818 employees/sf	22
		14,843 sf	Warehouse	N/A	N/A
		14,730 sf	Manufacturing	0.003333 employees/sf	49
		5,000 sf	Restaurant	0.005714 employees/sf	29
		3,332 sf	Industrial	0.003333 employees/sf	11
		9,582 sf	Medical Office	0.004 employees/sf	38
		19,536 sf	Industrial	0.003333 employees/sf	65
34	Fresh & Easy Market	14,800 sf	Super Market	0.001818 employees/sf	27
City of Pico Rivera[l]					
35	Pico Rivera Market Place	50,000 sf	Fitness Center	0.001818 employees/sf	91
		35,000 sf	Retail Building	0.001818 employees/sf	64
		9,300 sf	Retail	0.001818 employees/sf	17
36	Pico Rivera Village Walk 15	135,106 sf	Movie/Retail Center	0.001818 employees/sf	247
37	Veranda Crest	42 du	Condominiums	N/A	N/A

Table IV.J-4
Estimated Cumulative Employment Generation for the Related Projects

Map No.	Project Name	Size	Description	Employee Generation Factors[o]	Total Employees Generated
38	Target Center	7,050 sf	Retail	0.001818 employees/sf	13
39	Used Car Sales Lot	1,997 sf	Used Car Sales Lot	0.001818 employees/sf	4
40	7 Single-Family Homes	7 du	Single-Family Homes	N/A	N/A
41	BNSF MOW Expansion	5,170 sf	Office Building	0.004 employees/sf	21
42	Retail Center	11,400 sf	Retail	0.001818 employees/sf	21
43	Industrial Building	2,600 sf	Industrial	0.003333 employees/sf	9
44	Office Building	6,912 sf	Office Building	0.004 employees/sf	28
City of Bell Gardens					
45	Shopping Center[m]	11,000 sf	Retail Shopping Center	0.001818 employees/sf	20
46	Casino Expansion[m]	12,000 sf	Event Center	0.001818 employees/sf	22
47	Tentative Parcel Map No. 063646[h]	7 du	Single-Family Homes	N/A	N/A
48	Office Building[h]	2,710 sf	Office Building	0.004 employees/sf	11
49	Tentative Tract Map No. 067931[h]	10 du	Condominiums	N/A	N/A
50	Tentative Tract Map No. 069086[h]	7 du	Condominiums	N/A	N/A
City of Downey					
51	Los Angeles County Data Center[n]	90 emp	Office Building	N/A	90
52	Lakewood Blvd. Commercial Center[g]	8,000 sf	Office Building	0.004 employees/sf	32
53	Lakewood Retail/Office Center	9,320 sf	Office and Retail	0.004 employees/sf	37
54	Florence Retail Center	15,421 sf	Retail	0.001818 employees/sf	28
55	Florence Medical Office Building 1[g]	31,500 sf	Medical Office	0.004 employees/sf	126
56	Desert Reign Church[g]	27,528 sf	Church (570 seat sanctuary)	N/A	N/A
	Davita Dialysis Clinic[g]	9,000 sf	Dialysis Clinic	0.004 employees/sf	36
57	Hall Road	200,000 sf	Industrial	0.003333 employees/sf	667
58	Florence Condominiums	17 du	Condominiums	N/A	N/A
59	Quinn Office Building	4,308 sf	Office Building	0.004 employees/sf	17
60	Walgreens	12,202 sf	Retail	0.001818 employees/sf	22
61	Rodriguez Professional Building	16,110 sf	Office Building	0.004 employees/sf	64
62	Kaiser Downey Medical Center	680,000 sf 173,616 sf	Hospital Medical Office Building	0.004 employees/sf 0.004 employees/sf	2,720 695
				Related Projects Total	**~~5,425~~8,840**
				City of Downey Related Projects Total	**~~1,194~~4,534**
				Proposed Project Net Total	**~~5,262~~8,795**

Table IV.J-4
Estimated Cumulative Employment Generation for the Related Projects

Map No.	Project Name	Size	Description	Employee Generation Factors[o]	Total Employees Generated
				Cumulative Total	**~~10,687~~14,102**
				Proposed Project and Downey Only Projects Total	**~~6,381~~9,796**

[a] *Information obtained from City of Santa Fe Springs Planning Department – Wayne Morrell, Principal Planner, 562-868-0511 x7362, waynemorrell@santafesprings.org.*
[b] *Information obtained from City of Santa Fe Springs Website.*
[c] *Information obtained from City of Commerce Planning Department, Mercenia Lugo, Planning Division, mercenial@ci.commerce.ca.us, 323-722-4805 x2811.*
[d] *Information obtained from City of Lynwood Planning Department.*
[e] *Information obtained from City of Lynwood Website.*
[f] *Information obtained from City of Paramount Planning Department – Wendy Macias, Community Development Planner, 562-220-2060, wmacias@paramountcity.com.*
[g] *Traffic Sensitivity Analysis for Rancho Los Amigos National Rehabilitation Center Project, Kaku Associates, January 2008.*
[h] *South Gate Gateway Project, Draft Environmental Impact Report (DEIR), November 14, 2007 – Alvie Betancourt, Senior Planner, 323-563-9526.*
[i] *Firestone Boulevard/Atlantic Avenue Intersection Improvements Project, Draft Environmental Impact Report (DEIR), July 10, 2007.*
[j] *Information obtained from City of Bellflower Planning Department – Carlos Luis, Assistant Planner, 562-804-1424 x2314, cluis@bellflower.org.*
[k] *Information obtained from City of Norwalk Planning Department – Community Development Department, 562-929-5744, planning@ci.norwalk.ca.us.*
[l] *Information obtained from City of Pico Rivera Planning Department – Sergio Ruiz, Planning Division, 562-801-4332, sruiz@pico-rivera.org.*
[m] *Information obtained from City of Bell Gardens Planning Department – Mr. Hailes Soto, Planning Division, 562-806-7722, hsoto@bellgardens.org.*
[n] *Traffic Study for County of Los Angeles Data Center Project, Raju Associates, April 2008.*
[o] *Downey Landing Specific Plan Final Program Environmental Impact Report, February 2002.*
[p] *Los Angeles Unified School District, Commercial/Industrial Development School Fee Justification Study, September 2002, p.ES-2.*
[q] *For Related Project No. 62, the hospital portion has been completed.*

Notes: du = dwelling units, emp = employees, sf = square feet.
Source: Raju Associates, Inc., June 2008.
Source (table): Christopher A. Joseph & Associates, November 2008, updated 2011.

IV.K. Public Services, 1. Fire Protection, Mitigation Measures

39. Page IV.K-11 change the mitigation measure as follows:

K-2. The Proposed Project and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, onsite automatic sprinklers, and hydrant placement. Prior to issuing permits for any phase of the project, ~~the~~ Applicant shall implement all fire code and ordinance requirements applicable at the time of development to the satisfaction of the Downey Fire Department.

IV.K. Public Services, 2. Police Protection, Cumulative Impacts

40. Page IV.K-17 change the paragraphs as follows:

Implementation of the Proposed Project in combination with ambient growth and the related projects identified in Section III. Environmental Setting, would further increase the demand for police protection services in the project area. As discussed in Section IV.J. Population, Housing, and Employment, buildout of the Proposed Project and the ~~61~~ 62 identified related projects would result in the addition of approximately 7,952 new permanent residents to the project area and cities identified in the related projects table (see Table IV.J-3, Estimated Cumulative Population Generation for the Related Projects). However, related projects located in surrounding cities do not affect the service population of the Downey Police Department. Therefore, for cumulative purposes, only the population generated by related projects located within the City of Downey will be included in this analysis.

As discussed previously, the Proposed Project is located within the City of Downey, which has an existing police service population of approximately 110,000 persons. The related projects located within the City of Downey also would be served by the DPD Headquarters located 10911 Brookshire Avenue. As shown in Table IV.J-3, Estimated Cumulative Population Generation for the Related Projects, the residential population associated with the Proposed Project and the ~~11~~ 12 related projects in the City of Downey would result in a 4,938-person cumulative increase in the police service population for the Downey Police Department Headquarters, of which the Proposed Project would comprise approximately 99 percent.

IV.K. Public Services, 3. Schools, Cumulative Impacts

41. Page IV.K-23 change the paragraphs as follows:

Implementation of the Proposed Project in conjunction with the related projects in Section III. Environmental Setting, would further increase demands for school services. There are a total of ~~78~~ 62 identified related projects. As shown in Table IV.K-5, Estimated Related Projects Student Generation, in total, the related projects would generate approximately 199 elementary school students, 123 middle school students, and 177 high school students, for a total student generation of 499 students. However, the identified related projects list includes projects located within several different cities in the area; only those related projects located within the City of Downey would be served by the Downey Unified School District. As such, only the related projects in the City of Downey will be analyzed for cumulative impacts. Additionally, only those related projects with residential components will be analyzed. For a conservative analysis, it is assumed that all of the students generated by the related projects in the City of Downey would attend the same schools as the students generated by the Proposed Project. Upon buildout, the related projects located within the City of Downey would generate approximately four elementary school students, three middle school students, and four high school students for a total of approximately 11 additional students at area schools.

IV.K. Public Services, 4. Recreation and Parks, Cumulative Impacts

42. Page IV.K-30 change the paragraphs as follows:

The Proposed Project in combination with the related projects identified in Section III. Environmental Setting, would be expected to increase the cumulative demand for parks and recreational facilities in the project area. Of the ~~61~~ 62 related projects, only ~~11~~ 12 projects are located within the City of Downey and would be expected to patronize City of Downey public parks and recreation facilities. Of the ~~11~~ 12 related projects within the City of Downey, one would generate residents and, therefore, would combine with the Proposed Project to create a cumulative increase in demand for park and recreation space.

IV.K. Public Services, 5. Libraries, Cumulative Impacts

43. Page IV.K-34 change the paragraphs as follows:

Implementation of the Proposed Project in combination with the related projects identified in Section III., Environmental Setting, would be expected to further increase demand for library services throughout the region. However, only those related projects in the City of Downey that would be served by the Downey City Library will be analyzed in the cumulative discussion. Of the ~~61~~ 62 identified related projects, only the ~~11~~ 12 projects located within the City of Downey would be served by the Downey City Library. In general, the employees and students that would be generated by the related projects would not be expected to patronize the Downey City Library to any great extent, as they typically would not have long periods of time during their work or school days to visit library facilities. It is considered far more likely that these two groups would use libraries near their homes during non-work or non-school hours. Thus, only the related projects that would generate residents are utilized for this cumulative analysis. Of the ~~11~~ 12 related projects that would be served by the Downey City Library, one would include a residential component.

IV.L. Traffic/Transportation/Parking, Project Impacts

44. Page IV.L-26, revise the paragraph as follows:

A total of ~~61~~ 62 related projects were identified. Table IV.L-8 shows the land use, location and size of the related projects and Figure IV.L-7 illustrates the location of these related projects. All these projects' growth was checked against corresponding growth reflected in the model forecasts to ensure that they were accounted for and that consistent long-term Future Year 2020 without Project travel forecasts at all the study locations could be obtained.

45. Page IV.L-27, revise Table IV.L-8 as follows:

Table IV.L-8
List of Related Projects

Map No.	Project Name	Location	Description	Size
City of Santa Fe Springs				
1	Villages at Heritage Springs[a]	Telegraph Rd/Clark Av./Bloomfield Av./Norwalk Bl.	Single-Family Homes	554 units
2	Carmenita Plaza[a]	10120 Carmenita Rd.	Multi-Tenant Commercial	6,500 sf
3	Felipe's Cabinets[a]	11790 Slauson Av.	Warehouse/Office	11,462 sf
4	McMaster Carr Supply Co.[a]	9630 Norwalk Bl.	Warehouse	85,000 sf
5	Kiewit Office Building[b]	10704 Shoemaker Av.	Office	23,500 sf
6	Golden Springs Development[b]	Carmenita Rd. & Foster Rd.	Industrial	200,000 sf
7	Petro Builders Industrial Building[b]	10145 Geary Av.	Maintenance Building	4,656 sf
City of Commerce				
8	Citadel Expansion[c]	5675 Telegraph Rd.	Retail Outlet Center Office Building	253,200 sf 30,000 sf
City of Lynwood				
9	Retail Building[d]	3801-3831 Martin Luther King Jr. Bl.	Retail	15,900 sf
10	Commercial Building[d]	3791 Martin Luther King Jr. Bl.	Office Building	4,140 sf
11	Oakwood Plaza[d]	3211 Oakwood Av.	Retail	14,800 sf
12	Commercial Retail Building[d]	10820 Atlantic Av.	Commercial Retail	17,670 sf
13	Warehouse[d]	11298 Alameda St.	Warehouse	7,200 sf
City of Paramount				
14	Commercial Retail Center[f]	13729-33 Garfield Av.	Retail Center Super Market Fast Food Restaurant	4,800 sf 7,300 sf 2,670 sf
15	Masse Homes[f]	8415-8427 Adams St.	Single-Family Homes	7 units
16	Chanslor Investments, Inc.[f]	8329-8335 Somerset Bl.	Single-Family Homes	8 units
17	Felix Homes[f]	16603-16613 Indiana Av.	Single-Family Homes	6 units
18	Cerro Metals[g]	14900 Garfield Av.	Grocery Warehouse	551,821 sf
City of South Gate				
19	Elementary School No. 4[h]	SW corner of Firestone Bl. & Dorothy Av.	Elementary School	950 students
20	Infill Project[h]	Tweedy Bl. between Atlantic Bl. & Pinehurst Av.	Shopping Center	46,600 sf
21	Calden Avenue Condominiums (Tierra del Rey)[h]	Southern Av. Between Calden Av. & Alameda St.	Condominiums Mini-Storage	107 units 100,000 sf
22	Firestone Mixed-Use Project	Firestone Bl.	Shopping Center	18,090 sf

Table IV.L-8
List of Related Projects

Map No.	Project Name	Location	Description	Size
	(Firestone Village)[h]	between South Gate Av. & Greenview Av.	Single-Family Homes	47 units
23	LAUSD Elementary School #9	Firestone Bl. between Long beach Bl. & Santa Fe Av.	Elementary School	650 students
24	LAUSD High School	Tweedy Bl. and Atlantic Bl.	High School	1,500 students
25	Industrial Building[h]	Southern Av. Between Rayo Av. & L.A. River	Industrial	75,000 sf
26	WAMU Center[h]	NW corner of Firestone Bl. & Long Beach Bl.	Bank	8,000 sf
27	Firestone Bl./Atlantic Av. Int. Improv. Project[h]	NW corner of Atlantic Av. & Firestone Bl.	City Hall Annex	8,000 sf
28	Food Market	NW corner of Firestone Bl. & State St.	Shopping Center	20,000 sf
29	The Gateway Retail Project (El Portal)[i]	NW corner of Atlantic Av. & Firestone Bl.	Shopping Center	600,000 sf
City of Bellflower				
30	Bellflower Vascular Access Center[j]	16506 Lakewood Bl.	Pharmacy/Medical Offices	13,000 sf
31	Seven-Eleven Store[j]	14300 Bellflower Bl.	Retail	2,052 sf
City of Norwalk[k]				
32	Shopping Center Remodel	Imperial Hwy. & Shoemaker Rd.	Restaurant Retail Retail	5,490 sf 10,360 sf 4,890 sf
33	Industrial/Office Complex	Rosecrans Av. & Shoemaker Rd.	Retail Warehouse Manufacturing Restaurant Industrial Medical Office Industrial	11,954 sf 14,843 sf 14,730 sf 5,000 sf 3,332 sf 9,582 sf 19,536 sf
34	Fresh & Easy Market	Rosecrans Av. & Studebaker Rd.	Super Market	14,800 sf
City of Pico Rivera[L]				
35	Pico Rivera Market Place	8909 Washington Bl.	Fitness Center Retail Building Retail	50,000 sf 35,000 sf 9,300 sf
36	Pico Rivera Village Walk 15	Whittier Bl. & Paramount Bl.	Movie/Retail Center	135,106 sf
37	Veranda Crest	5216 Rosemead Bl.	Condominiums	42 units
38	Target Center	8878 Whittier Bl.	Retail	7,050 sf
39	Used Car Sales Lot	8642 E. Beverly Bl.	Used Car Sales Lot	1,997sf

Table IV.L-8
List of Related Projects

Map No.	Project Name	Location	Description	Size
40	7 Single-Family Homes	Durfee Av. & Gallatin Rd.	Single-Family Homes	7 units
41	BNSF MOW Expansion	7427 Rosemead Bl.	Office Building	5,170 sf
42	Retail Center	9316 & 9332 Washington Bl.	Retail	11,400 sf
43	Industrial Building	San Gabriel River Pkwy	Industrial	2,600 sf
44	Office Building	9244 Beverly Rd.	Office Building	6,912 sf
City of Bell Gardens				
45	Shopping Center[m]	6420 Gate Av.	Retail Shopping Center	11,000 sf
46	Casino Expansion[m]	7301 Eastern Av.	Event Center	12,000 sf
47	Tentative Parcel Map No. 063646[h]	5614 Clara St.	Single-Family Homes	7 units
48	Office Building[h]	6244 Florence Av.	Office Building	2,710 sf
49	Tentative Tract Map No. 067931[h]	5829 Muller St. and 5842-48 Quinn St.	Condominiums	10 units
50	Tentative Tract Map No. 069086[h]	5517 Quinn St.	Condominiums	7 units
City of Downey				
51	Los Angeles County Data Center[n]	Erickson & Flores Street	Office Building	90 employees
52	Lakewood Boulevard Commercial Center[g]	SW corner of Lakewood Bl. & Firestone Bl.	Office Building	8,000 sf
53	Lakewood Retail/ Office Building	9637 Lakewood Bl.	Office and Retail	9,320 sf
54	Florence Retail Center	7877 Florence Av.	Retail	15,421 sf
55	Florence Medical Office Building 1[g]	Florence Av.	Medical Office	31,500 sf
56	Desert Reign Church and Davita Dialysis Clinic[g]	11610 Lakewood Bl.	Church (570-seat sanctuary) Dialysis Clinic	27,528 sf 9,000 sf
57	Hall Road	9236 Hall Rd.	Industrial Condominiums	200,000 sf
58	Florence Condominiums	9100-9126 Florence Av.	Condominiums	17 units
59	Quinn Office Building	8129 Florence Av.	Office Building	4,308 sf
60	Walgreens	9020 Firestone	Retail	12,202 sf
61	Rodriguez Professional Building	8036 Florence Av.	Office Building	16,110 sf
62	Kaiser Downey Medical Center [o]	Northwest corner of Imperial Highway and Bellflower Boulevard	Hospital Medical Office Building	680,000 sf 173,616 sf

[a] *Information obtained from City of Santa Fe Springs Planning Department - Wayne Morrell, Principal Planner, 562-868-0511x7362, waynemorrell@santafesprings.org.*

[b] *Information obtained from City of Santa Fe Springs Website.*

[c] *Information obtained from City of Commerce Planning Department - Mercenia Lugo, Planning Div. mercenial@ci.commerce.ca.us, 323-722-4805x2811.*

[d] *Information obtained from City of Lynwood Planning Department.*

Table IV.L-8
List of Related Projects

Map No.	Project Name	Location	Description	Size
[e]	*Information obtained from City of Lynwood Website.*			
[f]	*Information obtained from City of Paramount Planning Department - Wendy Macias, Community Dev. Planner, 562-220-2060, wmacias@paramountcity.com.*			
[g]	*Traffic Sensitivity Analysis for Rancho Los Amigos National Rehabilitation Center Project, Kaku Associates, January 2008.*			
[h]	*South Gate Gateway Project, Draft Environmental Impact Report (DEIR), November 14. 2007 - Alvie Betancourt, Senior Planner, 323-563-9526.*			
[i]	*Firestone Boulevard/Atlantic Avenue Intersection Improvements Project, Draft Environmental Impact Report (DEIR), July 10. 2007.*			
[j]	*Information obtained from City of Bellflower Planning Department - Carlos Luis, Assist. Planner, 562-804-1424x2314, cluis@bellflower.org.*			
[k]	*Information obtained from City of Norwalk Planning Department - Community Dev. Dept., 562-929-5744, planning@ci.norwalk.ca.us.*			
[l]	*Information obtained from City of Pico Rivera Planning Department - Sergio Ruiz, Planning Div. 562-801-4332, sruiz@pico-rivera.org.*			
[m]	*Information obtained from City of Bell Gardens Planning Department - Mr. Hailes Soto, Planning Division, 562-806-7722, hsoto@bellgardens.org.*			
[n]	*Traffic Study for the County of Los Angeles Data Center Project, Raju Associates, Inc., April 2008.*			
[o]	*For Related Project No. 62, the hospital portion has been completed.*			
Source: Raju Associates, Inc., November 2008.				
Source (table): Christopher A. Joseph & Associates, November 2008, updated 2011.				

IV.L. Traffic/Transportation/Parking, Mitigation Measures

46. Page IV.L-65, add the following mitigation measure:

L-7. The applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.

IV. M. Utilities, 1. Wastewater, Regulatory Framework, Wastewater System Facilities

46. Page IV.M-3, modify the paragraph as follows:

Joint Water Pollution Control Plant (JWPCP)

The JWPCP is located at 24501 South Figueroa Street, approximately 11.8 miles southwest of the Project Site, in the City of Carson. It provides primary and secondary treatment for approximately ~~320~~ 400 million gallons of wastewater per day and serves a population of approximately 3,500,000 persons.[1] The JWPCP is subject to the Clean Water Enforcement and Pollution Prevention Act of 1999 (SB 709) and the Los Angeles Regional Water Quality Control Board (LARWQCB) National Pollutant Discharge

[1] *Los Angeles County Sanitation Districts, About, Wastewater Facilities, Joint Water Pollution Control Plant, website: http://www.lacsd.org/about/wastewater_facilities/jwpcp/default.asp, August 11, 2008.*

Elimination System (NPDES), permit CA0053813.[2] The JWPCP has a design capacity of approximately 400 million gallons-per-day (MGD) and currently receives an average flow of approximately ~~330~~ 300 MGD of wastewater.[3] Thus, the JWPCP has a remaining capacity of approximately ~~70~~ 100 MGD.

47. Page IV.M-4, modify the paragraph as follows:

Los Coyotes Water Reclamation Plant

The Los Coyotes WRP is part of CSDLAC's Joint Outfall System which serves 17 of the County's Sanitation Districts. These 17 Sanitation Districts are signatory to a Joint Outfall Agreement that provides a regional, interconnected system of facilities and serves 73 cities, including the City of Downey, as well as unincorporated portions of the County.[4]

The Los Coyotes WRP is located at 16515 Piuma Avenue, approximately 3.14 miles southeast of the Project Site, in the City of Cerritos. This plant began operation in 1970 with an initial primary and secondary treatment capacity of 12.5 MGD. Currently, the Los Coyotes WRP has a design capacity of approximately ~~60~~ 37.5 MGD, and treats an average flow of ~~37.5~~ 27.8 MGD.[5] Thus the Los Coyotes WRP has a remaining capacity of approximately ~~22.5~~ 10 MGD. This facility serves a population of approximately 370,000 persons. Over five million gallons of treated water per day is reused at over 200 reuse sites including landscape irrigation of schools, golf courses, parks, and nurseries as well as industrial use.[6] The Los Coyotes WRP is subject to the Clean Water Enforcement and Pollution Prevention Act of 1999 (SB 709) and LARWCQB NPDES, Permit CA0054011.[7]

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[2] *United States Environmental Protection Agency, Enforcement and Compliance History Online, City of Carson Compliance Search, website: http://www.epa-echo.gov/cgi-bin/ideaotis.cgi, August 11, 2008.*

[3] ~~*Phone correspondence with Dale Dollins, Treatment Operator, Joint Water Pollution Control Plant, November 10, 2008.*~~ *Letter correspondence with Ruth I. Frazen, Customer Service Specialist, Facilities Planning Department, County Sanitation Districts of Los Angeles County, April 9, 2009.*

[4] *Los Angeles County Sanitation Districts, About, Wastewater Facilities, website: http://www.lacsd.org/about/wastewater_facilities/default.asp, August 11, 2008.*

[5] ~~*Phone correspondence with Dale Dollins, Treatment Operator, Joint Water Pollution Control Plant, November 10, 2008.*~~ *Letter correspondence with Ruth I. Frazen, Customer Service Specialist, Facilities Planning Department, County Sanitation Districts of Los Angeles County, April 9, 2009.*

[6] *Los Angeles County Sanitation Districts, About, Wastewater Facilities, Los Coyotes Water Reclamation Plant, website: http://www.lacsd.org/about/wastewater_facilities/joint_outfall_system_water_reclamation_plants/los_coyotes.asp, August 11, 2008.*

[7] *United States Environmental Protection Agency, Enforcement and Compliance History Online, City of Cerritos Compliance Search, website: http://www.epa-echo.gov/cgi-bin/ideaotis.cgi, August 11, 2008.*

IV.M. Utilities, Environmental Impacts

48. Pages IV.M-5 through IV.M-7, modify the paragraphs and tables as follows:

Project Impacts

The Proposed Project would involve demolition of existing studio uses and the construction of up to 3,950,000 square feet of residential, commercial, office, and public open space uses.

The Proposed Project is anticipated to generate approximately 512,700 gallons per day (gpd) of wastewater (see Table IV.M-2). This represents a net increase of 502,448 gpd at the Project Site.

There are no known sewer line deficiencies in the project vicinity. Construction activities required to connect project buildings to the existing infrastructure would involve construction of laterals within the Project Site. Impacts related to wastewater conveyance would be less than significant.

The wastewater generated by the Proposed Project would subsequently be conveyed to the JWPCP. As discussed above, the remaining capacity at the JWPCP is approximately ~~70~~ 100 MGD. The 502,448 gpd net increase in wastewater over the existing uses represents approximately ~~0.8~~ 0.7 percent of the remaining capacity at the JWPCP. The JWPCP, therefore, has sufficient remaining capacity to accommodate the Proposed Project. Impacts upon wastewater treatment capacity therefore would be less than significant.

Table IV.M-2
Proposed Project Wastewater Generation

Land Use	Size	Generation Rate	Total (gallons/day)
Office	675,000 sf	150 gal./1,000 sf/day	101,250
Retail	1,200,000 sf	80 gal/1,000 sf/day[a]	96,000
Hotel	450 rooms	130 gal/room/day	58,500
Residential	1,700,000 sf (approx. 1,500 units)	148 gal/unit/day [b]	222,000
Open Space	200,000 sf	94 gal/1,000 sf/day [c]a	18,800
Parking Facilities	850,000 sf	19 gal/1,000 sf/day	16,150
		Proposed Project Total	**512,700**
		Existing Uses Total	**10,252**
		Net Increase in Wastewater Generation	**502,448**

sf = square feet

~~[a] Calculated utilizing the "Store" generation factor.~~

~~[b] Calculated using the "Five Units or More" residential factor.~~

[c]a *County Sanitation Districts of Los Angeles County, Table 1, Loadings for Each Class of Land Use, February 10, 2004. Calculated utilizing the "Golf Course, Camp, and Park" generation factor.*

Source: ~~*County Sanitation Districts of Los Angeles Count, 2004.*~~*City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. The City of Downey does not have its own generation rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).*

Source (table): Christopher A. Joseph & Associates, 2008, updated 2011.

CUMULATIVE IMPACTS

Implementation of the Proposed Project in combination with the related projects identified in Section II. Environmental Setting, would increase demands on wastewater treatment services. As shown in Table IV.M-3, Cumulative Wastewater Generation, the related projects would generate approximately ~~336,831~~ 532,873 gallons of wastewater per day.

CSDLAC would provide trunk sewer conveyance for the identified related projects. However, each of the related projects would need to obtain a final approval from their respective Sanitation Districts for sewer connection permits. The sewer line capacity for each related project would be evaluated on a case-by-case basis and would be mitigated to the extent feasible in accordance with CEQA. Therefore, cumulative impacts on wastewater conveyance infrastructure would be less than significant.

For a conservative analysis, it is assumed that all of the related projects would rely on the wastewater treatment services provided by the JWPCP and the Los Coyotes WRP. As shown in Table IV.M-3, the Proposed Project, in conjunction with the related projects, is estimated to generate approximately ~~870,079~~ 1,035,321 gallons of wastewater per day. As previously discussed, the design capacity of the JWPCP is approximately 400 MGD and the design capacity of the Los Coyotes WRP is approximately 37.5 MGD. The JWPCP currently has an average wastewater flow of approximately ~~330~~ 300 MGD while the Los Coyotes WRP currently has an average wastewater flow of approximately ~~37.5~~ 27.8 MGD. Therefore, the JWPCP has a remaining capacity of approximately ~~70~~ 100 MGD and the Los Coyotes WRP has a remaining capacity of approximately ~~22.5~~ 10 MGD. The cumulative wastewater generation would be well within the design capacity of the JWPCP, representing approximately ~~0.5~~ 0.01 percent of the remaining capacity. Cumulative wastewater generation would also represent approximately ~~1.5~~ 0.10 percent of the remaining capacity of the Los Coyotes WRP. Therefore, cumulative impacts on wastewater treatment capacity would be less than significant.

Table IV.M-3
Cumulative Wastewater Generation

Related Projects in the Cities of Santa Fe Springs, Commerce, Lynwood, Paramount, South Gate, Bellflower, Norwalk, Pico Rivera, and Bell Gardens			
Land Use	**Size**	**Generation Rate[a]**	**Total (gallons/day)**
Single Family Residential[b]	636 du	180 gallons/unit/day	114,480
Multi-Family Residential	166 du	160 gallons/unit/day	26,560
Office	126,476 sf	150 gallons/1,000 sf/day	18,971
Retail	1,267,859 sf	80 gallons/1,000 sf/day	101,429
Industrial/Warehouse	1,128,718 sf	20 gallons/1,000 sf/day	22,574
Restaurant[c]	13,160 sf	80 gallons/1,000 sf/day	1,053
Elementary School	1,600 students	8 gallons/student/day	12,000
High School	1,500 students	12 gallons/student/day	19,200
		Subtotal	*316,267*
Related Projects in the City of Downey			
Multi Family Residential	17 du	160 gallons/unit/day	2,720
Office	~~68,918~~242,534 sf	150 gallons/1,000 sf/day	~~10,338~~ 36,380
Retail	36,943 sf	80 gallons/1,000 sf/day	2,955

Table IV.M-3
Cumulative Wastewater Generation

Industrial/Warehouse	200,000 sf	20 gallons/1,000 sf/day	4,000
Church	27,528 sf	20 gallons/1,000 sf/day	551
Hospital	680,000 sf	250 gallons/1000 sf/day	170,000
		Subtotal	*~~20,564~~216,606*
		Related Projects Total	**~~336,831~~532,873**
		Proposed Project Net Total	**~~533,248~~502,448**
		Cumulative Total	**~~870,079~~1,035,321**

Note: du = dwelling units, ~~emp = employees,~~ sf = square feet

[a] *All generation rates utilized are from ~~County Sanitation Districts of Los Angeles County, 2004.~~ City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. The City of Downey does not have its own generation rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).*

[b] *Assumes two bedrooms.*

[c] *Calculated utilizing the "Retail" generation rate.*

Source (table): Christopher A. Joseph & Associates, October 2008, updated 2011.

IV.M. Utilities, 2. Water, Environmental Impacts, Projected Project Site Water Demand, Net Project Water Demand, Potable Water Demand

49. Page IV.M-20, modify the table as follows:

Table IV.M-5
Proposed Project Water Demand

Land Use	Size	Consumption Rate [c]	Total (gallons/day)
Office	675,000 sf	192 gal./1,000 sf/day	129,600
Retail	1,200,000 sf	102.4 gal/1,000 sf/day	122,880
Hotel	450 rooms	166.4 gal/room/day	74,880
Residential	1,700,000 sf (approx. 1,500 units)	188.8 gal/unit/day	283,200
Irrigated Open Space[~~b~~e]	200,000sf	120 gal/1,000 sf/day[a]	24,000
Parking Facilities	850,000 sf	24 gal/1,000 sf/day	20,400
		Proposed Project Total	**654,960**
		Existing Uses Total	**13,123**
		Net Increase in Water Demand	**641,837**
		Net Increase in Potable Water Demand	**617,837**
		Net Increase in Recycled Water Demand	**24,000**

sf = square feet

[a] *Los Angeles County Sanitation District, Average Wastewater Generation Factors, Table 1, Loadings for Each Class of Land Use, March 23, 2004, "Golf Course, Camp, and Park" generation factor.*

[b] *~~Los Angeles County Sanitation District, Average Wastewater Generation Factors, Table 1, Loadings for Each Class of Land Use, march 23, 2004.~~*

[b] *While the Project Description for the Proposed Project identifies 125,000 square feet of open space, this amount covers only major public open spaces, such as parks and town squares. An additional 75,000 square feet is expected to be utilized for other landscaping/open space purposes, including tree wells, planter boxes, medians and similar spaces that would require irrigation. This area was added to the area identified in the Project Description to yield 200,000 square feet of irrigated*

landscaped area for purposes of this water demand projection.

[c] *~~County Sanitation Districts of Los Angeles County, 2004.~~City of Los Angeles Bureau of Sanitation; calculated as 118% of wastewater generation for residential uses and 128% of wastewater generation for non-residential uses per City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. The City of Downey does not have its own consumption rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).*

Source (table): Christopher A. Joseph & Associates, 2008, updated 2011.

IV.M. Utilities, 2. Water, Cumulative Impacts

50. Page IV.M-25, modify the table as follows:

Potable Water

Implementation of the Proposed Project, in combination with the related projects identified in Section III, Environmental Setting, would increase potable water demand within the City of Downey. As shown in Table IV.M-6, Cumulative Potable Water Demand, the related projects served by the City of Downey would consume approximately ~~32,392~~ 235,727 gallons of water per day. In conjunction with the Proposed Project, total cumulative potable water demand of the Proposed Project and related projects would be ~~650,229~~ 853,564 gpd, or approximately ~~729~~ 957 AFY. In addition, according to the 2005 Downey UWMP Update, groundwater pumping within the City is expected to increase from 17,660 AFY in 2007/2008 to approximately 20,935 AFY over the next 20-year period, an increase of approximately 3,275 AFY. The increased potable water demand included in these projections reflects the projected growth in demand from existing uses as well as future growth and development within the City. While the cumulative potable water demand of ~~729~~ 957 AFY was not specifically identified within these projections, the projected cumulative potable water demand would be part of the forecast of the potable water demand associated with future development in the City, and would be consistent with, and is therefore included in, the overall forecasts of future potable water demand within the City.

Table IV.M-6
Cumulative Potable Water Demand

Related Projects in the City of Downey			
Land Use	**Size**	**Consumption Rate[a]**	**Total (gallons/day)**
Multi Family Residential	17 du	188.8 gallons/unit/day	3,210
Office	~~68,918~~242,534 sf	192 gallons/1,000 sf/day	~~13,232~~ 46,567
Retail	36,943 sf	102.4 gallons/1,000 sf/day	3,783
Industrial/Warehouse	200,000 sf	25.6 gallons/1,000 sf/day	5,120
Church	27,528 sf	256 gallons/1,000 sf/day	7,047
Hospital	680,000 sf	250 gallons/1000 sf/day	170,000
		Related Projects Total	**~~32,392~~235,727**
		Proposed Project Net Total	**617,837**
		Cumulative Total	**~~650,229~~853,564**

Note: du = dwelling units, ~~emp = employees,~~ sf = square feet

[a] *All consumption rates utilized are from City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. Water is calculated as 118% of wastewater generation for residential uses and 128% of*

Table IV.M-6
Cumulative Potable Water Demand

wastewater generation for non-residential uses. The City of Downey does not have its own consumption rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).

Assumes two bedrooms.

Source (table): Christopher A. Joseph & Associates, October 2008, updated 2011.

As discussed above, the City currently relies on local groundwater from the Central Basin to supply potable water needs. Based on the historic availability of "Allowed Pumping Allocation" (APA) for lease within the Central Basin, the City anticipates that its projected groundwater pumping needs, including the cumulative demand associated with the Proposed Project and related projects, will be met through a combination of its existing APA and lease/purchase of additional APA. In addition, WRD is expected to continue to employ its statutory authorities and responsibilities to maintain the reliability of the Central Basin as the primary source of Downey's water supply. Coupled with the limitations on annual extractions from the Central Basin as set forth in the Judgment, the water supplies available from the Central Basin will be sufficient to meet future cumulative water demand in the City over the next 20-year period.

Further, each related project would be required to comply with local and State water conservation programs as well as implement water conservation measures. Based on all of these factors, cumulative impacts related to potable water supply would be less than significant.

Recycled Water

Because recycled water demand associated with the related projects listed above, along with other projects which could access recycled water supplies through CBMWD is dependent upon the design characteristics of individual projects as well as access to recycled water distribution infrastructure, quantification of cumulative recycled water demand within the service area of CBMWD would be speculative. CBMWD is expected to continue to expand its recycled water distribution system to make recycled water more available to help reduce potable water demand. CBMWD projects that recycled water use within its service area will grow from 3,150 AF in 2005 to 15,500 AF by 2030.[8] This projection would accommodate the recycled water demand of the Proposed Project and related projects. As noted above, according to CSDLAC, the amount of recycled water available for use within the Central Basin is much greater than the amount currently being used. Recycled water supplies are expected to be unconstrained for the foreseeable future. Cumulative impacts related to recycled water supply would be less than significant.

[8] *Central Basin Municipal Water District, 2005 Urban Water Management Plan, Tables 8-4 and 8-5.*

Water Quality

The Proposed Project, in conjunction with the related projects would cumulatively consume approximately ~~729~~ 957 AFY. As stated above, the City's water is extracted from deep aquifers whose water quality is such that it currently complies with standards and is used without treatment. Water quality for projects within the City would continue to be monitored by the City. Additionally, the quality of water being supplied to the related projects located outside of the City would be required to comply with local, State, and federal regulations. Therefore, cumulative impacts on water quality would be less than significant.

IV.M. Utilities, 3. Solid Waste, Cumulative Impacts

51. Page IV.M-35, modify the table as follows:

As shown in Table IV.M-9, Cumulative Solid Waste Generation, the related projects would generate approximately ~~23,242~~ 29,043 pounds of solid waste per day.

Table IV.M-9
Cumulative Solid Waste Generation

Related Projects in the Cities of Santa Fe Springs, Commerce, Lynwood, Paramount, South Gate, Bellflower, Norwalk, Pico Rivera, and Bell Gardens			
Land Use	**Size**	**Generation Rate[a]**	**Total (lbs/day)**
Single Family Residential[b]	636 du	10 lbs./du/day	6,360
Multi-Family Residential[c]	166 du	4 lbs/du/day	664
Office[d]	126,476 sf	6 lbs/1,000 sf/day	759
Retail[e]	1,267,859 sf	5 lbs/1,000 sf/day	6,339
Industrial/Warehouse[f]	1,128,718 sf	5 lbs/1,000 sf/day	5,644
Restaurant[e]	13,160 sf	5 lbs/1,000 sf/day	66
Elementary School[g]	1,600 students	0.5 lbs/student/day	800
High School[g]	1,500 students	0.5 lbs/student/day	750
		Subtotal	*21,382*
Related Projects in the City of Downey			
Multi Family Residential[c]	17 du	4 lbs/du/day	68
Office[d]	~~68,918~~242,534 sf	6 lbs/1,000 sf/day	~~414~~1,455
Retail[e]	36,943 sf	5 lbs/1,000 sf/day	185
Industrial/Warehouse[f]	200,000 sf	5 lbs/1,000 sf/day	1,000
Church[h]	27,528 sf	7 lbs/1,000 sf/day	193
Hospital	680,000 sf	7 lbs/1,000 sf/day	4,760
		Subtotal	*~~1,860~~7,661*
		Related Projects Total	**~~23,242~~29,043**
		Proposed Project Net Solid Waste Generation	**4,500**
		Cumulative Total	**~~27,742~~33,543**

Note: du = dwelling units, ~~emp = employees,~~ sf = square feet, lbs = pounds

[a] *All Generation rates utilized are from the CalRecycle, Estimated Solid Waste Generation Rates. This list of generation rates was compiled sourcing generation rates utilized in other documents as referenced.*

[b] *Calculated utilizing the "Single Family" residential generation rate, County of Los Angeles Department of Regional Planning, Vesting Tentative Tract No. 47905, August 1992.*

[c] *Calculated utilizing the "Multifamily" residential generation rate, County of Los Angeles Department of Regional Planning, Vesting Tentative Tract No. 47905, August 1992.*

Table IV.M-9
Cumulative Solid Waste Generation

[d] *Calculated utilizing the "Office" generation rate, Stevenson Ranch Draft EIR (Phase IV), LA County, April 1992.*
[e] *Calculated utilizing the "Commercial" generation rate, County of Los Angeles Department of Regional Planning, Vesting Tentative Tract No. 47905, August 1992.*
[f] *Calculated utilizing the "Industrial" generation rate, Stevenson Ranch Draft EIR (Phase IV), LA County, April 1992.*
[g] *Calculated utilizing the "Educational Facilities" generation rate, Stevenson Ranch Draft EIR (Phase IV), LA County, April 1992.*
[h] *Calculated utilizing the "Public/Institutional" generation rate, Draft EIR for the Central Commercial Redevelopment Project (Monterey Park Redevelopment Agency), 1992.*

Source (table): Christopher A. Joseph & Associates, October 2008, updated 2011.

As shown in Table IV.M-9, the net total solid waste generated by the Proposed Project would be approximately 4,500 pounds per day. The Proposed Project, in conjunction with the related projects identified in Section III, Environmental Setting, would generate a net total of approximately ~~27,742~~ 33,543 pounds, or ~~13.9~~ 16.8 tons, of solid waste per day (see Table IV.M-9). Similar to the Proposed Project, each of the related projects would participate in regional source reduction and recycling programs pursuant to AB 939 and projects located within the City would also be required to comply with City Ordinance 07-1217, further reducing the amount of solid waste to be disposed of at the Puente Hills Landfill. Each related project would have the option of choosing its own recycling facility from the facilities listed by the Los Angeles County Department of Public Works, the Los Angeles County Sanitation Districts, and CalRecycle. Therefore, per the requirements of AB 939, the Proposed Project and the related projects would dispose of approximately ~~13,871~~ 16,772 pounds, or ~~6.9~~ 8.4 tons, or solid waste per day in the landfill.

The Puente Hills Landfill is permitted to accept a maximum of 13,200 tons of solid waste per day and currently intakes approximately 10,515 tons, which gives the landfill a remaining daily intake capacity of approximately 2,685 tons. As mentioned above, the Proposed Project, in conjunction with the related projects would cumulatively generate approximately ~~13,871~~ 16,772 pounds, or ~~6.9~~ 8.4 tons, of solid waste per day. This represents approximately ~~0.26~~ 0.31 percent of the remaining daily intake capacity and approximately ~~0.05~~ 0.08 percent of the total maximum permitted daily intake at the Puente Hills Landfill. Further, the Frank R. Bowerman Landfill is currently permitted to accept a maximum of 8,500 tons of solid waste per day. Solid waste generated by the Proposed Project, in conjunction with the related projects, represents approximately ~~0.08~~ 0.10 percent of the permitted daily intake at this landfill. Thus, the cumulative increase in solid waste generated by the Proposed Project and the related projects would not result in the need for additional disposal facilities. Therefore, cumulative impacts associated with solid waste service would be less than significant.

IV.M. Utilities, 4. Electricity, Cumulative Impacts

52. Page IV.M-43, modify the table as follows:

As shown in Table IV.M-12, Cumulative Electricity Consumption, the related projects associated with the Proposed Project would consume approximately ~~108,788~~ 154,985 KW-Hours of electricity per day.

Table IV.M-12
Cumulative Electricity Consumption

Related Projects in the Cities of Santa Fe Springs, Commerce, Lynwood, Paramount, South Gate, Bellflower, Norwalk, Pico Rivera, and Bell Gardens			
Land Use	**Size**	**Consumption Rate[a]**	**Total Electricity Consumed (KW hours/day)**
Single Family Residential	636 du	15.42 KW-Hours/unit/day	9,807
Multi-Family Residential	166 du	15.42 KW-Hours/unit/day	2,560
Office	126,476 sf	0.035 KW-Hours/sf/day	4,427
Retail	1,267,859 sf	0.037 KW-Hours/sf/day	46,911
Industrial/Warehouse[b]	1,128,718 sf	0.029 KW-Hours/sf/day	32,733
Restaurant	13,160 sf	0.13 KW-Hours/sf/day	1,711
Elementary School	1,600 students	N/A[c]	--
High School	1,500 students	N/A[c]	--
		Subtotal	*98,149*
Related Projects in the City of Downey			
Multi Family Residential	17 du	15.42 KW-Hours/unit/day	262
Office	~~68,918~~242,534 sf	0.035 KW-Hours/sf/day	~~2,412~~8,489
Retail	36,943 sf	0.037 KW-Hours/sf/day	1,367
Industrial/Warehouse[b]	200,000 sf	0.029 KW-Hours/sf/day	5,800
Church[b]	27,528 sf	0.029 KW-Hours/sf/day	798
Hospital	680,000 sf	0.059 KW-Hours/sf/day	40,120
		Subtotal	*~~10,639~~56,836*
		Related Projects Total	**~~108,788~~154,985**
		Proposed Project Total	**103,305**
		Cumulative Total	**~~212,093~~258,290**

Note: du = dwelling units, sf = square feet, KW = kilowatt

[a] All consumption rates are from SCAQMD, CEQA Air Quality Handbook, Table A9-11-A, 1993.

[b] Calculated utilizing the "Miscellaneous" consumption rate. Misc provides a rate slightly below Retail rate, which makes sense given the usage times of churches.

[c] No consumption rate available or no consumption rate available in the units provided. Schools rates are provided based on square footage, not number of students. We cannot assume the size of the schools.

Source (table): Christopher A. Joseph & Associates, October 2008, updated 2011.

The Proposed Project, in conjunction with the related projects identified in Section III, Environmental Setting, would increase electricity consumption. As shown in Table IV.M-12, the Proposed Project is estimated to consume a net total of approximately 103,305 KW-Hours per day. The electricity consumed by the Proposed Project, in combination with related projects would be approximately ~~212,093~~258,290 KW-Hours per day.

As the Proposed Project and the related projects are located within the western United States power grid, SCE is required to meet certain operational, supply, and reliability criteria as established by the WECC and the NERC. These criteria establish certain reserve margin requirements that SCE must meet to

accommodate any unforeseen contingencies. Additionally, energy conservation standards established by Title 24 of the California Code of Regulations would be incorporated into new buildings as part of the building permit process and thus reduce the amount of electricity consumed by the related projects in combination with the Proposed Project by addressing insulation, glazing, lighting, shading, and water and space heating systems. As such, cumulative impacts on electricity supplies would be less than significant.

IV.M. Utilities, 5. Natural Gas, Cumulative Impacts

53. Page IV.M-50, modify the table as follows:

As shown in Table IV.M-15, Cumulative Natural Gas Consumption, the related projects associated with the Proposed Project would consume approximately ~~312,446~~ 369,618 net cf of natural gas per day. The Proposed Project, in conjunction with the related projects, would cumulatively consume a total of approximately ~~691,046~~ 748,218 cf of natural gas per day (see Table IV.M-15).

Table IV.M-15
Cumulative Natural Gas Consumption

Related Projects in the Cities of Santa Fe Springs, Commerce, Lynwood, Paramount, South Gate, Bellflower, Norwalk, Pico Rivera, and Bell Gardens			
Land Use	**Size**	**Consumption Rate[a]**	**Total Natural Gas Consumed (cf/day)**
Single Family Residential	636 du	222 cf/unit/day	141,192
Multi-Family Residential	166 du	134 cf/unit/day	22,244
Office	126,476 sf	0.067 cf/sf/day	8,474
Retail	1,267,859 sf	0.1 cf/sf/day	126,786
Industrial/Warehouse[b]	1,128,718 sf	N/A[b]	--
Restaurant[c]	13,160 sf	0.1 cf/sf/day	1,316
Elementary School	1,600 students	N/A[b]	--
High School	1,500 students	N/A[b]	--
		Subtotal	*300,012*
Related Projects in the City of Downey			
Multi Family Residential	17 du	134 cf/unit/day	2,278
Office	~~68,918~~242,534 sf	0.067 cf/sf/day	~~4,618~~16,250
Retail	36,943 sf	0.1 cf/sf/day	3,694
Industrial/Warehouse[b]	200,000 sf	N/A[b]	--
Church[d]	27,528 sf	0.067 cf/sf/day	1,844
Hospital[d]	680,000 sf	0.067 cf/sf/day	45,560
		Subtotal	*~~12,434~~69,606*
		Related Projects Total	**~~312,446~~369,618**
		Proposed Project Net Total	**378,600**
		Cumulative Total	**~~691,046~~748,218**

Note: du = dwelling units, sf = square feet, cf = cubic feet

[a] All consumption rates are from SCAQMD, CEQA Air Quality Handbook, Table A9-11-A, 1993.

[b] No consumption rate available or no consumption rate available in the units provided. Schools rates are provided based on square footage, not number of students.

[c] Calculated utilizing the "Retail" generation rate.

[d] Calculated utilizing the "Office" generation rate. There is no rate for Hospital or Church uses for natural gas consumption.

Source (table): Christopher A. Joseph & Associates, October 2008, updated 2011.

As discussed above, natural gas supplies from the southwestern United States (i.e., the San Juan Basin and the Permian Basin) are expected to meet Southern California's gas demand. Furthermore, Title 24 of the California Code of Regulations establishes energy conservation standards for new construction. These energy conservation standards address insulation, glazing, lighting, shading, and water and space heating systems. With modern energy efficient construction materials, the Proposed Project and the related projects would be consistent with the City and State energy conservation standards also helping to reduce demand for natural gas. As such, cumulative impacts on natural gas resulting from development of the Proposed Project and the related projects would be less than significant.

VI. Alternatives to the Proposed Project

54. Page VI-2, add the following to the end of the bullet point list:

- Alternative F: 2011 Alternative (Preferred Project)

55. Page VI-82, add the following after the project objective bullet point:

F. 2011 Alternative

Shortly after the close of the comment period on the Draft EIR, the 2009 Proposed Project was put on hold due to the recession. However, after the 2009 Proposed Project was put on hold, the property owner and the City were approached by Tesla Motors who desired to adaptively reuse 50 acres of the Project Site as a manufacturing site for the Model S Sedan. The property owner and the City negotiated with Tesla Motors for approximately fifteen months, regarding terms for ground-leasing the majority of the site.

As part of the ground lease, Tesla Motors planned to reuse Buildings 1, 11, and 6/290. After extensive negotiations, Tesla Motors decided that a site in Fremont, California was more suitable for them and terminated discussions. Shortly after that decision by Tesla Motors, the property owner decided to move forward with a smaller project. The 2011 Alternative was developed because of the continuing effects of the economy and based on the comment letters received. The 2011 Alternative is about 1/3 the size of the 2009 Proposed Project, and does not include a residential component and is similar in impacts to the Reduced Density Alternative (although it is not identical to the Reduced Density Alternative because the mix of uses is not identical).

The 2011 Alternative involves a phased, mixed-use development for the 77-acre site consisting of:

- 1,100,000 square feet of commercial/retail floor area, including a 16 screen movie theater (which would comprise approximately 65,000 square feet);
- 300,000 square feet of office floor area; and
- 116,000 square feet of hotel floor area (comprising 150 hotel rooms).

In conjunction with this Alternative, the Applicant proposes that up to 200,000 square feet of retail space may instead be developed as office space, depending on market conditions. It is noted, however, that the total project would not exceed 1,516,000 square feet of total building floor area.

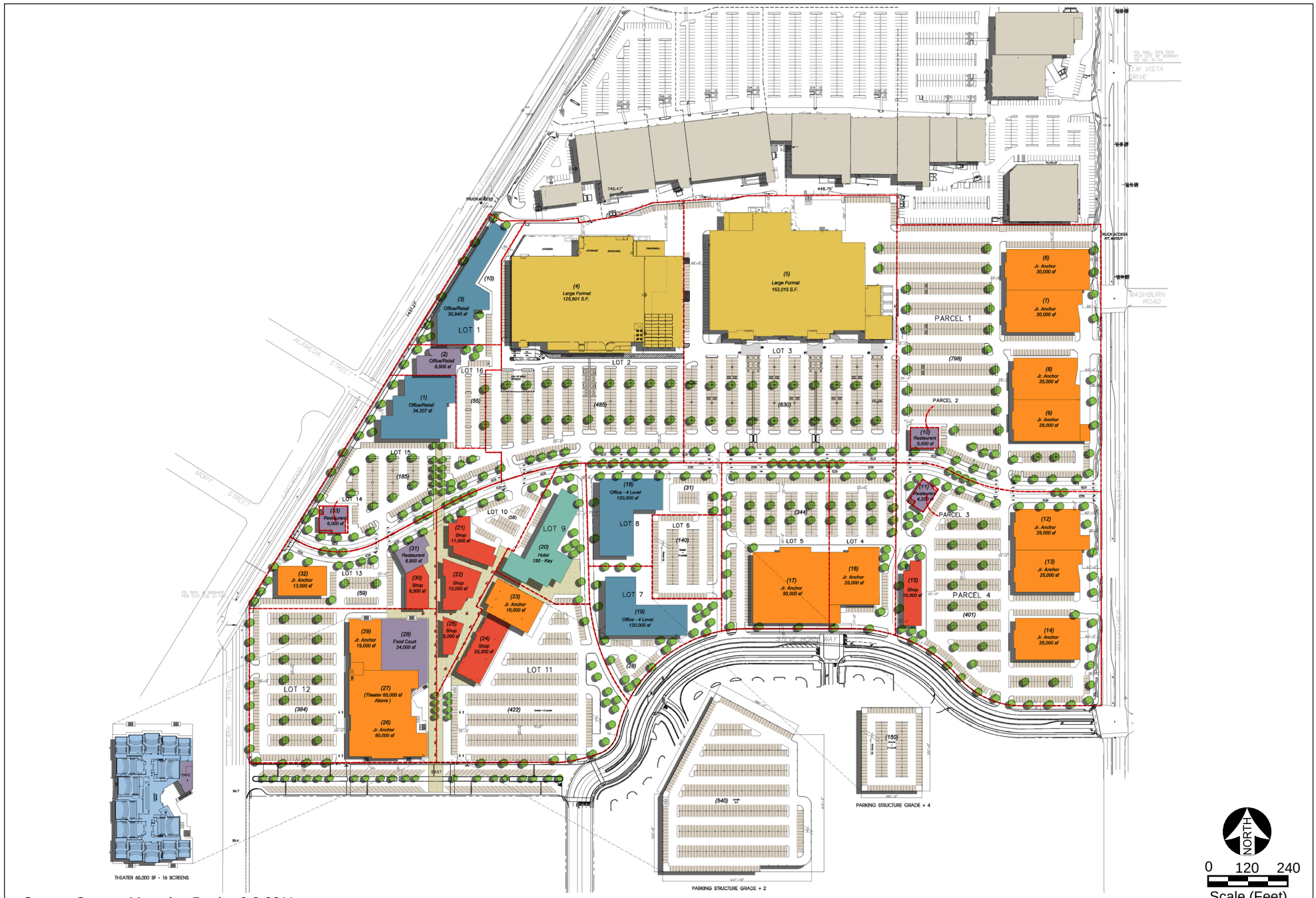
Vehicular access would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard. Figure III-1 shows the Site Plan for the 2011 Alternative.

Table VI-9
Comparison of the 2011 Alternative to the 2009 Proposed Project

Land Use	2009 Proposed Project	2011 Alternative	Net Change
Office	675,000 sf	300,000 sf	-375,000 sf
Retail	1,200,000 sf	1,035,000 sf	-165,000 sf
Hotel	450 rooms	150 rooms (116,000 sf)	-300 rooms
Residential	1,700,000 sf (1,500 units)	--	-1,700,000 sf
Theatre	--	16 screens (65,000 sf)	+ 65,000 sf
Total	**3,950,000 sf**	**1,516,000 sf**	**-2,434,000 sf**

Biological Resources

Due to the urbanized surroundings, there are no wildlife corridors or native wildlife nursery sites in the project vicinity. The 2011 Alternative would not interfere with the movement of any resident or migratory fish or wildlife species. Nevertheless, the approximately 30 existing trees on the Project Site that will be removed could possibly serve as nesting areas for migratory birds under The Migratory Bird Treaty Act ("MBTA"). The MBTA was enacted in the early Twentieth Century between the governments of the United States and Great Britain (representing Canada), subsequently Mexico in 1936, Japan in 1972, and the Union of Soviet Socialist Republics in 1976. The MBTA expanded the definition of migratory birds to include virtually all birds found in the United States. It establishes provisions regulating take, possession, transport, and import of migratory birds, including nests and eggs. Some examples of work that may be subject to MBTA restrictions include tree trimming, ground or vegetation disturbing activities, and tree removal during the bird breeding season. Compliance with the MBTA typically prohibits demolition and construction within certain distances of trees during nesting season and prohibits tree removal during nesting season, unless trees are surveyed for active nests prior to construction, demolition or tree removal during nesting season. To avoid impacts to nesting birds, Mitigation Measure A-1 shall be implemented.



Source: Source: Manarino Realty, 6-8-2011.

CAJA Environmental Services, LLC

Figure III-1
2011 Alternative Site Plan

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Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measure:

A-1. To avoid impacting nesting birds, one of the following must be implemented:

(a) Conduct vegetation removal and/or grading activities from September 1 through January 31, when birds are not likely to be nesting on the site; OR

(b) Conduct pre-construction surveys for nesting birds if construction is to take place during the nesting season. A qualified wildlife biologist shall conduct a pre-construction nest survey no more than five days prior to initiation of grading to provide confirmation on presence or absence of active nests in the vicinity (at least 300 feet around the Project Site). If active nests are encountered, species-specific measures shall be prepared by a qualified biologist in consultation with the CDFG and implemented to prevent abandonment of the active nest. At a minimum, grading in the vicinity of the nest shall be deferred until the young birds have fledged. A minimum exclusion buffer of 100 feet shall be maintained during construction, depending on the species and location. The perimeter of the nest-setback zone shall be fenced or adequately demarcated with staked flagging at 20-foot intervals, and construction personnel and activities restricted from the area. A survey report by the qualified biologist verifying that (1) no active nests are present, or (2) that the young have fledged, shall be submitted to the City prior to initiation of grading in the nest-setback zone. The qualified biologist shall serve as a construction monitor during those periods when construction activities will occur near active nest areas to ensure that no inadvertent impacts on these nests will occur.

Level of Significance After Mitigation

Impacts of the 2011 Alternative on biological resources would be less than significant.

Aesthetics

Visual Character

Under the 2011 Alternative, a lower total development would occur on the same Project Site as the 2009 Proposed Project (see Table VI-9). Therefore, the overall development density would be lower under this alternative when compared to the 2009 Proposed Project. Similar to the 2009 Proposed Project, under this Alternative, the potentially beneficial effects of providing a consistently and coherently designed project to replace the existing view of an underutilized site would occur. Even with the reduction in density, the visual appearance of the western approximately 60 acres of the Project Site would generally be similar to the 2009 Proposed Project. While the overall density in this area could be reduced and some increase in open space could occur under the Alternative, the substantial development that could still occur in this area under this alternative would provide similar views of urban development as would occur under the 2009 Proposed Project. This impact would be less than significant, and similar to the impact of the 2009 Proposed Project.

In addition to the type of development that would be permitted on the western approximately 60 acres, retail buildings of various sizes and configurations would also be permitted within the eastern approximately 20 acres of the Project Site. To the extent this area is developed in accordance with the development regulations of the Specific Plan, the effect would be similar to the effects of the 2009 Proposed Project. To the extent that this area is developed with one-story, large format retail buildings, the visual appearance of this portion of the Project Site under the 2011 Alternative would be similar to and consistent with other nearby retail centers located on Lakewood Boulevard, Stewart and Gray Road, and Bellflower Boulevard. Overall, the visual appearance of the Project Site would be improved compared to the existing conditions, since underutilized, older structures would be replaced with new structures, incorporating a coherent design and landscaping.

The appearance of this portion of the Project Site also would be consistent with surrounding institutional uses in terms of building height, mass and setback from the street, particularly with regard to the Kaiser Permanente buildings to the south. Also similar to the 2009 Proposed Project, the 2011 Alternative would provide transitional height and density between the Downey Landing Retail Center located to the north; residential uses and Kaiser Permanente administrative offices, industrial, and commercial uses to the east; and the Kaiser Downey Medical Center and Orchard and Garden Medical Offices located to the south; and residential neighborhoods located to the west. Overall, visual character impacts of the 2011 Alternative would be less than significant, and similar to the impacts of the 2009 Proposed Project.

Views

Because the San Gabriel Mountains lie low on the horizon, development of some structures could potentially block views through the Project Site of these mountains from Columbia Way (formerly Clark Avenue) and its adjacent sidewalks. However, because of the intermittent nature of these views and the distance from the Project Site, these view lines do not represent views of a scenic resource and any such view blockage by the 2011 Alternative would be less than significant.

Signage

Signage regulations under this Alternative would be similar to the 2009 Proposed Project. The Amended Specific Plan includes the Signage Plan for the 2011 Alternative. The Signage Plan would create an integrated and consistent, high-quality visual standard for the entire Project Site. The perimeter signage would not adversely affect the integrity of the residential neighborhoods to the west of the project site across Lakewood Boulevard. This is due to street trees and a residential wall separating Lakewood from Melva Street. Further north along Lakewood, the residential neighborhood would be buffered from the Project Site and signage by a religious temple, used car dealership, automotive retail store, chiropractor's office, and eldercare facility, and retirement facility.

The regulations included in the Amended Specific Plan would permit project identification signs on the perimeter of the Project Site on Lakewood Boulevard, and Imperial Highway/Caring Way (formerly Ardis Avenue). Under the Alternative, increased signage would likely be associated with the large scale retail uses fronting Bellflower Boulevard.

Signage would be constructed with channel letters, internally illuminated, halo lit and would not be constructed of reflective materials or contribute to glare. The signage would be made up of project identity signs, address signs, major tenant and commercial/retail identities, public signs, and emergency signs.

The most visible signage would be pylon signs on the perimeter of the Project Site at two locations (Imperial Highway/Caring Way (formerly Ardis Avenue), and Lakewood Boulevard across from Alameda Street). Monument signs would be placed around and within the site parking lots.

Signage internal to the Project Site would not likely be visible from adjacent roadways. Signage along the roadways could be visually prominent to motorists and to uses located immediately across the streets surrounding the Project Site, but as noted above, would not adversely affect nearby residential neighborhoods. Signage would incorporate specific design requirements, such as continuation of the type and scale of materials used for the structure onto which it would be attached and the prohibition of the use of animated or moving signs and reflective materials, intended to mitigate visual impacts such as light and glare and hazards to motorists. In addition, signage would occur within the context of a concentration of urban development and high levels of existing large scale signage.

Specific signage is described in Table VI-10 below.

VI-10
2011 Proposed Project Signage

	Quantity	**Size**	**Dimensions**
Monument	21	178 sf (86 sf/side)	12'-6'' x 7'
Tower Sign	2	1,600 sf/side	20' x 80'
Hotel (Low Pylon)	1	73.5 sf/side	17' x 10'
Theater Tower (Digital Sign)	1	4,200 sf	105' x 40'
Historic Walk Kiosk	8	15 sf	3' x 5'
Tower (Parking Structure)	2	1,600 sf	40' x 40'

' = feet
Comprehensive Signage Plan, Trace Design and Development
Table by CAJA Environmental Services, 2011.

As a result, impacts of signage under this alternative would be less than significant, and similar to the impacts of the 2009 Proposed Project.

Light and Glare

Ambient lighting emanating from the existing uses on the Project Site contributes to the moderate ambient lighting levels in the surrounding area. As the 2011 Alternative would increase the amount of development on the Project Site, implementation of this alternative would therefore incrementally increase the amount of nighttime lighting emanating from the Project Site over existing conditions (although less than the 2009 Proposed Project as a significantly smaller development is proposed under

this alternative). The Project Site would be illuminated with lighting from the office, retail, and hotel portions of the 2011 Alternative, as well as from roadway lighting along the new internal road network and security lighting along pedestrian routes and in parking facilities. In compliance with Specific Plan lighting requirements, these lights would be required to be permanently shielded and focused on the Project Site to prevent spillover and light pollution upon the nearby light-sensitive uses. Further, the potentially beneficial impact of removing existing sources of glare associated with surface parking lots would occur under this Alternative. As a result, lighting and glare impacts would be less than significant, and less than the impacts of the 2009 Proposed Project.

Shade and Shadow

Shade and shadow impacts of the 2011 Alternative would be similar to the 2009 Proposed Project at the Lakewood Boulevard edge of the Project Site, as the development regulations would be the same as under the 2009 Proposed Project. In both cases, shade and shadow impacts of the 2011 Alternative and the 2009 Proposed Project would be less than significant.

Overall, impacts of this alternative with respect to visual character, signage, light and glare, and shade and shadow would be less than significant, and similar to the impacts of both the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Development of the 2011 Alternative in conjunction with the 62 related projects identified in Table III-1 would result in a mix of new development and redevelopment, or infilling, of residential, educational, industrial, medical, and commercial land uses in the City of Downey as well as neighboring communities. The nearest related project is No. 62 (Kaiser Downey Medical Center) located just south of the Project Site. The 6-story hospital portion has been completed. There are no other related projects adjacent to the Project Site that would contribute to a cumulatively significant aesthetic impact. However, development of the related projects throughout the City of Downey, and in particular in the project vicinity, in conjunction with the 2011 Alternative would result in a substantial change to the visual environment.

No substantial scenic resources are located in the area surrounding the Project Site that could be affected by a cumulatively considerable reduction in views. While views of the San Gabriel Mountains are intermittently available from various locations in the project area, they are not considered a substantial scenic resource due to the brevity and limited availability of these views. Furthermore, the development of the related projects is expected to be consistent with the height, mass, and visual character of the existing urban Downey community. Therefore, the 2011 Alternative, in conjunction with the related projects, would not result in a significant impact to the aesthetic and visual character of the area.

There are no related projects adjacent to the Project Site that would contribute to a substantial increase in the amount of light and glare in the project area. Further, development of the 2011 Alternative, in conjunction with the related projects, is not anticipated to substantially change overall ambient light levels. Furthermore, any additional glow from the related projects would be subject to City review regarding reflective materials usage, which would limit the amount of reflective surface areas and

materials that can be used for any given project. The potential glare created from these related projects would not be cumulatively considerable.

Development of the 2011 Alternative, in conjunction with the related projects would not result in an increase of shading impacts on the Project Site or in the vicinity of the Project Site. Kaiser Downey Medical Center's 6-story building is surrounded by a large surface parking lot and would not contribute to shading impacts on any sensitive receptors and would not be affected by the 2011 Alternative. There are no other related projects in the immediate vicinity of the Project Site that would increase the shading of the sensitive uses adjacent to the Project Site. Therefore, no cumulatively considerable shading impacts would occur.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

B-1. Project lighting shall be directed onto the Project Site, and all lighting shall be shielded from adjacent roadways and off-site properties.

B-2. Atmospheric light pollution shall be minimized by utilizing lighting fixtures that cut-off light directed to the sky.

B-3. The proposed buildings shall incorporate non-reflective exterior building materials (such as plaster and masonry) in their design. Any glass to be incorporated into the final façades of the building shall be either of low-reflectivity, or accompanied by a non-glare coating. Reflective materials such as mirrored glass shall not be permitted.

Level of Significance After Mitigation

The 2011 Alternative would result in less than significant impacts related to scenic views, the visual character of the project area, new sources of light and glare, and shade and shadow impacts.

Air Quality

AQMP Consistency

The 2007 Air Quality Management Plan (AQMP) was prepared to accommodate growth, to reduce the high levels of pollutants within the areas under the jurisdiction of SCAQMD, and to return clean air to the region. Projects that are considered to be consistent with the AQMP would not interfere with attainment, because the growth associated with the project is included in the projections used to formulate the AQMP. Therefore, projects, land uses, and activities that are consistent with the applicable assumptions used in the development of the AQMP would not jeopardize attainment of the air quality levels identified in the AQMP, even if they exceed the SCAQMD's recommended daily emissions thresholds.

The 2009 Proposed Project's residential population increase would be within SCAG's projections through 2020. The 2011 Alternative would not have a residential population and therefore, would not affect SCAG's projections for population growth. The Project Site is served by several bus lines and the Metro Green Line station located approximately 0.25 mile southwest. As with the 2009 Proposed Project, the 2011 Alternative includes a mix of uses and is planned to minimize vehicle miles traveled (VMT) both within the project area and the community in which it is located, thereby minimizing the amount of air pollutant emissions.

The Project Site is located within walking or biking distance from many residential uses (northeast from the Project Site directly across Bellflower Boulevard and west of the Project Site directly across Lakewood Boulevard). The Project Site is also located within a short driving distance from additional residential uses (south of the Project Site past Imperial Highway and north of the Project Site past the commercial uses). In addition, visitors to the Project Site can satisfy many different needs in one location, whereas before, they would have to take multiple trips to multiple locations throughout and potentially outside of the City.

As described in Draft EIR Section IV.C, the 2009 Proposed Project would be consistent with the goals of the AQMP for reducing the emissions associated with new development and would not impair implementation of the AQMP. The 2011 Alternative would have less development and trip generation and would also not impair implementation of the AQMP. Similar to the 2009 Proposed Project and the Reduced Density Alternative, the 2011 Alternative would have a less-than-significant impact related to AQMP consistency.

Construction

Regional Air Quality Impacts

The 2011 Alternative would require approximately the same amount of demolition and site preparation as the 2009 Proposed Project, as well as the other alternatives. However, this alternative includes development of less total square footage than the 2009 Proposed Project (1,516,000 sf compared to 3,950,000 sf). Nonetheless, as shown on Table VI-11, similar to the 2009 Proposed Project, construction-related ROG and NOx emissions would exceed the SCAQMD significance thresholds for those emissions, and construction-related air quality impacts would be significant and unavoidable, although to a lesser extent than the 2009 Proposed Project and the Reduced Density Alternative.

Table VI-11
Estimated Peak Daily Emissions for Construction Activities at Project Site

Emissions Source	Emissions in Pounds-per-Day					
	ROG	NO_x	CO	SO_x	PM_{10}	$PM_{2.5}$
Demolition Phase						
Fugitive Dust	-	-	-	-	126.89	26.39
Off-Road Diesel	8.18	69.04	33.43	-	3.37	3.10
On-Road Diesel	15.39	204.95	78.65	0.24	9.41	8.16
Worker Trips	0.14	0.27	4.51	0.01	0.04	0.02
Total Emissions	***23.72***	***274.72***	***116.59***	***0.24***	***139.71***	***37.68***

Table VI-11

Estimated Peak Daily Emissions for Construction Activities at Project Site

Emissions Source	Emissions in Pounds-per-Day					
	ROG	NO_x	CO	SO_x	PM_{10}	$PM_{2.5}$
SCAQMD Thresholds	75.00	100.00	550.00	150.00	150.00	55.00
Significant Impact?	No	**Yes**	No	No	No	No
Site Grading/Excavation Phase						
Fugitive Dust	-	-	-	-	365.00	76.23
Off-Road Diesel Equipment	4.20	31.88	15.69	-	1.97	1.81
On-Road Diesel Equipment	8.31	110.59	42.44	0.13	5.08	4.40
Worker Trips	0.05	0.10	1.69	-	0.01	0.01
Total Emissions	***12.56***	***142.57***	***59.82***	***0.13***	***372.06***	***82.45***
Dust Control Measures [a]	0.00	0.00	0.00	0.00	(237.70)	(44.77)
Total Emissions after Mitigation	***12.56***	***142.57***	***59.82***	***0.13***	***134.36***	***37.68***
SCAQMD Thresholds	75.00	100.00	550.00	150.00	150.00	55.00
Significant Impact?	No	**Yes**	No	No	No	No
Building Construction Phase						
Building Construction Off-Road Diesel Equipment	5.44	23.80	16.54	-	1.88	1.73
Building Construction Vendor Trips	1.43	16.65	13.38	0.03	0.81	0.68
Building Construction Worker Trips	3.27	6.10	101.71	0.12	0.83	0.45
Architectural Coatings	347.18	-	-	-	-	-
Architectural Coatings Worker Trips	0.13	0.25	4.25	0.01	0.04	0.02
Paving Off-Gas	0.71	-	-	-	-	-
Paving Off-Road Diesel	2.83	17.11	9.81	-	1.49	1.37
Paving On-Road Diesel	0.23	3.05	1.17	-	0.02	0.01
Paving Worker Trips	0.07	0.12	2.10	-	0.02	0.01
Total Emissions	***351.15***	***67.08***	***148.96***	***0.16***	***5.09***	***4.27***
SCAQMD Thresholds	75.00	100.00	550.00	150.00	150.00	55.00
Significant Impact?	**Yes**	No	No	No	No	No

Construction schedule assumptions are included in the Appendix.

[a] *Dust control measures as required by SCAQMD Rule 403—Fugitive Dust.*

Source: CAJA Environmental Services, 2011. Calculation sheets are provided in Appendix B.

Local Air Quality Impacts

The Draft EIR concluded that the 2009 Proposed Project would generate localized emissions of NO_2, PM_{10}, and $PM_{2.5}$ in excess of SCAQMD's significance thresholds for these emissions, and impacts related to localized emissions would be significant and unavoidable. The 2011 Alternative includes development of less total square footage than the 2009 Proposed Project (1,516,000 sf compared to 3,950,000 sf). Nonetheless, dispersion modeling conducted for the 2011 Alternative (refer to Appendix B) shows that the 2011 Alternative also would generate localized emissions of NO_2, PM_{10}, and $PM_{2.5}$ in excess of SCAQMD's significance thresholds for these emissions, and impacts related to localized emissions would

be significant and unavoidable, although to a lesser extant than the 2009 Proposed Project and the Reduced Density Alternative.

Operation

The Draft EIR concluded that the 2009 Proposed Project would generate ROG, NOx, CO, PM10, and PM2.5 emissions in excess of SCAQMD's significance thresholds for those emissions, and operational emissions impacts would be significant and unavoidable. The 2011 Alternative includes development of less total square footage than the 2009 Proposed Project (1,516,000 sf compared to 3,950,000 sf). Nonetheless, as shown on Table VI-12, similar to the 2009 Proposed Project, this alternative would generate ROG, NOx, CO, PM10, and PM2.5 emissions in excess of SCAQMD's significance thresholds for those emissions, and operational emissions impacts would be significant and unavoidable, although to a lesser extent than the 2009 Proposed Project and the Reduced Density Alternative.

Table VI-12
Estimated Future (2020) Daily Operational Emissions for 2011 Alternative

Emissions Source	Emissions in Pounds-per-Day					
	ROG	NOx	CO	SOx	PM_{10}	$PM_{2.5}$
Summertime (Smog Season) Emissions						
Future With Project Emissions						
Water and Space Heating, and Cooking Appliances	0.96	13.20	11.09	-	0.02	0.02
Landscape Maintenance Equipment	0.37	0.06	4.64	-	0.02	0.02
Consumer Products	-	--	--	--	--	--
Architectural Coatings	8.25	--	--	--	--	--
Mobile (Vehicle) Sources	140.92	114.62	1,408.25	2.65	463.30	88.86
Total Emissions	***150.50***	***127.88***	***1,423.98***	***2.65***	***463.34***	***88.90***
SCAQMD Thresholds	55.00	55.00	550.00	150.00	150.00	55.00
Significant Impact?	**Yes**	**Yes**	**Yes**	No	**Yes**	**Yes**
Wintertime (Non-Smog Season) Emissions						
Water and Space Heating, and Cooking Appliances	0.96	13.20	11.09	-	0.02	0.02
Consumer Products	-	-	-	-	-	-
Architectural Coatings	8.25	-	-	-	-	-
Mobile (Vehicle) Sources	160.43	139.86	1,368.50	2.09	463.30	88.86
Total Emissions	***169.64***	***153.06***	***1,379.59***	***2.09***	***463.32***	***88.88***
SCAQMD Thresholds	55.00	55.00	550.00	150.00	150.00	55.00
Significant Impact?	**Yes**	**Yes**	**Yes**	No	**Yes**	**Yes**

Source: CAJA Environmental Services, 2011. Calculation sheets are provided in Appendix B.

Localized CO Concentrations

The Final EIR concluded that the amount of traffic associated with the 2009 Proposed Project would not generate concentrations of CO in excess of the significance thresholds, and impacts related to the issue

would be less than significant (see Table IV.C.1-13, above). The 2011 Alternative would generate 18 percent fewer daily traffic trips than the 2009 Proposed Project (26,391 daily trips as compared to 32,118 daily trips). As such, impacts related to CO concentrations under this alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts.

Objectionable Odors

Objectionable odors are typically associated with industrial projects involving the use of chemicals, solvents, petroleum products, and other strong-smelling elements used in manufacturing processes, as well as sewage treatment facilities and landfills. As the 2011 Alternative involves no elements related to these types of activities, no objectionable odors are anticipated.

During the construction phase, activities associated with the application of architectural coatings and other interior and exterior finishes may produce discernible odors typical of most construction sites. Because these odors are temporary and intermittent in nature, they would not be considered a significant environmental impact. Therefore, impacts associated with objectionable odors would be less than significant.

Cumulative Impacts

AQMP Consistency

Growth considered to be consistent with the 2007 AQMP would not interfere with attainment because this growth is included in the projections utilized in the formulation of the AQMP. Consequently, as long as growth in the Basin is within the projections for growth identified by SCAG, implementation of the 2007 AQMP will not be obstructed by such growth and cumulative impacts would be less than significant. Additionally, since the 2011 Alternative is consistent with SCAG's growth projections, and would minimize the VMT within the community in which the 2011 Alternative is located, it would not have a cumulatively considerable contribution to this impact regarding a potential conflict with or obstruction of the implementation of the applicable air quality plan. Thus, cumulative impacts related to conformance with the 2007 AQMP would be less than significant.

Construction Impacts

Because the Basin is currently in non-attainment for O_3, PM_{10}, and $PM_{2.5}$, cumulative development could violate an air quality standard or contribute to an existing or projected air quality violation. This is considered to be a significant cumulative impact. With respect to determining the significance of the 2011 Alternative's contribution to regional emissions, the SCAQMD neither recommends quantified analyses of cumulative construction emissions nor provides methodologies or thresholds of significance to be used to assess cumulative construction impacts. According to the SCAQMD, individual construction projects that exceed the SCAQMD recommended daily thresholds for project-specific impacts would cause a cumulatively considerable increase in emissions for those pollutants for which the Basin is in non-attainment. As discussed previously, the most intensive construction activities occurring at the Project Site would exceed the SCAQMD's threshold of significance for ROG and NO_x. Therefore,

the ROG and NO_x emissions would be cumulatively considerable without mitigation. With respect to CO, SO_x, PM_{10}, and $PM_{2.5}$ emissions, construction of the 2011 Alternative during all phases of construction would not exceed the SCAQMD significance thresholds for these criteria pollutants. As such, the daily construction emissions associated with these criteria pollutants generated by the 2011 Alternative would not be cumulatively considerable. Therefore, the cumulative impact of the 2011 Alternative for these construction emissions (i.e., CO, SO_x, PM_{10}, and $PM_{2.5}$) would be less than significant.

Operational Impacts

Due to the non-attainment of O_3, PM_{10}, and $PM_{2.5}$ standards in the Basin, the generation of daily operational emissions associated with cumulative development would result in a cumulative significant impact associated with the cumulative net increase of any criteria pollutant for which the region is in non-attainment. With respect to operational emissions, the SCAQMD has indicated that if an individual project results in air emissions of criteria pollutants (CO, ROG, NO_x, SO_x, PM_{10}, and $PM_{2.5}$) that exceed the SCAQMD recommended daily thresholds for project-specific impacts, then it would also result in a cumulatively considerable net increase of these criteria pollutants for which the region is in non-attainment under an applicable federal or state ambient air quality standard. As discussed previously, operational emissions associated with the 2011 Alternative would exceed the SCAQMD's thresholds of significance for ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$, but would not exceed the SCAQMD's thresholds of significance for SO_x. Consequently, the contribution of daily operational emissions of ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$ by the 2011 Alternative would be cumulatively considerable without mitigation.

Localized CO Impacts

Cumulative development is not expected to expose sensitive receptors to substantial pollutant concentrations. As discussed previously, the future one-hour and 8-hour CO concentrations at the analyzed study intersections in 2020 are based on the projected future traffic volumes from the study intersections contained in the traffic study for the 2011 Alternative, which takes into account emissions from the 2011 Alternative, future ambient growth, and related projects in the project area.

The 2011 Alternative would generate 18 percent fewer daily traffic trips than the 2009 Proposed Project (26,391 daily trips as compared to 32,118 daily trips). As such, impacts related to CO concentrations under this alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts.

It is also unlikely that future projects will result in long-term future exposure of sensitive receptors to substantial pollutant concentrations because CO levels are projected to be lower in the future due to improvements in vehicle emission rates predicted by the ARB. Therefore, the cumulative impact of the 2011 Alternative is considered to be less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

Criteria Pollutants

Construction-Related Project Impacts

C-1. The Project Developer(s) shall implement measures to reduce the emissions of pollutants generated by heavy-duty diesel-powered equipment operating at the Project Site throughout the Project construction phases. The Project developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Keep all construction equipment in proper tune in accordance with manufacturer's specifications.
- Use late model heavy-duty diesel-powered equipment at the Project Site to the extent that it is readily available in the South Coast Air Basin (meaning that it does not have to be imported from another air basin and that the procurement of the equipment would not cause a delay in construction activities of more than two weeks).
- Limit truck and equipment idling time to five minutes or less.
- Rely on the electricity infrastructure surrounding the construction sites rather than electrical generators powered by internal combustion engines to the extent feasible.

C-2. The Project Developer(s) shall implement fugitive dust control measures in accordance with SCAQMD Rule 403. The Project Developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Use watering to control dust generation during demolition of structures or break-up of pavement.
- Water active grading/excavation sites and unpaved surfaces at least three times daily.
- Cover stockpiles with tarps or apply non-toxic chemical soil binders.
- Limit vehicle speed on unpaved roads to 15 miles per hour.
- Sweep daily (with water sweepers) all paved construction parking areas and staging areas.

- Provide daily clean-up of mud and dirt carried onto paved streets from the site.

- Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site.

- Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more.

- 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.

C-3. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered construction equipment used onsite be retrofitted with either lean-NO_x or diesel oxidation catalysts that would reduce NO_x emissions by 40 percent to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.)

C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.).

C-5. The Project Developer(s) shall include in construction contracts the required application of paints and primer at the Project Site during construction to have a VOC rating of 125 grams per liter or less, and that only a maximum of 214 liters (57 gallons) of such paints can be used on any given day.

Level of Significance After Mitigation

Implementation of Mitigation Measure C-1 would serve to reduce the potential emissions associated with construction activities to the maximum extent feasible, while implementation of Mitigation Measure C-2 would ensure that the fugitive dust control measures associated with SCAQMD Rule 403 would be implemented at the Project Site.

The 2011 Alternative's impacts on regional air quality resulting from construction activities would be potentially significant for NO_x emissions during the site demolition and site grading and excavation phases, which exceeds the SCAQMD's threshold of significance. Implementation of Mitigation Measure C-3, which would require that all heavy-duty diesel-powered construction equipment used onsite to be retrofitted with either lean-NO_x or diesel oxidation catalysts to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin, would reduce the amount of NO_x emissions generated during the site demolition and site grading and excavation phases. The NO_x emissions resulting from the site demolition and site grading and excavation phases at the Project Site after implementation of Mitigation Measure C-3 are shown in Table IV-C-14, Estimated Daily Construction NO_x Emissions With Mitigation During Demolition and Grading/Excavation Phases. As shown, although the total amount of NO_x emissions are reduced with implementation of Mitigation Measure C-3, the regional NO_x impacts would still exceed the SCAQMD's threshold of significance. As such, this impact would be significant and unavoidable.

Greenhouse Gas

Construction

Construction emissions represent an episodic, temporary source of GHG emissions. Emissions are generally associated with the operation of construction equipment and the disposal of construction waste. To be consistent with the guidance from the SCAQMD for calculating criteria pollutants from construction activities, only GHG emissions from on-site demolition and construction activities and off-site hauling and construction worker commuting are considered as project-generated. As explained by CAPCOA in its 2008 white paper, the information needed to characterize GHG emissions from manufacture, transport, and end-of-life of construction materials would be speculative at the CEQA analysis level. CEQA does not require an evaluation of speculative impacts (CEQA Guidelines § 15145). Therefore, the construction analysis does not consider such GHG emissions. All GHG emissions are reported on an annual basis as recommended by the CCAR Protocol.

According to Table IV.C.2-3 in the Draft EIR, the 2009 Proposed Project emissions for construction would be 11.121 metric tons CO_2e. The 2011 Alternative would be nearly 1/3 the square feet compared to the 2009 Project. Therefore, the amount of construction CO_2e would also be comparably smaller, representing fewer transportation/equipment emissions and length of construction period. The 2008 data (latest available data) shows a total California GHG Inventory of 477.74 million metric tons CO_2e. Thus the 2011 Alternative's construction would be less than 0.0001 percent of the total.

Transportation

GHG emissions reductions from the 2011 Alternative can be evaluated with respect to the goals of the Caltrans Climate Action Plan.

Caltrans Climate Action Plan

The 2011 Alternative includes a number of features that support the Caltrans Climate Action Plan goals. The 2011 Alternative's location as a regional infill site and the association of jobs and transit near housing are consistent with Caltrans' intent to promote transportation choices, urban infill, mixed-use, and transit-oriented development.

The GHG emissions reduction performance of transportation-related project features can be evaluated with respect to the Caltrans Climate Action Plan. The Caltrans plan suggests that local project design features may be able to influence approximately 10 to 30 percent of overall GHG emissions through so-called Smart Land Use and Intelligent Transportation Systems. Caltrans identifies the goal of these measures as the reduction in per capita vehicle travel, relief from congestion, and improvement in travel time in congested corridors and result in "…more compact, accessible, multi-modal communities where travel distances are shorter, people have more travel options, and it is possible [to] walk and bicycle to more destinations…"

The Caltrans action plan calls for "Local Development/Intergovernmental Review" that ensures that local land use planning and development decisions include the provision of the following:

- Transportation choices: transit, intercity rail, passenger service, air service, walking, biking.
- Land use design: urban infill development, mixed used development, transit oriented development.

The 2011 Alternative includes a number of features that support the Caltrans Climate Action Plan goals. The 2011 Alternative's location as a regional infill site and the association of jobs and transit near housing are consistent with Caltrans' intent to promote transportation choices, urban infill, mixed-use, and transit-oriented development. The 2011 Alternative is a mixed-use, urban infill, comprehensively-designed and coordinated development that is consistent with the goal of promoting higher intensity mixed-use development that provides a variety of multi-modal transportation choices.

The comparison to the Caltrans goals provides a qualitative measure of the consistency of the 2011 Alternative with state plans for emissions reduction.

Hotel Uses

As the specific designs of the hotel uses are not known at this time, energy savings opportunities were evaluated with respect to the building type performance data in the EnergyPro database. Typical hotel uses are expected to generate demand of approximately 7.61 kwhr per square foot per year and 0.19 therms per square foot per year. The 2011 Alternative would reduce energy consumption by 10 percent relative to Title 24 (2005). This could be accomplished through a combination of energy efficiency and green power purchasing. Design features may include measures such as low E windows, low solar heat gain curtain walls, and high efficiency water source heat pumps.

Greenhouse gas emissions associated with the 2011 Alternative are shown on Table VI-13. Because the 2011 Alternative would represent a smaller scale development than the 2009 Proposed Project, the reduction in vehicle trips would result in a reduced volume of greenhouse gas emissions (measured as metric tons of CO_2 equivalent ($mtCO_2e$) when compared to the 2009 Proposed Project (67,210 $mtCO_2e$ compared to 98,547 $mtCO_2e$). In addition, the reduced size of the 2011 Alternative would result in a lower demand for energy and water supplies and would generate less solid waste that would decrease the overall generation of greenhouse gas emissions during the operational phase (9,775 $mtCO_2e$ compared to 18,953 $mtCO_2e$). Similar to the 2009 Proposed Project, impacts related to greenhouse gas emissions under the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts.

Table VI-13
Operational GHG Emissions Summary
for the 2011 Alternative
(in metric tons of CO_2e/year)

Description[1]	"Business-as-Usual" Project Emissions	"Business-as-Usual" Project Emissions with State Action[2]	2011 Alternative	Reduction due to PDFs
Hotel/Commercial	6,786	6,517	5,141	-21.1 %
Water	404	404	339	-16.0 %
Solid waste	4,295	4,295	4,295	0.0 %
Transportation	202,993	149,317	67,210	-55.0%
Subtotal buildings and infrastructure only	11,484	11,215	9,775	-12.8 %
Subtotal transportation-only	202,993	149,317	67,210	-55.0 %
TOTAL EMISSIONS	**214,477**	160,532	76,984	
Total reduction from "business-as-usual" based on state actions and PDFs			-64%	
Reduction from state action			53,945	
Reduction from PDFs			83,547	

[1] *Construction emissions are episodic and not considered operational emissions.*
[2] *State actions include 20 percent Renewables Portfolio Standard, Federal CAFE Fuel economy standards, and California Low Carbon Fuel Standard.*
Source: CTG Energetics, Inc., 2009, and CAJA Environmental Services, 2011.

Cumulative Impacts

Although the 2011 Alternative is expected to emit GHGs, the emission of GHGs by a single project into the atmosphere is not itself necessarily an adverse environmental effect. Rather, it is the increased accumulation of GHGs from more than one project and many sources in the atmosphere that may result in global climate change. The resultant consequences of that climate change can cause adverse

environmental effects. A project's GHG emissions typically would be relatively very small in comparison to state or global GHG emissions and, consequently, they would, in isolation, have no significant direct impact on climate change. The 2011 Alternative's GHG emissions would not be considered to be substantial when compared to statewide GHG emissions. Due to the complex physical, chemical, and atmospheric mechanisms involved in global climate change, it is speculative to identify the specific impact, if any, to global climate change from one project's incremental increase in global GHG emissions. As such, a project's GHG emissions and the resulting significance of potential impacts are more properly assessed on a cumulative basis. Therefore, the significance of potential impacts from the 2011 Alternative's GHG emissions is determined on a cumulative basis.

The California Attorney General's Office has taken an active role in addressing climate change via CEQA, including, but not limited to: submitting comment letters on draft CEQA documents; filing CEQA lawsuits; and entering into related settlement agreements. In particular and most pertinent for our purposes here, the Attorney General's Office has created and routinely updates a Fact Sheet listing project design features to reduce GHG emissions.[9] The Attorney General's Office created this Fact Sheet primarily for the benefit of local agencies processing CEQA documents, acknowledging that "local agencies will help to move the State away from 'business-as-usual' and toward a low-carbon future."[10] The Fact Sheet explains that the listed "measures can be included as design features of a project," but emphasizes that they "should not be considered in isolation, but as part of a larger set of measures that, working together, will reduce GHG emissions and the effects of global warming."[11]

The 2011 Alternative is consistent with the Fact Sheet and plans to utilize many of the measures listed therein. As recommended by the Attorney General, the 2011 Alternative does not consider design features in isolation, and the 2011 Alternative explicitly includes an integrated set of emissions reducing features addressing each land use type proposed for the alternative. The result will be reduction in GHG emissions in comparison to "business-as-usual." The 2011 Alternative also considered and described specific combinations of current technologies and construction techniques that can achieve targeted emissions reductions under current conditions. However, the 2011 Alternative also explicitly recognizes that the construction practices and energy-related technologies are changing quickly. Consequently, it is necessary and prudent to provide flexibility to select the most cost-effective options available to meet emissions reduction targets when each phase of development actually takes place. This flexible approach is consistent with the recommendations of the Attorney General, aspirations expressed by the Governor, and AB 32.

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[9] *CA Attorney General's Office Fact Sheet,* The California Environmental Quality Act – Addressing Global Warming Impacts at the Local Agency Level, *http://ag.ca.gov/globalwarming/pdf/GW_mitigation_measures.pdf.*

[10] *Ibid.*

[11] *Ibid.*

The 2011 Alternative is consistent with the approach outlined in CARB's *Climate Change Draft Scoping Plan*, particularly its emphasis on the identification of emission reduction opportunities that promote economic growth while achieving greater energy efficiency and accelerating the transition to a low-carbon economy. The location and design of the 2011 Alternative reflect and support these core objectives. For example, the Project demonstrates this through its consistency with the CalTrans Climate Action Plan goals and its performance-based targets for emissions reduction that would be achieved through energy efficiency and green power purchasing.

Given the 2011 Alternative's consistency with State regulatory actions and City goals and objectives, the contribution to the cumulative impact of global climate change would be less than significant.

Mitigation Measures

No mitigation measures are required.

Level of Significance After Mitigation

Impacts of the 2011 Alternative related to climate change would be less than significant.

Cultural Resources

Historic Resources

There are no buildings of historical significance adjacent to the Project Site. The Project Site was reviewed pursuant to Section 106 of the National Historic Preservation Act (16 U.S.C § 470f) in November 2009. Of the 123 buildings, structures, and objects on the site at the time, 19 were identified as potentially eligible for listing on the National Register of Historic Places (National Register). These 19 buildings (Buildings 1, 6, 10, 11, 25, 36, 39, 41, 42, 108, 120, 123, 125, 126, 127, 128, 130, 288, and 290) presumably constituted a potential historic district. Building 1, Building 6, and Building 290 were also separately identified as eligible for individual listing.

In April of 2001, the City, the General Services Administration (GSA), the California State Office of Historic Preservation (SHPO), and NASA entered into a Memorandum of Agreement (MOA) that detailed the procedures and requirements for historic preservation for the Project Site. The MOA placed specific limitations on whether and to what extent resources on the Project Site could be impacted. Specifically, the MOA required that a portion of Building 1, including the front section of the original EMSCO Building (1929), the Kauffman wing (1939-1941), and another wing attributed to Kauffman (1941), be preserved in place. The MOA did not require preservation of the remainder of Building 1, or the other 18 buildings identified as eligible for the National Register, but the MOA did require that the remainder of Building 1 and the other 18 buildings be documented before demolition.

In 2009, when the Draft EIR was released, 13 of the 19 buildings identified in the MOA remained on the Project Site. The Draft EIR concluded that those 13 building (Buildings 1, 6, 11, 36, 39, 108, 123, 125, 126, 127, 128, 130, and 290) were potentially historic resources as they were determined by consensus to be eligible for listing in the National Register. Although none of the resources determined to be eligible

for listing were ever listed in the National Register. CEQA nevertheless required that the Draft EIR analyze the project's potential impact on those resources and determine whether any impacts were significant.

After reviewing the history of the Project Site, and analyzing the Original Proposed Project, the Draft EIR concluded that demolition would constitute a significant impact. The Draft EIR then stated that implementation of two mitigation measures would reduce the impact to a less than significant level. Those mitigation measures required documentation of the historic value of the buildings – an approach that is specifically contemplated by CEQA Guideline 15126.4(b)(2), and is consistent with the requirements of the MOA. All 13 buildings have been documented to preserve the legacy of the noteworthy activities that have occurred on the Project Site that have contributed to the nation's aeronautic and aerospace industries.

Adaptive Reuse

Although the MOA allows for the demolition of a portion of Building 1 and the other 18 buildings identified as eligible for the National Register, the property owner endeavored to reuse the existing buildings for two entirely different uses between 2003 and the present: as a motion picture studio and related uses (Downey Studios) and for automobile manufacturing (Tesla Motors).

Downey Studios is a media facility that includes sound stages, studio, production and office uses, an outdoor suburban street movie set, 20 acres of back lot industrial space and associated parking lots. Of the 1.5 million square feet of existing buildings, approximately 750,000 square feet is currently in use. Portions of Building 1, which were required by the MOA to be preserved in place, were restored in accordance with the Secretary of the Interior's Guidelines prior to commencement of the operation of Downey Studios. Other portions of Building 1 have been used for media facility purposes for the last seven years on an ongoing basis, as have Buildings 6 and 290. However, the facility has operated at a loss every year of operation, for a total aggregate loss of approximately $13 million since 2004.

Shortly after the Draft EIR was released, the Original Proposed Project was put on hold during the recession. During that time, a second real life preservation opportunity presented itself: the opportunity for Tesla Motors to re-use approximately 50 acres of the Project Site for the manufacture of the Model S Sedan, including Buildings 1, 11, 6 and 290. However, to re-use the Project Site, Tesla Motors would have had to update an outdated aerospace facility that has not had any substantial manufacturing activity in over 15 years since Boeing closed the facility, and all significant manufacturing infrastructure was removed, abandoned, or became inoperable. In contrast, Tesla Motors was able to immediately occupy and use an existing and modern facility in Fremont, California that had been specifically designed to produce automobiles. As a result, after fifteen months of negotiation, Tesla Motors made the decision to utilize the more modern site in Northern California.

Adapting these buildings for commercial uses would be even more problematic (and less cost effective) then the failed attempts at reuse for manufacturing purposes. Building 1 is in excess of 900,000 sf and the combined square footage of Building 6 and 290 is approximately 375,000 sf. These buildings range from twenty to sixty feet high and contain vast interior spaces. If Buildings 6 and 290, for example, were

adapted for hotel, fitness center and movie theater uses, the structures would have to be substantially altered. These building are virtually devoid of windows and numerous windows would have to be installed to increase natural light and visibility. Substantial alterations would also be required to construct multiple stories of commercially viable spaces within the building so that its vast interior could be divided into smaller usable areas. Even if these alterations were made, successful retail use is problematic in multi-story facilities and the property owner would face challenges convincing retailers to locate on the upper floors. Additionally, substantial structural work would be required to remove and remediate asbestos and lead-based paint from the building.

The location of Buildings 6 and 290 also poses issues for retail development as the buildings are located approximately 450 feet from Lakewood Boulevard. The proposed hotel/cinema/fitness center uses will need to be located much closer to Lakewood Boulevard (i.e., no further than 250 feet), both for the visibility that the retailers require to be successful, as well as to activate Lakewood Boulevard by designing an interesting and inviting project along the street that encourages pedestrian activity.

Attempting to use these buildings in their current location would also create an overall project program adjustment that would result in a reduction of usable square footage on the Project Site, thereby further reducing project viability from both an economic and project program efficiency standpoint. And reuse of these industrial buildings could result in significant operational issues, including, but not limited to, less than desirable merchandise displace locations, inconsistency of systems and procedures leading to customer service issues, and the expensive cost to heat/cool these buildings, all of which could result in significantly less sales and more expenses.

Moreover, the necessary building alternations would also substantially and adversely impact the historic character of the buildings on the Project Site. Additional windows, entrances, circulation requirements and structural changes would alter the buildings and sacrifice their historic integrity. As can be seen, adaptive reuse has been attempted in a variety of ways, but it will not work on the Project Site.

Conclusions

Both the 2009 Proposed Project and the 2011 Alternative would result in the demolition of a portion of Building 1 and the 12 other remaining buildings (Buildings 6, 11, 36, 39, 108, 123, 125, 126, 127, 128, 130, and 290). Like the 2009 Proposed Project, this alternative would be required to comply with the MOA with respect to buildings that may be demolished and those that would be retained. Compliance with the terms of the MOA would reduce impacts to on-site historic resources to a less than significant level. The 2011 Alternative would therefore result in the same less than significant impact with respect to historic resources as both the 2009 Proposed Project, as well as the Reduced Density Alternative.

Cumulative Impacts

Cumulative impacts on historic resources evaluate whether impacts of the 2011 Alternative and related projects, when taken as a whole, substantially diminish the number of historic resources within the same or similar context or property type. Impacts to historic resources, if any, tend to be site-specific. No historic resources were identified in the immediate vicinity of the Project Site. There are no other historic

resources in the City of Downey significant for their association with the American aeronautical or aerospace industries. Therefore, the impacts to historic resources on the Project Site would not affect the historic resources in the immediate vicinity within the same or similar context or property type. Moreover, it is anticipated that historic resources that are potentially affected by related projects would also be subject to the same requirements of CEQA. These determinations would be made on a case-by case basis and the effects of cumulative development on historic resources would be mitigated to the extent feasible in accordance with CEQA and other applicable legal requirements.

Archeology, Paleontology, and Human Remains

Ground-disturbing work would occur, which could potentially impact archaeological and/or paleontological resources. The Environmental Assessment also attempted to identify the existence of any traditional cultural properties (TCPs) on-site. TCPs "can include archaeological sites, burial sites, ceremonial areas, caves, mountains, water sources, plant habitat or gathering areas, or any other natural area important to a culture for religious or heritage reasons." No TCPs are identified on-site. Previous archaeological surveys have been conducted in the area, and although none of these surveys were conducted on-site, two of them were carried out within ½ mile of the Project Site. Previous archaeological surveys found no prehistoric or historic archaeological resources. No known human burial sites have been identified within the Project Site or within the site vicinity. The Project Site is located in an urbanized area which has been disturbed by previous development. Similar to the 2009 Proposed Project, the 2011 Alternative would comply with Mitigation Measures D-1 through D-5 of the Draft EIR. Therefore, potential impacts to cultural resources would be less than significant, same as the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Development of the 2011 Alternative in combination with the 62 related projects listed in Table III-1 would result in the increased potential for encountering archaeological and paleontological resources in the project vicinity. The potential that one or more of these related projects might encounter archaeological or paleontological resources during the course of development is determined by such factors as whether prehistoric human presence had occurred at any given related Project Site, and the type of proposed development activities at the site. However, not all archaeological resources are of equal scientific value. While some have the potential to be scientifically important due to rarity of their ability to provide new information, many of these resources are common and have little scientific value. Therefore, the significance of cumulative impacts to archaeological and paleontological resources is not determined simply by the frequency of the encounter, but by the nature of that encounter.

The mere fact of an encounter does not imply an adverse impact. With appropriate mitigation, such an encounter may lead to the recovery of scientifically important archaeological resources that would not have been exposed without these activities. Considering that the discovery of archaeological resources is a fairly rare event, the discovery of a scientifically important archaeological resource is even more rare an event; the fact that discovery of rare resources may lead to their recovery rather than their destruction, it is not anticipated that there would be a significant adverse cumulative impact to archaeological resources.

Further, CEQA requirements for protecting archaeological resources are applicable to development in the City of Downey as are other local cultural resource protection ordinances. If subsurface cultural resources are protected upon discovery as required by law, impacts to those resources would be cumulatively less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

Historic Resources

Documentation

D-1. Historic American Engineering Record (HAER) reports were prepared for all of the historic resources on the Project Site in 2006. These reports were prepared as mitigation pursuant to the Memorandum of Agreement (MOA). However, the HAER report for Building 1 did not document that portion planned for preservation. Although the Project will preserve that same portion of Building 1, the report should be completed so that the entirety of Building 1 is documented.

Prior to the commencement of the Project, Level II Historic American Buildings Survey (HABS) documentation shall be prepared for that portion of Building 1 planned for preservation. One original copy of the report as specified above shall be assembled and offered to the National Park Service, State Office of Historic Preservation, and the City of Downey.

Compliance with the Secretary of the Interior's Standards

D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for review and approval.

Archaeological and Paleontological Resources

Archaeological Resources

D-3. If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of an archaeologist shall be secured by contacting

the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes.

Paleontological Resources

D-4. If any paleontological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of a paleontologist shall be secured by contacting the Center for Public Paleontology – University of Southern California (USC), University of California at Los Angeles (UCLA), California State University at Los Angeles, California State University at Long Beach, or the Los Angeles County Natural History Museum to assess the resources and evaluate the impact. Copies of the paleontological survey, study, or report shall be submitted to the Los Angeles County Natural History Museum.

Human Remains

D-5. If human remains are discovered at the Project Site during construction for future projects pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the NAHC shall be adhered to in the treatment or disposition of the remains.

Level of Significance After Mitigation

The mitigation measures listed for historic resources are consistent with the Memorandum of Agreement and would reduce impacts to historic resources to less than significant. With implementation of Mitigation Measure D-3, impacts to archaeological resources would be less than significant. With implementation of Mitigation Measure D-4, impacts to paleontological resources would be less than significant. With implementation of Mitigation Measure D-5, impacts to human remains would be less than significant.

Geology and Soils

As discussed in the Geology and Soils section of the Draft EIR, the Project Site is not at risk for impacts from liquefaction, slope instability, or subsidence. There are no known surface faults located on the Project Site; however, the Project Site would still be susceptible to seismic ground shaking. The Project Site is located approximately seven miles southwest of the Whittier Fault, and is also located within proximity to many other faults. On a regional level, the potential seismic hazard to the 2011 Alternative

would not be higher than in most areas of the City of Downey or elsewhere in the Southern California region. Therefore, the risks from seismic ground shaking are considered to be less than significant, same as the 2009 Proposed Project as well as the Reduced Density Alternative.

Similar to the 2009 Proposed Project, the 2011 Alternative would be constructed in accordance with the City's Building Code and any applicable State and local laws and regulations. The Alternative would have the same impacts as the 2009 Proposed Project and the Reduced Density Alternative with respect to wind- and water-borne erosion since they would result in the same area of soil disturbance during construction. With implementation of the applicable grading and building permit requirements and the application of Best Management Practices, impacts with respect to erosion or loss of topsoil would be less than significant. Therefore, under the 2011 Alternative, impacts associated with geology and soils would be less than significant, and the same as both the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Development of the 2011 Alternative in conjunction with the 62 related projects listed in Table III-1 would result in further infilling of various land uses in the City of Downey as well as surrounding cities. Geological hazards are site-specific and there is little, if any, cumulative relationship between development of the 2011 Alternative and the related projects. As such, construction of the related projects is not anticipated to combine with the 2011 Alternative to cumulatively expose people or structures to such geologic hazards as earthquakes, ground shaking, liquefaction, landslides, flooding, unstable soils, or expansive soils, or result in substantial soil erosion or the loss of topsoil. Therefore, no cumulatively considerable geological impacts are anticipated to occur from development of the 2011 Alternative and the related projects.

Mitigation Measures

No mitigation measures are required.

Level of Significance After Mitigation

The 2011 Alternative would result in a less than significant impact with respect to geology and soils.

Hazards and Hazardous Materials

Under the 2011 Alternative, no residential uses and fewer commercial, retail, hotel, and office uses would be constructed compared to both the 2009 Proposed Project and the Reduced Density Alternative. No residential uses would be developed and, thus, no approvals would be required from the Regional Water Quality Control Board regarding subsurface conditions (including soil vapor) to allow sensitive residential uses to be constructed on portions of the Project Site affected by subsurface contamination The 2011 Alternative would be subject to approval by current property owners within the Specific Plan site. As the 2011 Alternative would not include development of residential uses onsite, there would be no

impact with respect to sensitive uses, which is less than the impacts associated with the 2009 Proposed Project and Reduced Density Alternative.

Operation of the 2011 Alternative would involve the transport, use, and disposal of hazardous materials typically associated with community-serving commercial uses. All hazardous waste generated or used on the Project Site would be properly regulated, transported, and disposed off-site by a licensed subcontractor, in compliance with all applicable City, State, and federal regulations and requirements. Additionally, the 2011 Alternative would be required to comply with federal OSHA and Cal OSHA requirements. This would ensure that operation of the 2011 Alternative would result in a less than significant impact with respect to the routine transport, use, and disposal of hazardous materials.

As with the 2009 Proposed Project and the Reduced Density Alternative, existing onsite buildings (except those historical resources preserved in place pursuant to the Memorandum of Agreement) would be demolished. This has the potential to result in the release of asbestos-containing materials (ACM) and lead-based paint (LBP) into the environment if demolition activities are not conducted in accordance with all applicable rules and regulations. Like both the 2009 Proposed Project and the Reduced Density Alternative, development of the 2011 Alternative would require implementation of Mitigation Measures F-2 and F-3, which would address impacts with respect to ACM and LBP. Therefore, with adherence to existing rules and regulations and Mitigation Measures F-2 and F-3 impacts associated with ACM and LBP would be less than significant. Overall, the 2011 Alternative would result in a less than significant impact with respect to ACM and LBP, which is the same as both the 2009 Proposed Project and the Reduced Density Alternative.

Similar to the 2009 Proposed Project, prior to the construction of the 2011 Alternative, any unknown underground storage tanks (USTs) that may not have been identified or specified in the hazardous materials investigations would be removed. The Downey Fire Department would be consulted prior to the removal of USTs to ensure that nearby sensitive receptors would not be adversely affected during the removal process and that any contaminated soil would be properly handled and disposed of. In addition, due to the age and nature of some of the uses on-site, it is possible that PCB-containing fixtures may be present on the Project Site. Implementation of appropriate mitigation measures is required to ensure the safe removal of PCBs (Mitigation Measure F-1). Therefore, hazards and hazardous materials impacts associated with the 2011 Alternative would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Construction of both the 2009 Proposed Project and the 2011 Alternative have the potential to use hazardous chemicals typical for any construction, including glazing and insulation materials. However, these materials are considered stable once they are installed in a building and have little effect on the surrounding area. Therefore, there would be no impact with respect to construction hazardous materials.

Cumulative Impacts

Development of the 2011 Alternative in combination with the 62 related projects identified in Table III-1 has the potential to increase the use, storage, transport, and/or accidental release of hazardous materials during construction and operation. Specifically, any related projects that are either located on listed

hazardous materials sites, involve demolition of structures that may contain hazardous materials, or propose the use of hazardous materials in their operation could potentially combine with the impacts of the 2011 Alternative to create a cumulatively significant impact to on- or off-site sensitive uses. However, implementation of the recommended Mitigation Measures F-1 through F-3 would reduce the potential hazard and hazardous material impacts associated with the construction and operation of the 2011 Alternative to less than significant levels.

Each of the related projects would require evaluation for potential threats to public safety, including those associated with routine transport, use, or disposal of hazardous materials; upset and accident conditions involving the release of hazardous materials into the environment; hazardous emissions in proximity to an existing or proposed school; hazardous materials site listing; and interference with an adopted emergency response or evacuation plan. Because hazardous materials and risk of upset conditions are largely site-specific, this would occur for each individual project affected, in conjunction with development proposals on these properties. Further, each of the related projects would be required to follow local, State, and federal laws regarding hazardous materials and other hazards. Therefore, with full compliance with all local, State, and federal laws pertaining to hazards and hazardous materials, cumulative impacts would be less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

F-1. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations.

F-2. Prior to the issuance of a demolition permit for any existing on-site structure not previously surveyed, the structure shall undergo an asbestos survey to document the presence of any potential asbestos-containing materials (ACMs) within the structure. Any ACMs identified as part of this survey shall be abated in accordance with all applicable laws and regulations including without limitation applicable NESHAP provisions, OSHA worker safety regulations, and SCAQMD Rule 1403 as well as any other applicable city, state, and federal regulations.

F-3. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a lead-based paint (LBP) survey to document the presence of any potential LBP within the structure. Any LBP identified as part of this survey shall be abated in accordance with all applicable city, state, and federal regulations.

F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public

Works' Environmental Programs Division shall be contacted at the start of the planning phase for required approvals and operating permits.

F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.

Level of Significance After Mitigation

Impacts to hazardous materials as a result of the 2011 Alternative would be less than significant with implementation of the above-listed mitigation measures.

Hydrology and Water Quality

Under the 2011 Alternative, no residential uses and fewer commercial, retail, hotel, and office uses would be constructed when compared to the 2009 Proposed Project and the Reduced Density Alternative. Similar to the 2009 Proposed Project and the Reduced Density Alternative, excavation and grading would occur which could expose the on-site soils to impacts from wind or water-borne erosion during construction. The amount of impervious surfaces after construction would be less under this alternative than under either the 2009 Proposed Project or the Reduced Density Alternative. Some of the existing sources of water contamination on surface parking lots (e.g., oil from parked cars, etc.) would be removed under this Alternative, although this alternative would include development regulations that would permit large scale retail buildings and surface parking lots on the eastern approximately 20 acres of the Project Site. However, potentially beneficial impacts of the 2009 Proposed Project with respect to storm water runoff quality that would result from implementation of Best Management Practices, as required under the Los Angeles County Standard Stormwater Mitigation Plan, would still occur under this alternative, which would also apply to surface parking lots permitted under this alternative. Therefore, water quality impacts under the 2011 Alternative would be less than significant, and the same as the 2009 Proposed Project and Reduced Density Alternative.

Similar to the 2009 Proposed Project and the Reduced Density Alternative, the potential to encounter groundwater during excavation activities exists. This alternative does not include deep excavations that would intercept underground aquifers. As such, impacts with respect to groundwater under the 2011 Alternative would be less than significant, and the same as both the 2009 Proposed Project and the Reduced Density Alternative.

Similar to the 2009 Proposed Project and the Reduced Density Alternative, stormwater runoff would be directed towards and discharged into the existing public storm drain system. However, as development of the 2011 Alternative would result in less impervious area onsite than either the 2009 Proposed Project or the Reduced Density Alternative, the 2011 Alternative would result in a lesser volume of stormwater runoff. Therefore, stormwater runoff impacts under the 2011 Alternative would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

The Project Site is located within a delineated 500-year flood plain area as identified by FEMA. However, the portion of the City that includes the Project Site is defined as an "area protected from the base flood by a credited flood-protecting system." Thus, the Project Site would be able to withstand a one in 500-year flood event. Additionally, the Project Site has no proximity to other waterways, major dams, or up-gradient bodies of water. While the 2011 Alternative would increase the number of people onsite (and therefore in the inundation area) when compared to existing conditions, this alternative would result in far fewer people onsite than either the 2009 Proposed Project or the Reduced Density Alternative. Therefore, the potential impact associated with flooding under the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Development of the 2011 Alternative would impact storm drainage and water quality in the area. The 2011 Alternative is located in an urbanized area where most of the surrounding properties are already developed. The existing storm drainage system serving this area is deficient to accommodate the runoff from this built-out environment. The proposed new construction should not lead to additional runoff, since new developments would be required to infiltrate and detain stormwater runoff from the sites. Thus, the 2011 Alternative would not have a significant cumulative impact and may reduce existing downstream conveyance deficiencies and no cumulatively considerable impacts to water runoff and water quality would occur.

Mitigation Measures

No mitigation measures are required.

Level of Significance After Mitigation

The 2011 Alternative would result in less than significant impacts with respect to hydrology, stormwater runoff, and water quality.

Land Use and Planning

Under the 2011 Alternative, no residential uses and fewer commercial, retail, hotel, and office uses would be constructed when compared to the 2009 Proposed Project and the Reduced Density Alternative. The 2011 Alternative would be consistent and compatible with the surrounding land uses, as well as regional plans and policies. By including the office, retail, and hotel uses, the 2011 Alternative would be consistent with the intent of the Mixed Use land use designation of the General Plan that applies to the Project Site. The Mixed Use designation is intended to promote livable communities concepts that allow added flexibility in addressing land use needs and focus on areas where livable communities' concepts are most likely to encourage similar projects through the City. Further, the General Plan describes the City's purpose in allowing mixed uses at various locations in the City as an effort to achieve "smart growth" and the creation of a more livable community by "deviat[ing] from the traditional separation of land use designations and adopt[ing] designations that allow for projects that allow a mix of land uses." (See General Plan, pp. 1-18 – 1-20). Since the Project Site is included in one of only three such mixed use

areas identified in the City, this alternative would allow the implementation of this concept within the City. In addition, the Project Site is located within walking or biking distance from many residential uses (northeast from the Project Site directly across Bellflower Boulevard and west of the Project Site directly across Lakewood Boulevard). The Project Site is also located within a short driving distance from additional residential uses (south of the Project Site past Imperial Highway and north of the Project Site past the commercial uses). In addition, visitors to the Project Site can satisfy many different needs in one location, whereas before, they would have to take multiple trips to multiple locations throughout and potentially outside of the City.

In addition, although the 2011 Alternative would result in reduced trip generation compared to the 2009 Proposed Project, this reduction is due to the reduced size of this alternative compared to the 2009 Proposed Project. The 2009 Proposed Project has a greater potential to reduce the levels of trips generated by its component parts because of the synergy between residential and commercial uses that allows multiple destinations to be accessed by one automobile trip. The same type of reduction does not apply to the 2011 Alternative because there are no residential uses included in this alternative.

As with the 2009 Proposed Project and the Reduced Density Alternative, the 2011 Alternative would not physically divide an established community, as there is not one at the Project site. The 2011 Alternative would be generally consistent with SCAG's housing and population growth projections as well as the objectives in the Regional Comprehensive Plan and Guide (see Table VI-14).

The 2011 Alternative would generally conform to the programs and policies in the City of Downey General Plan, referred to as Downey Vision 2025 (see Table VI-15).

Since there would be no housing, the 2011 Alternative would not be consistent with any housing objectives or policies. However, it is not necessary for a project to be fully consistent with every objective or policy on a plan, rather general or partial consistency is sufficient. The 2011 Alternative would have a mix of uses that would help it achieve consistency with many of the objectives and policies of both the RCPG and the Downey Vision 2025. Further, the 2011 Alternative retains the character of a mixed-use project; even it does not fit within the traditional definition of "mixed use" as a result of the deletion of residential uses. The mix of uses within the project (retail, commercial, hotel, office) provides the same benefits of providing multiple uses in one location.

The 2009 Proposed Project is seeking the approval of the Downey Landing Specific Plan (DLSP) Amendment to ensure consistency with land use regulations and compatibility with adjacent land uses. The 2011 Alternative would also seek approval of the DLSP Amendment. If the 2009 Proposed Project is approved, then development of the Project Site will, by definition, be consistent with the applicable Specific Plan regulations. As the 2011 Alternative would include the same types of uses as the 2009 Proposed Project (with the exception of the residential uses), but in reduced amounts, it would also be consistent with the applicable Specific Plan regulations.

2008 Regional Transportation Plan

The 2011 Alternative would generally conform to the goals and policies set forth in the 2008 Regional Transportation Plan (RTP), as does the 2009 Proposed Project.

Compass Growth Visioning Plan

The 2011 Alternative would generally conform to principles set forth in the Compass Growth Visioning Plan (CGV), as does the 2009 Proposed Project.

The 2011 Alternative would be consistent with applicable land use regulations and plans, and impacts would be less than significant, and the same as the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Table VI-14
2011 Alternative Consistency with Applicable
Regional Comprehensive Plan and Guide Objectives

Objective	Project Consistency
Chapter 3: Growth Management	
Population, housing and jobs forecasts, which are adopted by SCAG's Regional Council and that reflect local plans and policies, shall be used by SCAG in all phases of implementation and review.	**Consistent:** The 2011 Alternative would have no residential uses. However, the 2011 Alternative would be consistent with the SCAG job forecasts, and as such, would be consistent with this policy for the uses provided as part of the 2011 Alternative.
Support provisions and incentives created by local jurisdictions to attract housing growth in job rich subregions and job growth in housing rich subregions.	**Consistent:** The 2011 Alternative would develop office, retail, and hotel uses located throughout the Project Site thereby generating jobs which would be located in an area with a larger amount of existing housing. In addition, the current unemployment rate in the City of Downey is approximately 9.6 percent and therefore the job growth provided by the 2011 Alternative would be suitable for the area.
Encourage existing or proposed local jurisdictions' programs aimed at designing land uses which encourage the use of transit and thus reduce the need for roadway expansion, reduce the number of auto trips and vehicle miles traveled, and create opportunities for residents to walk and bike.	**Consistent:** The 2011 Alternative would be developed near major thoroughfares served by the Downey Link southeast bus route, with access to other bus routes as well as the Metro Green Line station, thereby reducing the overall need for automobile transport. In addition, the 2011 Alternative would include bike racks and would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard).
Encourage local jurisdiction plans that maximize the use of existing urbanized areas accessible to transit through infill and redevelopment.	**Consistent:** The 2011 Alternative is an infill development that would redevelop properties adjacent to major thoroughfares with access to the Downey Link southeast bus route, as well as the Metro Green Line. In addition, the 2011 Alternative would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard).
Encourage planned development in areas least	**Consistent:** The 2011 Alternative is an infill development

Table VI-14
2011 Alternative Consistency with Applicable
Regional Comprehensive Plan and Guide Objectives

Objective	Project Consistency
likely to cause an adverse environmental impact.	that would redevelop properties in the urbanized Downey Landing Specific Plan area, reducing many of the potential environmental impacts that could occur if the 2011 Alternative were developed elsewhere in the region.
Chapter 4: Regional Mobility	
Achieve a substantial decrease in the growth of passenger vehicle trips and vehicle miles traveled in serious, severe, and extreme non-attainment areas.	**Consistent:** The 2011 Alternative would be developed near major thoroughfares with local bus lines, within the vicinity of other regional transit lines, and would be within walking distance of many commercial opportunities along Lakewood Boulevard. Additionally, the 2011 Alternative would be designed to be a pedestrian friendly community with a mix of retail, office, and hotel uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the overall need for automobile transport.
Chapter 6: Housing	
Provide housing choices in line with income of work force.	**Not Consistent:** The 2011 Alternative would not provide housing.

Source: Southern California Association of Governments, Regional Comprehensive Plan and Guide, March 1996
Source (table): CAJA Environmental Services, 2011.

Table VI-15
2011 Alternative Consistency with Applicable General Plan Programs and Policies

Policy	Consistency Discussion
Chapter 1. Land Use	
Program 1.2.1.1: Promote project designs that reduce dependency on vehicles and promote pedestrian, transit, and alternate modes of travel.	**Consistent:** The 2011 Alternative would be developed near major thoroughfares with local bus lines, within the vicinity of other regional transit lines, and would be within walking distance of many commercial opportunities along Lakewood Boulevard. Additionally, the 2011 Alternative would be designed to be pedestrian friendly with a mix of uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the overall need for automobile transport. Further, the 2011 Alternative would include bike racks and would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard).

Table VI-15
2011 Alternative Consistency with Applicable General Plan Programs and Policies

Policy	Consistency Discussion
Program 1.2.1.2: Promote mixed-use developments with housing on the same site or in proximity to commercial services to reduce the need for trips by vehicles.	**Consistent:** The 2011 Alternative would include development of retail, commercial, and office uses. The 2011 Alternative would be designed to be a pedestrian friendly community with a mix of uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the need for automobile transport. In addition, the 2011 Alternative would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard).
Program 1.2.1.3: Promote commercial and residential uses in proximity to transit stops to reduce dependency on vehicles.	**Consistent:** The 2011 Alternative would develop commercial uses near major thoroughfares with access to the Downey Link southeast bus route which provides access to other transit lines, including the Metro Green Line, thereby reducing vehicle dependency.
Program 1.2.1.4: Provide dining opportunities within walking distances of employment centers.	**Consistent:** The 2011 Alternative would provide office and retail uses as well as restaurant uses. Project design is intended to be pedestrian friendly with many uses located an approximate five-minute walk from each other.
Program 1.3.1.1: Discourage the establishment of incompatible land uses in proximity [to each other].	**Consistent:** The 2011 Alternative would replace the existing media production uses on-site with comprehensively-designed, walkable communities that would be complementary to the surrounding community. Therefore, the 2011 Alternative would be consistent with this program.
Chapter 3. Housing Element	
Policy 2.2: Encourage infill development and recycling of land to provide adequate residential sites.	**Not Consistent:** The 2011 Alternative would not include residential units.
Source: City of Downey General Plan, Adopted January 25, 2005. *Source (table): CAJA Environmental Services, 2011.*	

Table VI-16
2011 Alternative Consistency with Applicable 2008 Regional Transportation Plan Goals and Policies

Policy	Consistency Discussion
Goals	
RTP G1: Maximize mobility and accessibility for all people and goods in the region.	**Consistent:** As shown in Table VI-19, below, with implementation of applicable mitigation measures, the 2011 Alternative would not create a significant impact on local roadways. With regard to accessibility, the 2011 Alternative is located near Interstates 105 and 605 and would offer a mix of uses on the project site. Therefore, the 2011 Alternative would be consistent with this policy.
RTP G2: Ensure travel safety and reliability for all	**Consistent:** As discussed under "Traffic" below, with

people and goods in the region.	implementation of all applicable mitigation measures, the 2011 Alternative would not result in any significant traffic impacts. Further, the 2011 Alternative would not create any dangerous traffic hazards as a result of project design. As such, the 2011 Alternative would be consistent with this policy.
RTP G3: Preserve and ensure a sustainable regional transportation system.	**Consistent:** As discussed under "Traffic" below, with implementation of all applicable mitigation measures, the 2011 Alternative would not result in any significant traffic impacts at either the local or regional level. Therefore, the 2011 Alternative would be consistent with the policy to preserve and ensure a sustainable regional transportation system.
RTP G4: Maximize the productivity of our transportation systems.	**Consistent:** As shown under "Traffic" below, the recommended improvements would fully mitigate the project-related impacts at the three impacted intersections. Further, as the 2011 Alternative would implement all feasible mitigation measures, the productivity of the transportation system relative to the 2011 Alternative has been maximized, and as such, the 2011 Alternative would be consistent with this policy.
RTP G5: Protect the environment, improve air quality, and promote energy efficiency.	**Consistent:** Operation of the 2011 Alternative would have a long-term significant unavoidable adverse impact to emissions, despite mitigation measures, of ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$, largely due to mobile sources. However, the 2011 Alternative also includes design features to reduce Greenhouse Gas emissions and promote energy efficiency. See "Greenhouse Gases, Global Warming and Climate Change" above, and "Utilities" below. Therefore, as the 2011 Alternative would incorporate sustainable project design features to improve air quality and promote energy efficiency as compared to the "business as usual" scenario, the 2011 Alternative would be consistent with this policy.
RTP G6: Encourage land use and growth patterns that complement our transportation investments.	**Consistent:** The Project Site is located less than one mile from Interstate 105. Eight bus lines and the Metro Green Line rail serve the immediate vicinity of the Proposed Project. Therefore, the 2011 Alternative would be consistent with this policy.
RTP G7: Maximize the security of our transportation system through improved system monitoring, rapid recovery planning, and coordination with other security agencies.	**Consistent:** As discussed under "Traffic" below, with implementation of all applicable mitigation measures, the 2011 Alternative would not result in any significant traffic impacts. Further, the 2011 Alternative would not conflict with any transportation security program. As such, the 2011 Alternative would be consistent with this policy.

Source: Southern California Association of Government, 2008 Regional Transportation Plan and Letter of Correspondence, Mark Sellheim, May 15, 2009.
Source (table): CAJA Environmental Services, 2011.

Table VI-17
2011 Alternative Consistency with the Compass Growth Visioning Principles

Policy	Consistency Discussion
Principle 1: Improve mobility for all residents	
GV P1.1: Encourage transportation investments and land use decisions that are mutually supportive.	**Consistent:** The Project Site is located near Interstates 105 and 605 for regional auto access. The Metro Green Line light rail and eight different bus lines also serve the Project Site's immediate vicinity. Therefore, the 2011 Alternative would be consistent with this policy.
GV P1.2: Locate new housing near existing jobs and new jobs near existing housing.	**Consistent:** The 2011 Alternative does not include housing. However, the 2011 Alternative would create employment opportunities on-site, in close proximity to existing residential neighborhoods. Therefore, the 2011 Alternative would be consistent with this policy.
GV P1.3: Encourage transit – oriented development.	**Consistent:** The 2011 Alternative intends to promote alternative modes of travel including transit as discussed above under "Air Quality." Therefore, the 2011 Alternative would be consistent with this policy.
GV P1.4: Promote a variety of travel choices.	**Consistent:** The 2011 Alternative intends to promote alternative modes of travel including transit as discussed above under "Air Quality." Therefore, the 2011 Alternative would be consistent with this policy.
Principle 2: Foster livability in all communities	
GV P2.1: Promote infill development and redevelopment to revitalize existing communities.	**Consistent:** The 2011 Alternative would complement and revitalize the existing community. The alternative would be developed near major thoroughfares with local bus lines, within the vicinity of other regional transit lines, and would be within walking distance of many commercial opportunities along Lakewood Boulevard. Additionally, the 2011 Alternative would be designed to be pedestrian friendly with a mix of uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the overall need for automobile transport. Further, the 2011 Alternative would include bike racks and would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard). In addition, the alternative would create jobs that would be available for existing residents in the area, and would provide a center where visitors

	could make one stop to satisfy many needs. As such, the 2011 Alternative would be consistent with this policy.
GV P2.2: Promote developments which provide a mix of uses.	**Consistent:** The 2011 Alternative provides a mix of retail, office, and hotel uses, which would complement the nearby residential neighborhoods. Therefore, the 2011 Alternative would be consistent with this policy.
GV P2.3: Promote "people scaled," walkable communities.	**Consistent:** The 2011 Alternative would be within walking distance of many commercial opportunities along Lakewood Boulevard. Additionally, the 2011 Alternative would be designed to be pedestrian friendly with a mix of uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the overall need for automobile transport. Further, the 2011 Alternative would include bike racks and would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard). As such, the 2011 Alternative would be consistent with this policy.
GV P2.4: Support the preservation of stable, single-family neighborhoods.	**Not Applicable.**
Principle 3: Enable prosperity for all people	
GV P3.1: Provide, in each community, a variety of housing types to meet the housing needs of all income levels.	**Not Applicable.**
GV P3.2: Support educational opportunities that promote balanced growth.	**Not Applicable.**
GV P3.3: Ensure environmental justice regardless of race, ethnicity, or income class.	**Consistent:** The 2011 Alternative is not located in an area where it would disproportionately affect a low income or minority community. In addition, the impacts of this alternative would be the same as experienced in any area of the City where development occurs. Thus, the 2011 Alternative would not result in a set of impacts that would more adversely affect a low income or minority community in one part of the City compared to other non-minority, non-low income parts of the City. Therefore, the 2011 Alternative would be consistent with this policy.
GV P3.4: Support local and state fiscal policies that encourage balanced growth.	**Consistent:** One of the specific objectives of the 2011 Alternative is to "positively impact the City of Downey's fiscal base." Given the mix of retail, hotel, and office uses proposed, the 2011 Alternative would be consistent with this policy.
GV P3.5: Encourage civil engagement.	**Not Applicable.**
Principle 4: Promote sustainability for future generations	
GV P4.1: Preserve rural, agricultural, recreational, and	**Not Applicable.**

environmentally sensitive areas.	
GV P4.2: Focus development in urban centers and existing cities.	**Consistent:** The 2011 Alternative would complement and revitalize the existing community. The alternative would be developed near major thoroughfares with local bus lines, within the vicinity of other regional transit lines, and would be within walking distance of many commercial opportunities along Lakewood Boulevard. Additionally, the 2011 Alternative would be designed to be pedestrian friendly with a mix of uses located approximately a five-minute walk from most areas of the Project Site, thereby reducing the overall need for automobile transport. Further, the 2011 Alternative would include bike racks and would be located within walking and/or biking distance from neighboring residential uses (northeast across Bellflower Boulevard and west across Lakewood Boulevard). In addition, the alternative would create jobs that would be available for existing residents in the area, and would provide a center where visitors could make one stop to satisfy many needs. As such, the 2011 Alternative would be consistent with this policy.
GV P4.3: Develop strategies to accommodate growth that uses resources efficiently, eliminate pollution, and significantly reduce waste.	**Consistent:** The 2011 Alternative includes design features to reduce Greenhouse Gas emissions and promote energy efficiency. See "Greenhouse Gases, Global Warming" above, which mentions that encouraging the use of alternative modes of travel would reduce air pollutant emissions. Furthermore, the "Utilities" discussion below discusses energy conservation mitigation measures. Therefore, the 2011 Alternative would be consistent with this policy.
GV P4.4: Utilize "green" development techniques.	**Consistent:** The EIR does not specifically discuss "green" development techniques. However, the City has adopted the State 2011 Building Code, which has strict environmental and energy design requirements. Therefore, the 2011 Alternative would be consistent with this policy.
Source: Southern California Association of Government, Compass Growth Visioning Principles and Letter of Correspondence, Mark Sellheim, May 15, 2009. *Source (table): CAJA Environmental Services, 2011.*	

Cumulative Impacts

Development of the 2011 Alternative, in conjunction with the 62 related projects, would result in an intensification of existing prevailing land uses in the project vicinity. 12 Related Projects (Nos. 51 through 62) are located within the City of Downey and would potentially be subject to the same zoning and land use designations as the 2011 Alternative. Specifically, Related Project Nos. 52, 56, 57, and 62

are the closest in proximity to the Project Site. However, No 62 (Kaiser Downey Medical Center) has already completed its hospital portion.

These projects would be required to either generally conform to the zoning and land use designations for their respective sites or be subject to specific findings and conditions based on maintaining the general conformance with the land use plans applicable to the area. As such, development of the 2011 Alternative and the related projects is not anticipated to substantially conflict with the intent of the City's General Plan regarding the future development of the Downey Landing Specific Plan Area, or with other land use regulations to be consistent with the City of Downey General Plan. Therefore, development of the 2011 Alternative, in conjunction with the identified related projects, would not be expected to result in cumulatively considerable effects with respect to land use regulations and compatibility.

Mitigation Measures

No mitigation measures are required.

Level of Significance After Mitigation

With approval of the Amended Specific Plan, the 2011 Alternative would result in a less than significant impact with respect to land use and planning.

Noise

Construction

Under the 2011 Alternative, no residential uses and fewer commercial, retail, hotel, and office uses would be constructed when compared to the 2009 Proposed Project and the Reduced Density Alternative. During construction of the 2011 Alternative, noise levels would be the same as for construction of the 2009 Proposed Project and the Reduced Density Alternative, because the same type of activities and equipment usage would be taking place. Construction noise impacts of the 2011 Alternative would therefore be significant and unavoidable due to the proximity of sensitive receptors to the Project Site. However, the duration of these activities would be shorter due to the construction of a smaller project.

Project compliance with Section 4606.5 of the DMC and the implementation of the Mitigation Measures I-1 through I-8 would reduce construction-related noise impacts. Nevertheless, because construction noise levels are likely to exceed 85 dBA across property boundaries, construction noise impacts would be significant and unavoidable, the same as for the 2009 Proposed Project and the Reduced Density Alternative. The sensitive receptors are listed in Table IV.I-9 of the Draft EIR and include a motel, single- and multi-family residences, a care facility and hospital, located between 75 and 350 feet away. Table IV-I-9 refers to the Kaiser Downey Medical Center as the name it was known when the Draft EIR was produced (Kaiser Hospital). The Kaiser Downey Medical Center was under construction when the Draft EIR was released, but has since opened. This does not affect the sensitive receptor noise and vibration conclusions. The nearby motel (75 feet from the Project Site) would still be affected by the 2011 Alternative's construction. Because less construction would be taking place under the 2011 Alternative as

compared to the 2009 Proposed Project, the severity and duration of this significant and unavoidable impact would be reduced, but not to a level of insignificance.

Construction activities that would occur within the Project Site would include demolition and grading, which would have the potential to generate low levels of groundborne vibration. Vibration velocities could reach as high as approximately 0.089 inch per second PPV at 25 feet from the source activity, depending on the type of construction equipment in use. None of the sensitive receptors would result in an exceedance of the vibration thresholds at any of the identified off-site sensitive receptors, and impacts would be less than significant.

In terms of human annoyance, the vibration levels forecasted to occur at the off-site sensitive receptors would not exceed the FTA's threshold of 80 VdB. Therefore, vibration impacts associated with human annoyance would be less than significant.

The construction-related vibration impacts would be less than significant at all of the surrounding sensitive receptors. Furthermore, with implementation of Mitigation Measure I-3, which serves to locate vibration-generating equipment and vehicles as far away from vibration-sensitive sites as possible, the construction-related vibration levels experienced by the existing off-site sensitive receptors surrounding the Project Site would be further reduced in magnitude. The 2011 Alternative would also be subject to Mitigation Measure I-3 to ensure that vibration impacts would be less than significant, same as the 2009 Proposed Project and the Reduced Density Alternative.

Operation

Due to the reduction in daily trips, traffic noise from the 2011 Alternative would be reduced when compared to the 2009 Proposed Project and approximately the same as the Reduced Density Alternative. Noise impacts associated with the operation of the 2011 Alternative would be less than significant. These impacts would be less than the less than significant impacts of the 2009 Proposed Project and similar to the impacts of the Reduced Density Alternative.

Mitigation Measure I-9 prohibits noise sources not operating within a public right-of-way from exceeding the ambient noise level on the premises of other occupied properties by more than three decibels. In addition, implementation of Mitigation Measures I-10 and I-11, which would require the 2009 Proposed Project to be constructed in compliance with Title 24 noise insulation standards as well as requiring that sufficient sound insulation be provided such that the interior noise levels at the proposed hotel rooms on-site would be below a CNEL of 45 dBA in any habitable room, would ensure that impacts associated with interior noise levels would be less than significant. The 2011 Alternative would also be subject to Mitigation Measures I-9 through I-11 to ensure that impacts are less than significant. Overall, operational noise impacts of the 2011 Alternative would be less than the impacts of the 2009 Proposed Project and also less than the impacts of the Reduced Density Alternative.

Cumulative Impacts

Development of the 2011 Alternative in combination with the 62 related projects would result in an increase in construction-related and traffic-related noise. Each of the related projects in the City of Downey (Nos. 51-62) would be subject to DMC Section 4606.5, which limits the hours of allowable construction activities. In addition, each of the related projects would be subject to Section 4600.2 of the DMC, which prohibits any powered equipment or powered hand tool within an R-1, R-2, or R-3 zone between the hours of 10:00 P.M. and 7:00 A.M. Section 4600.2 also prohibits the use of powered equipment or powered hand tools in C or M zones located within 300 feet of residential uses between the hours of 10:00 P.M. and 7:00 A.M.

Future construction associated with the related projects could result in a cumulatively significant impact with respect to temporary or periodic increases in ambient noise levels. Construction noise is localized in nature and decreases substantially with distance. Consequently, in order to achieve a substantial cumulative increase in construction noise levels, more than one source emitting high levels of construction noise would need to be in close proximity to the 2011 Alternative. The nearest related project is the Kaiser Downey Medical Center, located adjacent to the south of the Project Site. However, the hospital portion has been completed and would not contribute to construction noise. The next closest related project is the Desert Reign Church and Davita Dialysis Clinic located at 11610 Lakewood Boulevard, which is located approximately 0.4 miles (approximately 2,112 feet) north of the Project Site. Due to this distance, and along with the numerous intervening structures located between these two sites, a substantial increase in construction noise levels would not occur should construction for this related project occur at the same time as the 2011 Alternative. Therefore, this cumulative impact would be less than significant.

Cumulative development in the City may result in the exposure of people to or the generation of excessive groundborne vibration. The Kaiser Downey Medical Center is the closest related project, but it is complete and would not be expected to contribute to groundborne vibration. As mentioned above, the next nearest related project to the 2011 Alternative is the Desert Reign Church and Davita Dialysis Clinic located on approximately 0.4 miles north of the Project Site. The 2011 Alternative and this related project are not in close enough proximity to each other to affect the same sensitive receptors. Only receptors located in close proximity to each construction site would be potentially impacted by each development. Therefore, future development would result in a less than significant cumulative impact in terms of groundborne vibration.

Cumulative mobile source noise impacts would occur primarily as a result of increased traffic on local roadways due to the 2011 Alternative and related projects within the study area. Therefore, cumulative traffic-generated noise impacts have been assessed based on the contribution of the 2011 Alternative to the future year 2020 cumulative base traffic volumes on the roadway segments in the project vicinity. Cumulative development along with the 2011 Alternative would increase local noise levels, although the increase in noise would be below the three dBA CNEL significance threshold. As such, roadway noise impacts due to cumulative traffic volumes would be less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

Construction Noise

I-1. The 2011 Alternative shall comply with the City of Downey Municipal Code, Article IV, Chapter 6, and any subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible.

I-2. Construction activities shall be restricted to the hours of 7:00 A.M. to 7:00 P.M and no construction on Sundays and holidays.

I-3. Noise and groundborne vibration construction activities whose specific location on the Project Site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses.

I-4. Construction activities shall be scheduled so as to avoid operating several pieces of equipment simultaneously, which causes high noise levels.

I-5. To the extent feasible, the use of those pieces of construction equipment or construction methods with the greatest peak noise generation potential shall be minimized. Examples include the use of drills, jackhammers, and pile drivers.

I-6. Project contractor(s) shall exert commercially reasonable efforts to use power construction equipment with state-of-the-art noise shielding and muffling devices.

I-7. Barriers such as plywood structures or flexible sound control curtains shall be erected around the Project Site to minimize the amount of noise on the surrounding off-site sensitive receptors to the maximum extent feasible during construction.

I-8. All construction truck traffic shall be restricted to truck routes approved by the City of Downey, which shall avoid residential areas and other sensitive receptors to the extent feasible.

Operational Noise

I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties.

I-10. The Project Applicant shall comply with the Noise Insulation Standards of Title 24 of the California Code Regulations, which ensure an acceptable interior noise environment.

Level of Significance After Mitigation

Project compliance with Section 4606.5 of the DMC and the implementation of the Mitigation Measures I-1 through I-8, would reduce construction-related noise impacts associated with the 2011 Alternative to the greatest extent feasible. Nevertheless, because construction noise levels are likely to exceed 85 dBA, construction noise impacts would be significant and unavoidable.

The construction-related vibration impacts associated with the 2011 Alternative would be less than significant.

Furthermore, with implementation of Mitigation Measure I-3, which serves to locate vibration-generating equipment and vehicles as far away from vibration-sensitive sites as possible, the construction-related vibration levels experienced by the existing off-site sensitive receptors surrounding the Project Site would be further reduced in magnitude. Overall, vibration impacts associated with the 2011 Alternative would be less than significant.

Population, Housing, and Employment

The 2009 Proposed Project would result in a net increase of approximately 5,262 jobs on-site, and the Reduced Density Alternative would result in a net increase of approximately 3,935 jobs on-site. The 2011 Alternative would result in a net increase of approximately 3,286 jobs on-site, which is 1,976 fewer jobs than under the 2009 Proposed Project and 649 fewer jobs than under the Reduced Density Alternative. Employment growth associated with the 2009 Proposed Project, the Reduced Density Alternative, and the 2011 Alternative would be within SCAG employment forecasts for the City of Downey.

The 2009 Proposed Project and Reduced Density Alternative would result in an increase of approximately 4,883 and 3,906 permanent residents on-site, respectively. The 2011 Alternative would include no residential units and therefore no permanent residents. As no residential units currently exist on-site, none of these scenarios would result in the displacement of substantial numbers of people or housing units. The 2011 Alternative would therefore result in no impact related to population growth and population displacement, which would be less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Similar to the 2009 Proposed Project and the Reduced Density Alternative, the 2011 Alternative would not induce unanticipated growth in the City. The 2011 Alternative would be within SCAG employment forecasts. Further, the City of Downey had a 9.6 percent unemployment rate as of May 2011, and therefore, it is expected that project-related jobs would be filled by residents of the City or other nearby areas. Therefore, population, housing, and employment impacts associated with the operation of the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Population and Housing

The 2011 Alternative would generate no new residents or include any housing. As such, the 2011 Alternative would have no impact to the population or housing growth forecasts presented by SCAG for the entire City of Downey from 2003 to 2020.

Employment

The 2011 Alternative would generate approximately 3,286 jobs. Because the related projects list includes projects in surrounding cities, for purposes of determining compliance with City of Downey projections, only the related projects within the boundaries of the City of Downey will be included in the cumulative analysis. The 12 related projects in the City of Downey would generate approximately 4,534 jobs (see corrected/revised Table IV.J-4 of this section).

As such, buildout of both the 2011 Alternative and the City of Downey related projects would result in the addition of approximately 7,820 new jobs. SCAG estimates an increase of 3,107 jobs between the years 2003 and 2020 (anticipated project buildout). The estimate of employee generation would exceed SCAG's employment projection for the period between 2003 and 2020 for the Citywide job supply. However, the related projects in combination with the 2011 Alternative would create numerous employment opportunities, which is a goal emphasized in the City of Downey General Plan Economic Development Element. Additionally, the Economic Development Element states that employment is an important factor in the City's growth and that employment centers should be promoted that have the potential to serve as a catalyst for additional jobs. Further, the City of Downey had a 9.6 percent unemployment rate as of May 2011, and therefore, it is expected that project-related jobs (from both the 2011 Alternative and the related projects) would be filled by residents of the City or other nearby areas. As the related projects and 2011 Alternative would create a diversified job base for the City of Downey, impacts related to cumulative job creation would be less than significant.

Mitigation Measures

No mitigation measures are required.

Level of Significance After Mitigation

The 2011 Alternative would result in less than significant impacts with respect to population, housing, and employment.

Public Services

Fire Protection

The 2011 Alternative would have fewer employees and no residents as compared to both the 2009 Proposed Project and Reduced Density Alternative. Despite the reduced size of the project and the

elimination of residential units under the 2011 Alternative, demand for fire protection services would still increase when compared to existing levels, although not to the extent that demand would increase under either the 2009 Proposed Project or the Reduced Density Alternative. The 2011 Alternative would implement Mitigation Measures K-1 through K-4 to ensure that impacts related to response distance, response time, emergency access, and fire flows would be less than significant, and no new fire protection facilities would be required to meet the needs of the 2011 Alternative, the construction of which could have a significant impact on the environment. Therefore, impacts to fire protection services under the 2011 Alternative would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Mitigation Measure K-5 that was required for the 2009 Proposed Project was not necessary for the 2011 Alternative because the 2011 Alternative would be smaller in size and the residential uses were removed. Therefore, Mitigation Measure K-5 from the Draft EIR that was previously required is no longer required.

Project traffic is expected to significantly impact three study intersections under the 2011 Alternative (compared with four intersections under the 2009 Proposed Project). However, with the implementation of Mitigation Measures L-1 through L-3, impacts at the intersections would be reduced to a less than significant level. Therefore, impacts related to emergency response time would be less than significant, and the same as the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

Similar to the 2011 Alternative, each of the 12 City of Downey related projects would be individually subject to DFD review and would be required to comply with all applicable construction-related and operational fire safety requirements of the DFD and the City of Downey in order to adequately mitigate fire protection impacts. For example, all related projects would be required to assure that DFD access points remain clear during all demolition and construction activities. In addition, the adopted DMC requires that any commercial buildings over 3,600 square feet, residential buildings, and assembly-related uses (such as theatres, churches, and health clubs) install automatic fire sprinkler systems. Therefore, the 2011 Alternative would not contribute to a cumulatively considerable incremental effect upon fire protection services and the 2011 Alternative's cumulative impact would be less than significant.

Police Protection

The 2011 Alternative would have fewer employees and no residents as compared to the 2009 Proposed Project and the Reduced Density Alternative. Because of the reduced daytime and evening population, the type and demand for police protection services at the Project Site would be reduced compared to the 2009 Proposed Project and the Reduced Density Alternative.

Furthermore, as police units are most often in a mobile state, it is unknown precisely which route the Downey Police Department would use to access the Project Site when responding to an emergency call. However, any police unit accessing the Project Site from the surrounding area would have to pass through at least one of the study intersections. The implementation of Mitigation Measures L-1 through L-3 would reduce impacts at these intersections to a less than significant level. As with the 2009 Proposed

Project and the Reduced Density Alternative, the 2011 Alternative would implement Mitigation Measures K-5 through K-7 so that impacts are reduced to less than significant. As such, no new police protection facilities would be required to meet the needs of the 2011 Alternative, the construction of which could have a significant impact on the environment.

Mitigation Measure K-9 that was required for the 2009 Proposed Project was not necessary for the 2011 Alternative because the 2011 Alternative would be smaller in size and the residential uses were removed. Therefore, Mitigation Measure K-9 from the Draft EIR that was previously required is no longer required.

Therefore, impacts to police protection services would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

The related projects located within the City of Downey also would be served by the DPD Headquarters located 10911 Brookshire Avenue. The 2011 Alternative would not include residential uses, so the only potential residential population increase would come from the 12 related projects in the City of Downey, which would generate 55 persons to the City of Downey.

The 55 person increase caused by the related projects would not substantially affect the officer-to-population ratio in the City of Downey (1.13 officers per 1,000 residents).[12] As discussed above, the City's preferred officer-to-population ratio is 1.8 officers per 1,000 residents. Since the 2011 Alternative would not contribute residents, it would not affect the ratio. In addition, the impacts created by new development would be reduced through the incorporation of required security measures into each proposed development on a case-by-case basis. Therefore, cumulative impacts with respect to police protection services would be less than significant.

Schools

The 2011 Alternative would have no residential uses and would therefore not generate any permanent residents. The elementary, middle, and high schools serving the project site are all operating near capacity (as described in the Draft EIR Section IV.K) but would be expected to be able to accommodate any additional students generated from employees moving into the area. School fees would continue to be paid at the current rate (at the time of permitting) for commercial/industrial development. Any additional students generated from employees of the project moving to the area would not cause the need for new school facilities to be constructed, which could impact the environment. Therefore, school impacts would be less than significant, and less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

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[12] *Existing officer-to-population ratio equals.1.13 officers per 1,000 residents. With the addition of the City of Downey related projects, the officer-to-population ratio would remain 1.13 [(124 officers x 1,000 residents) ÷ 110,055 service residents = 1.126 officers per 1,000 residents.]*

Cumulative Impacts

The 12 City of Downey related projects would generate additional students at Alameda Elementary, Lewis Elementary, Carpenter Elementary, Gauldin Elementary, Sussman Middle, East Middle, Downey High, and Columbus High Schools. The 2011 Alternative would not generate residents or students.

The applicants of the related residential as well as commercial and industrial projects would be expected to pay required developer school fees to the DUSD (pursuant to SB 50) to help reduce the impacts their respective projects may accrue to local school services. The payment of these fees by the 2011 Alternative and the related projects would be mandatory, and would reduce the cumulative impact upon school services to a less than significant level.

Recreation and Parks

The 2011 Alternative would have no residential uses and would not generate any permanent residents. Therefore, this alternative would not require any open park space, pursuant to the National Recreation and Parks Association Open Space Standard of 1.5 acres per 1,000 residents. In contrast, the 2009 Proposed Project would require 7.5 acres. Demand for on-site park facilities in the City under the 2011 Alternative would be less than the demand of the 2009 Proposed Project and the Reduced Density Alternative. There would be no residential in-lieu park fees owed, as this alternative does not include any residential uses. Therefore, the 2011 Alternative would not require the construction of new recreation and park facilities, the construction of which could cause a significant impact on the environment Therefore, impacts to parks and recreation facilities would be less than significant, and would be significantly less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

The 2011 Alternative would not include any residential uses that would combine with any residential related projects. Thus, the 2011 Alternative would not be cumulatively considerable when compared with the related projects. The applicants of the related projects located within the City of Downey containing a residential component would be required to pay in-lieu parkland fees, and/or to incorporate park and recreational facilities onsite. With the mandatory payment of the in-lieu parkland fees, cumulative parks and recreation impacts would be less than significant.

Libraries

The 2011 Alternative would have no residential uses and would therefore not generate any permanent residents. As such, the 2011 Alternative would not require additional library space or volumes to meet State standards. The 2009 Proposed Project would require 2,442 square feet of library space and 9,766 volumes to meet State standards. Demand on library facilities in the City would therefore be less than estimated for the 2009 Proposed Project. There would be no residential library fees owed, as this alternative does not include any residential uses. Therefore, the 2011 Alternative would not require the construction of new library facilities, the construction of which could cause a significant impact on the

environment Therefore, impacts to libraries would be less than significant, and would be significantly less than the impacts of the 2009 Proposed Project and the Reduced Density Alternative.

Cumulative Impacts

The 2011 Alternative would not include any residential uses that would combine with any residential related projects. Thus, the 2011 Alternative would not be cumulatively considerable when compared with the related projects. The related projects would be required to pay a per capita developer fee. With compliance with fee payment, cumulative impacts to libraries would be less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

Fire Protection

K-1. The Applicant of the 2011 Alternative and all development projects constructed under the Tierra Luna Specific Plan's framework shall submit a Master Plan to the Downey Fire Department prior to issuing building permits, for review and approval, which shall provide the capacity of the fire mains serving the Project Site. Any required upgrades shall be identified and implemented prior to the issuance of building permits for the Proposed Project and future developments.

K-2. The 2011 Alternative and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, onsite automatic sprinklers, and hydrant placement. Prior to issuing permits for any phase of the project, Applicant shall implement all fire code and ordinance requirements to the satisfaction of the Downey Fire Department.

K-3. The design of the 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan framework shall provide adequate access for Downey Fire Department equipment and fire fighters onto and throughout the Project Site and future structures.

K-4. The 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan's framework shall provide adequate offsite public and onsite private fire hydrants as determined necessary by the Downey Fire Department.

Police Protection

K-5. The 2011 Alternative design shall be reviewed and approved by the Downey Police Department pursuant to General Plan Program 5.4.2.6. prior to the issuance of a building permit.

K-6. Prior to the issuance of building permits, the Applicant shall provide an onsite security plan for the development, to be approved by the City of Downey and the Downey Police Department.

Schools

K-7. The Applicant of the 2011 Alternative and all developments constructed therein shall pay school fees to the satisfaction of the Downey Unified School District.

Level of Significance After Mitigation

Impacts of the 2011 Alternative with respect to public services (including fire, police, schools, parks, and libraries) would be less than significant.

Traffic/Transportation/Parking

This section was prepared using the traffic report prepared by Linscott, Law & Greenspan, "Tierra Luna Specific Plan – Manarino Alternative Project, City of Downey" dated April 27, 2011 (note that the Manarino Alternative is now called the 2011 Alternative). A copy of the traffic report is included as Appendix C to this Final EIR.

Trip Generation

As shown in Table VI-18, the 2011 Alternative would generate:

- 829 net new AM peak hour vehicle trips (594 inbound trips, 235 outbound trips);
- 2,477 net new PM peak hour vehicle trips (1,086 inbound trips, 1,391 outbound trips); and
- 26,391 net new daily trips during a typical weekday (13,195 inbound trips, 13,196 outbound trips).

Table VI-18
Alternative F – 2011 Alternative Trip Generation

Land Use [1]	Size	Daily Total	AM Peak Hour [2]			PM Peak Hour [2]		
			In	Out	Total	In	Out	Total
Hotel [3]	150 rooms	969	41	27	68	39	35	74
-Transit Reduction (10%)		(97)	(4)	(3)	(7)	(4)	(4)	(8)
-Internal Capture Trip Credit [4]		(323)	n/a	n/a	n/a	(12)	(16)	(28)
-Subtotal		549	37	24	61	23	15	38
General Office [5]	300,000 sf	3,109	398	54	452	71	344	415
-Transit Reduction (10%)		(311)	(40)	(5)	(45)	(7)	(34)	(41)
-Internal Capture Trip Credit [4]		(531)	n/a	n/a	n/a)	(20)	(26)	(46)
-Subtotal		2,267	358	49	407	44	284	328
Shopping Center [5]	1,035,000 sf	31,020	388	248	636	1,405	1,522	2,927
-Transit Reduction (10%)		(3,102)	(39)	(25)	(64)	(141)	(152)	(293)
-Internal Capture Trip Credit [4]		(828)	n/a	n/a	n/a	(41)	(31)	(72)
-Pass-by Trip Reduction [7]		(5,418)	(70)	(45)	(115)	(245)	(268)	(513)
-Subtotal		21,672	279	178	457	978	1,071	2,049
Multiplex Movie Theatre [8]	16 screens	2,180	n/a	n/a	n/a	98	120	218
-Transit Reduction (10%)		(218)	n/a	n/a	n/a	(10)	(12)	(22)
-Internal Capture Trip Credit [9]		(59)	n/a	n/a	n/a	(3)	(3)	(6)
-Subtotal		1,903	n/a	n/a	n/a	85	105	190
Project Trip Generation Total		**26,391**	**674**	**251**	**925**	**1,130**	**1,475**	**2,605**
Existing Uses to be removed [10]		**n/a**	**(80)**	**(16)**	**(96)**	**(44)**	**(84)**	**(128)**
Net Project Trip Generation Total		***26,391***	***594***	***235***	***829***	***1,086***	***1,391***	***2,477***

Linscott, Law & Greenspan, "Tierra Luna Specific Plan – Manarino Alternative Project, City of Downey" April 27, 2011.

[1] Source: ITE "Trip Generation", 7th Edition, 2003, unless otherwise noted.

[2] Trips are one-way traffic movements, entering or leaving.

[3] ITE Land Use Code 310 (Hotel) trip generation equation rates.

- Daily Trip Equation: Trips = 8.95 (room) - 373.16; 50% inbound/50% outbound.

- AM Peak Hour Trip Equation: Ln (trips) = 1.24 Ln (room) - 2.00; 61% inbound/39% outbound.

- PM Peak Hour Trip Equation (ITE Trip Generation Manual 6th Edition): Ln (trips) = 1.212 Ln (room) - 1.763; 53% inbound/47% outbound.

[4] Daily and PM peak hour capture based on ITE Trip Generation Handbook, June 2004.

[5] ITE Land Use Code 710 (General Office) trip generation equation rates.

- Daily Trip Equation: Ln (trips) = 0.77 Ln (1,000 SF of floor area) + 3.65; 50% inbound/50% outbound.

- AM Peak Hour Trip Equation: Ln (trips) = 0.80 Ln (1,000 SF of floor area) + 1.55; 88% inbound/12% outbound.

- PM Peak Hour Trip Equation: Trips = 1.12 (1,000 SF of floor area) + 78.81; 17% inbound/83% outbound.

[6] ITE Land Use Code 820 (Shopping Center) trip generation equation rates.

- Daily Trip Equation: Ln (trips) = 0.65 Ln (1,000 SF of gross leasable floor area) + 5.83; 50% inbound/50% outbound.

- AM Peak Hour Trip Equation: Ln (trips) = 0.60 Ln (1,000 SF of gross leasable floor area) + 2.29; 61% inbound/39% outbound.

- PM Peak Hour Trip Equation: Ln (trips) = 0.66 Ln (1,000 SF of gross leasable floor area) + 3.40; 48% inbound/52% outbound.

[7] Shopping Center pass-by trip percentage based on ITE Trip Generation Handbook, June 2004 using the following formula (applied only to net external shopping center trips): Pass-by Trip Reduction: Ln (trips) = -0.29 Ln (1,000 SF of gross leasable floor area) + 5.0 Shopping center pass-by trip reduction taken after transit trip and internal capture credits.

[8] ITE Land Use Code 445 (Multiplex Movie Theater) trip generation rates.

- Daily Trip Rate: assumed to be ten times PM peak hour trips.

- AM Peak Hour Rate: not available.

- PM Peak Hour Trip Rate: 13.64 trips/Screen; 45% inbound/55% outbound.

[9] Daily and PM peak hour internal capture rates based on similar daily and PM peak hour internal capture rates for the shopping center land use component.

Table VI-18
Alternative F – 2011 Alternative Trip Generation

Land Use [1]	Size	Daily Total	AM Peak Hour [2]			PM Peak Hour [2]		
			In	Out	Total	In	Out	Total

[10] Based on the Traffic Study for the Tierra Luna Specific Plan Project, Table 6, prepared by Raju Associates, January 2009. Appears as Table IV.L-7 in the Draft EIR.

The 2011 Alternative trip generation forecasts were compared to that of the 2009 Proposed Project and the other 5 alternatives, as shown in Table VI-19. The 2011 Alternative represents 18 percent fewer daily trips, 52 percent fewer AM peak hour trips, and 20 percent fewer PM peak hour trips than the 2009 Proposed Project.

Table VI-19
Alternative Analysis – Summary and Comparison of Trip Generation Estimates

Scenario	Daily Total	AM Peak Hour			PM Peak Hour		
		In	Out	Total	In	Out	Total
2009 Proposed Project [1]	32,118	1,052	662	1,714	1,363	1,735	3,098
Alternative A – No Project [1]	0	0	0	0	0	0	0
Difference from 2009 Proposed Project	(32,118)	(1,502)	(662)	(1,714)	(1,363)	(1,735)	(3,098)
% Difference	-100%	-100%	-100%	-100%	-100%	-100%	-100%
Alternative B – Existing Specific Plan Build-Out [1]	12,096	1,492	284	1,776	275	1,303	1,578
Difference from 2009 Proposed Project	(20,022)	440	(378)	62	(1,088)	(432)	(1,520)
% Difference	-62%	42%	-57%	4%	-80%	-25%	-49%
Alternative C – Reduced Density [1]	25,836	859	546	1,405	1,107	1,385	2,492
Difference from 2009 Proposed Project	(6,282)	(193)	(116)	(309)	(256)	(350)	(606)
% Difference	-20%	-18%	-18%	-18%	-19%	-20%	-20%
Alternative D – Reduced Site [1]	32,118	1,052	662	1,1714	1,363	1,735	3,098
Difference from 2009 Proposed Project	0	0	0	0	0	0	0
% Difference	0%	0%	0%	0%	0%	0%	0%
Alternative E – All-Commercial [1]	29,771	1,058	368	1,426	1,199	1,741	2,940
Difference from 2009 Proposed Project	(2,347)	6	(294)	(288)	(164)	6	(158)
% Difference	-7%	1%	-44%	-17%	-12%	0%	-5%
Alternative F – 2011 Alternative [2]	26,391	594	235	829	1,086	1,391	2,477
Difference from 2009 Proposed Project	(5,727)	(458)	(427)	(885)	(277)	(344)	(621)
% Difference	-18%	-44%	-65%	-52%	-20%	-20%	-20%

[1] Trip generation estimates for 2009 Proposed Project and Alternatives A-E obtained from the Draft Traffic Study for the Tierra Luna Specific Plan Project, prepared by Raju Associates, Inc., January 2009. Table 20.
[2] Trip generation for Alternative F obtained from April 27, 2011 Traffic Study.

Source: Linscott, Law & Greenspan, "Tierra Luna Specific Plan –Manarino Alternative, City of Downey" April 27, 2011.

Traffic Analysis

As shown in Table VI-20, the 2011 Alternative is forecast to result in significant traffic impacts at three intersections (one intersection during both the AM and PM peak hours and two intersections during the PM peak hour only):

- Intersection No. 24: Bellflower Boulevard/Imperial Highway
    - AM peak hour v/c ratio increase of 0.043 [to 1.216 (LOS F) from 1.173 (LOS F)]
    - PM peak hour v/c ratio increase of 0.099 [to 1.323 (LOS F) from 1.224 (LOS F)]
- Intersection No. 38: Lakewood Boulevard/Gallatin Road
    - PM peak hour v/c ratio increase of 0.036 [to 1.113 (LOS F) from 1.077 (LOS F)]
- Intersection No. 77: I-605 Freeway Southbound Ramps/Firestone Boulevard
    - PM peak hour v/c ratio increase of 0.049 [to 1.019 (LOS F) from 0.970 (LOS E)]

The 2009 Proposed Project would cause significant traffic impacts at four (4) intersections, including the three intersections listed above plus a fourth intersection (Intersection No 17: Lakewood Boulevard/Stewart and Gray Road). Thus, the 2011 Alternative, with three intersections identified for potential traffic impacts prior to consideration of mitigation measures, would adversely impact traffic to a lesser degree than the 2009 Proposed Project.

Table VI-20
Alternative F – 2011 Alternative Summary of Volume to Capacity Ratios

No.	Intersection	Peak Hour	Pre-Project Conditions v/c (LOS)	With Alt. F		Sig. Impact	With Alt. F Mitigation		Mitigated?
				v/c (LOS)	Change v/c		v/c (LOS)	Change v/c	
City of Downey									
24	Bellflower Blvd / Imperial Highway	AM PM	1.173 (F) 1.224 (F)	1.216 (F) 1.323(F)	0.043 0.099	YES YES	1.091 (F) 1.212 (F)	-0.082 -0.012	YES YES
38	Lakewood Blvd / Gallatin Road	AM PM	1.088 (F) 1.077 (F)	1.095 (F) 1.113 (F)	0.007 0.036	No YES	1.048 (F) 1.074 (F)	-0.040 -0.003	-- YES
City of Norwalk									
77	I-605 Southbound Ramps / Firestone Blvd	AM PM	0.838 (D) 0.970 (E)	0.856 (D) 1.019 (F)	0.018 0.049	No YES	0.796 (C) 0.970 (E)	-0.042 0.000	-- YES

Linscott, Law & Greenspan, "Tierra Luna Specific Plan – Manarino Alternative Project, City of Downey" April 27, 2011.

Trip Generation Equivalency

The project applicant is requesting flexibility to develop up to 200,000 square feet of retail space as office space if market conditions warrant. Thus, for example, instead of 1,100,000 square feet of commercial/retail floor area and 300,000 square feet of office floor area, the applicant may propose to build 900,000 square feet of commercial/retail floor area and 500,000 square feet of office floor area. In combination with the 116,000 square feet proposed for the hotel, total development on the site would not exceed 1,516,000 square feet of building area.

The conversion of retail floor area to office floor area would not alter the findings and conclusions related to this traffic analysis of the 2011 Alternative. That is due to the fact that retail floor area has a higher trip rate as compared to an equivalent amount of office floor area. For example, in reviewing the trip generation potential for the PM peak hour (which is considered the "critical" peak hour since almost all of the potentially significant traffic impacts due to the 2011 Alternative are determined to occur in the PM peak hour, with only one significant impact identified during the AM peak hour), the relationship between retail floor area and office floor area is as follows:

- Retail floor area x 1.811 = Equivalent Office floor area

Thus, for example, 100,000 square feet of retail floor area would have the equivalent traffic impacts as 181,100 square feet of office floor area (100,000 s.f. x 1.811 = 181,100 s.f.). However, since new development on the site is capped at 1,516,000 square feet of building area, the retail floor area would be exchanged for office floor area on a 1:1 basis, and thus, any exchange would result in less potential traffic impacts that would be slightly less than what is analyzed herein.

Mitigation Measures

The mitigation measures for the three intersections are expected to reduce the 2011 Alternative impacts to less than significant levels. The following mitigation measures are described below, with reference to the original mitigation measure number from the Draft EIR in parentheses.

Mitigation Measure L-1 (Draft EIR Mitigation Measure L-4):

Intersection No. 24: Bellflower Boulevard/Imperial Highway – The improvement at this intersection includes dual left-turn lanes on the northbound and southbound approaches. This improvement can be achieved by widening on the west side of Bellflower Boulevard (north of Imperial Highway) and on the east side of Bellflower Boulevard (south of Imperial Highway) by approximately two to twelve feet for approximately 250 feet. The northbound and southbound approaches would provide dual left-turn lanes, two through lanes and a separate right-turn lane.

Mitigation Measure L-2 (Draft EIR Mitigation Measure L-2):

Intersection No. 38: Lakewood Boulevard/Gallatin Road – This improvement includes a second eastbound left-turn lane. This improvement can be achieved by re-striping the existing eastbound through lane to a shared left-through lane. The eastbound approach would provide one left-turn lane, one shared left-through lane, and a separate right-turn lane. The traffic signal would be

modified to include split phasing operations for the eastbound and westbound Gallatin Road approaches.

Mitigation Measure L-3 (Draft EIR Mitigation Measure L-5):

Intersection No. 77: I-605 Freeway Southbound Ramps/Firestone Boulevard – The improvement at this intersection includes a second westbound left-turn lane. This improvement can be achieved by re-striping the existing painted chevron on the westbound approach. The westbound approach would provide dual left-turn lanes and two through lanes.

Mitigation Measure L-4 (Draft EIR Mitigation Measure L-7)

The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.

The 2009 Proposed Project contained a project design feature identified as Mitigation Measure L-6:

Bellflower Boulevard/Washburn Road. As part of the Tierra Luna Specific Plan, a fourth leg of the intersection, the west leg, will be constructed. The eastbound approach would provide a left-turn lane and a shared through-right turn lane. This was removed as a mitigation measure for the 2011 Alternative. The intersection would be operating at LOS B during AM peak and A during PM peak with the 2011 Alternative, and the change in v/c (after 2011 Alternative compared with before) would not be a significant impact. Mitigation Measure L-6 that was required for the 2009 Proposed Project was not necessary for the 2011 Alternative because the 2011 Alternative would be smaller in size and the residential uses were removed., thus reducing the amount of trip generation and impacts on intersections Therefore, Mitigation Measure L-6 from the Draft EIR that was previously required is no longer required.

Shared Parking Demand

A shared parking analysis was conducted as part of the April 27, 2011 Traffic Study (Appendix C of this Final EIR) in order to determine peak parking demand for the 2011 Alternative and to determine the adequacy of the proposed parking supply. The weekdays and weekend days were evaluated for a typical month (April), a peak summer month (July), and a peak holiday shopping month (December).

The concept of shared parking is widely recognized within the transportation planning industry and accounts for the changes in parking demand over time for different types of land uses within a project. This shared parking analysis incorporates the analysis procedures recommended in the *Shared Parking* manual published by the ULI, and is consistent with methodology used by for the Project.

The *Shared Parking* manual provides recommendations with respect to the following characteristics of parking demand at multi-use centers:

- Hourly Parking Indices. The *Shared Parking* manual provides hourly parking indices for various land uses. For the 2011 Alternative, the hourly parking indices for retail, theater, hotel and office were utilized. The indices show, for example, that the hourly parking demand for retail (which generates its

peak parking demand during the early afternoon period) is different than the parking demand associated with a theater (which generates its peak parking demand concentrated around the late evening periods).

- Day of Week Parking Variations. The *Shared Parking* manual provides recommendations for day of week parking factors. For example, office uses experience their peak parking demands during weekdays but experience minimal demand during weekends. Retail uses generally have a higher demand for parking during weekends as compared to weekdays.

Table VI-21 presents a summary of the estimated peak parking demand for the 2011 Alternative during weekdays and weekend days for the various seasonal conditions. A peak parking demand of 4,105 spaces is forecast to occur at 2:00 PM during the weekday for the peak shopping/holiday month (December). The overall peak shared parking demand for the 2011 Alternative would range from 4,105 spaces at 2:00 PM on a weekday to 3,911 spaces also at 2:00 PM on a weekend day during the peak shopping/holiday season in December.

Table VI-21
Alternative F – 2011 Alternative Estimated Peak Parking Demand by Season

	Typical Month (April)	Peak Summer Month (July)	Shopping/Holiday Month (December)	Overall Peak Parking Demand
Weekday	3,057	3,205	4,015	4,015
Weekend	2,771	3,014	3,911	3,911

Linscott, Law & Greenspan, "Tierra Luna Specific Plan – Manarino Alternative Project, City of Downey" April 27, 2011.

It is recommended that parking for the project components be provided at the effective rates during the peak hour of demand (highest for weekday and weekend). The recommended supply of 4,778 parking spaces as shown in Table VI-22 would exceed the forecast peak hour demand for parking for both weekday (4,105 spaces) and weekend (3,911 spaces) conditions during the highest seasonal parking demand period of the year (December holiday).

Table VI-22
Proposed 2011 Alternative Parking Requirements

Land Use	Size	Rate [1]	Total
Retail/Restaurant	1,035,000 sf	3.24 spaces/1,000 sf	3,353
Movie Theater	4,800 seats	0.09 spaces/seat	432
Hotel	150 rooms	0.44 spaces/room	66
Office	300,000	3.09 spaces/1,000 sf	927
		Total	***4,778***

[1] Rate taken from Table 7 (Weekday and Weekend Shared Parking Demand Analysis) as found in: Linscott, Law & Greenspan, "Tierra Luna Specific Plan – Manarino Alternative Project, City of Downey" April 27, 2011.

Access and Circulation

Vehicular access for the 2011 Alternative would be provided on Lakewood Boulevard, Congressman Steven Horn Way, and Bellflower Boulevard.

Cumulative Impacts

Impacts of regional growth are incorporated into the traffic model (as Future Year 2020) and are reflected in the "Without Project" condition in Table VI-20, above. The mitigation measures for the three impacted intersections in Table VI-20 of this section are expected to reduce the 2011 Alternative impacts to less than significant levels. As such, the 2011 Alternative would not contribute to a cumulatively considerable traffic impact.

Mitigation Measures

Mitigation Measures L-1 through L-3 are provided above.

Level of Significance After Mitigation

With implementation of Mitigation Measures L-1 through L-3, traffic impacts of the 2011 Alternative would be less than significant.

Utilities

As shown in Table VI-23, the 2011 Alternative (Alternative F) would generate less wastewater and solid waste, and consume less water, electricity, and natural gas than Alternatives B, C, D, and E as well as the 2009 Proposed Project. Alternative A is the No Project Alternative and would therefore have no impact. Details of each utility and calculations are below, under each heading.

Table VI-23
Utility Comparison

Utility	Existing[1]	Proposed[2]	Alt. A	Alt B	Alt. C	Alt. D[3]	Alt. E	Alt. F
Wastewater (gpd)	10,252	502,488	0	200,995[4]	376,866[5]	502,488	245,498[6]	142,248
Water (gpd)	13,123	641,837	0	256,735[7]	481,378[8]	641,837	314,237[9]	182,077
Solid Waste (lbs/day)	4,500	13,425	0	5,258[10]	9,859[11]	13,425	7,425[12]	3,425
Electricity (kwh/day)	26,250	103,305	0	41,322[13]	77,479[14]	103,305	51,900[15]	28,325
Natural Gas (cf/day)	50,250	378,600	0	151,440[16]	283,950[17]	378,600	177,600[18]	100,725

[1]All calculations are net, with subtracting the existing uses.

[2]2009 Proposed Project includes calculations with open space and parking structure. Some alternatives did not describe the size or amount of the open space or parking structure, so these calculations were not included. However, the difference compared to the overall total for office, retail, hotel space is negligible.

[3] Same square footage as the 2009 Proposed Project

[4]40% x 502,488 gpd = 200,995 gpd

Table VI-23
Utility Comparison

Utility	Existing[1]	Proposed[2]	Alt. A	Alt B	Alt. C	Alt. D[3]	Alt. E	Alt. F

[5] *75% x 502,488 gpd = 376,866 gpd*
[6] *(675,000 sf x 150 gpd) + (1,200,000 sf x 80 gpd) + (450 rooms x 130 gpd) = 255,750 - 10,252 (Existing) = 245,498 gpd*
[7] *40% x 641,837 gpd = 256,735 gpd*
[8] *75% x 641,837 gpd = 481,378 gpd*
[9] *(675,000 sf x 192 gpd) + (1,200,000 sf x 102.4 gpd) + (450 rooms x 166.4 gpd) = 327,360 – 13,123 (Existing) = 314,237 gpd*
[10] *40% x 13,145 lbs =5,258 lbs*
[11] *75% x 13,145 lbs = 9,859 lbs*
[12] *(675,000 sf x 6 lbs/sf) + (1,200,000 sf x 5 lbs) + (450 rooms x 4.166 lbs) = 11,925 - 4,500 (Existing) = 7,425 lbs*
[13] *40% x 103,305 kwh = 41,322 kwh*
[14] *75% x 103,305 kwh = 77,479 kwh*
[15] *(675,000 sf x 0.035 kwh) + (1,200,000 sf x 0.037 kwh) + (450 rooms x 22.5 kwh) = 78,150 – 26,250 (Existing) = 51,900 kwh*
[16] *40% x 378,600 cf = 151,440 cf*
[17] *75% x 378,600 cf = 283,950 cf*
[18] *(675,000 sf x 0.067 cf) + (1,200,000 sf x 0.1 cf) + (375,000 x 0.167 cf) = 227,850 – 50,250 (Existing) = 177,600 cf*

gpd = gallons per day, lbs/day = pounds per day; kwh/day = kilowatt-hours per day; cf/day = cubic feet per day

Table: CAJA Environmental Services, 2011.

Wastewater

The 2011 Alternative would reduce the amount of office, retail, hotel, and restaurant space, and would eliminate residential uses from the project. As a result, this Alternative would generate less wastewater than the 2009 Proposed Project. Whereas the 2009 Proposed Project would generate a net increase of approximately 502,488 gpd of wastewater when compared to existing conditions, the 2011 Alternative would generate a net increase of approximately 142,248 gpd of wastewater, which would be a net decrease of 360,240 gpd when compared to the 2009 Proposed Project (see Table VI-24).

Wastewater impacts associated with the 2011 Alternative would be less than significant, same as the 2009 Proposed Project, and as shown in Table VI-23, the 2011 Alternative would generate less wastewater than Alternatives B, C, D, and E.

Table VI-24
2011 Alternative Wastewater Generation

Land Use	Size	Generation Rate[1]	Total (gallons/day)
Office	300,000 sf	150 gal/1,000 sf/day	45,000
Retail	1,100,000 sf	80 gal/1,000 sf/day	88,000
Hotel	150 rooms	130 gal/room/day	19,500
		Alternative subtotal	**152,500**
		Existing Uses Total	**(10,252)**
		Net Increase	***142,248***

sf = square feet

[1] ***Source:*** *City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. The City of Downey does*

Table VI-24
2011 Alternative Wastewater Generation

not have its own generation rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).

Table: CAJA Environmental Services, 2011.

Cumulative Impact

For a conservative analysis, it is assumed that all of the related projects would rely on the wastewater treatment services provided by the JWPCP and the Los Coyotes WRP. The related projects are estimated to generate approximately 532,873 gpd of wastewater (see corrected/revised Table IV.M-3 of this section). The 2011 Alternative would generate 142,248 net gpd. The total cumulative wastewater generated would be 675,121 gpd (or 0.675 MGD).

The design capacity of the JWPCP is approximately 400 MGD and the design capacity of the Los Coyotes WRP is approximately 22.5 MGD. The JWPCP currently has an average wastewater flow of approximately 300 MGD while the Los Coyotes WRP currently has an average wastewater flow of approximately 37.5 MGD. Therefore, the JWPCP has a remaining capacity of approximately 100 MGD and the Los Coyotes WRP has a remaining capacity of approximately 22.5 MGD. The cumulative wastewater generation would be well within the design capacity of the JWPCP, representing approximately 0.96 percent of the remaining capacity. Cumulative wastewater generation would also represent approximately 1.8 percent of the remaining capacity of the Los Coyotes WRP. Therefore, cumulative impacts on wastewater treatment capacity would be less than significant.

Water

The 2011 Alternative would reduce the amount of office, retail, hotel, and restaurant space, and would eliminate residential uses from the project. As a result, this Alternative would demand less water than the 2009 Proposed Project. Whereas the 2009 Proposed Project would result in a net water demand of approximately 641,837 gpd when compared to existing conditions, the 2011 Alternative would result in a net demand of approximately 182,077 gpd, which would be a net decrease in water demand of 459,760 gpd when compared to the 2009 Proposed Project (see Table VI-25).

Water and Wastewater Conservation

The 2011 Alternative will employ a number of indoor and outdoor water conservation measures. Reducing potable water use is consistent with the goal of reducing potable water use outlined in the Proposed Scoping Plan.

Project Design Features Reducing Outdoor Water Use

"Business-as-usual" water consumption for landscaped outdoor areas was defined with respect to past use on the site and conditions anticipated in the Water Supply Assessment prepared for the 2009 Proposed

Project included as Appendix M-2 to this Draft EIR. Emissions reductions would be achieved through the following:

- "Smart" Irrigation Controller: A "Smart" irrigation controller (a.k.a. weather-based controller, evapotranspiration controller, or ET controller) automatically adjusts the irrigation schedule based on plant evapotranspiration requirements and current weather conditions. This saves significant water compared to traditional timer-based irrigation controllers;

- Efficient Drip Irrigation: There is a significant variation in how efficiently different sprinkler systems distribute water. A base case irrigation efficiency of 63 percent (typical of conventional automatic sprinkler systems) is compared to a high-efficiency scenario (e.g., extensive use of drip irrigation and good design practices) with 90 percent irrigation efficiency; and

- Efficient Landscaping Palette: The use of water efficient, drought tolerant landscaping palettes (e.g., MWD's "California Friendly" landscaping program, xeriscaping, etc.) can save significant water. The impacts of reducing the plant species factor (Ks) by 0.3 (representative of specifying a "California Friendly" landscaping design versus typical southern California landscaping design) are examined.

Project Design Features Reducing Indoor Water Use

"Business-as-usual" water consumption for indoor applications was defined using fixture and flow rates specified in the National Efficiency Standards and Specifications for Residential and Commercial Water-Using Fixtures and Appliances outlined in the Energy Policy Act of 1992, 2005. Project emissions reductions targets would be achieved by specifying indoor water fixtures that meet or exceed the following performance levels:

- High-Efficiency Water Heaters: The use of code-compliant standard efficiency tank type water heaters versus efficient water heaters is examined;

- Low-Flow Showers: The use of low-flow showers with a flow rate of 1.8 gallons per minute (gpm) versus 2.5 gpm are analyzed in Residences and Hotels;

- Low-Flow Kitchen Sinks: The use of low-flow kitchen sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed;

- Low-Flow Lavatories: The use of low-flow bathroom sinks with a flow rate of 1.8 gpm versus 2.5 gpm are analyzed in Residences and Hotels. Current code already requires very low flow aerators on commercial lavatories.

- Low-Flow Urinals: The use of low-flow 0.5 gallons per flush (gpf) versus standard 1.0 gpf urinals are analyzed; and

- Efficient Toilets (1.1 gpf): The use of very efficient low-flow toilets is examined. This analysis assumes an average flush volume of 1.1 gpf, typical of some of the high efficient toilets currently on the market (e.g., Sloan Flushmate IV equipped toilets and some dual-flush toilets). Current code requirement is 1.6 gpf.

By specifying the above indoor water conserving fixtures, the Project will reduce potable and recycled water consumption by 33 percent (equivalent to the performance level required to achieve the US Green Building Council LEED for New Construction [version 2.2] Water Efficiency credit 3.1) and reduce wastewater generation by 29 percent.

Both this alternative and the 2009 Proposed Project would result in an increase in water demand within the City when compared to existing conditions at the project site. Similar to the 2009 Proposed Project, this alternative would require acquisition of additional Allowed Pumping Allocation (APA) that would be obtained through purchase or lease of APA from other water rights holders within the Central Basin. Furthermore, with the acquisition of water rights, there is sufficient water supply to support the development of the 2009 Proposed Project; therefore, there would also be sufficient water supply to meet the development of the 2011 Alternative, which would have a lesser water demand than the 2009 Proposed Project.

Water service impacts associated with the 2011 Alternative would be less than significant, and would be less than the less than significant impacts of the 2009 Proposed Project, and as shown in Table VI-23, the 2011 Alternative would result in less water demand than Alternatives B, C, D, and E.

Table VI-25
2011 Alternative Water Demand

Land Use	Size	Consumption Rate[1]	Total (gallons/day)
Office	300,000 sf	192 gal./1,000 sf/day	57,600
Retail	1,100,000 sf	102.4 gal/1,000 sf/day	112,640
Hotel	150 rooms	166.4 gal/room/day	24,960
		Alternative subtotal	**195.200**
		Existing Uses Total	**(13,123)**
		Net Increase	***182,077***

sf = square feet

[1]Source: City of Los Angeles Bureau of Sanitation; calculated as 118% of wastewater generation for residential uses and 128% of wastewater generation for non-residential uses per City of Los Angeles Bureau of Sanitation, Sewer Generation Rates Table, March 20, 2002. The City of Downey does not have its own consumption rates and therefore, the Department of Public Works recommended using rates similar to the City of Los Angeles rates (see Draft EIR Appendix IV.M-1 for this communication).

Table: CAJA Environmental Services, 2011.

Cumulative Impacts

The related projects would consume approximately 235,727 gpd (see the corrected/revised Table IV.M-6 of this section). The 2011 Alternative would consume approximately 182,077 gpd. The cumulative total would be approximately 417,804 gpd (or 468 AFY).[13]

According to the 2005 Downey UWMP Update, groundwater pumping within the City is expected to increase from 17,660 AFY in 2007/2008 to approximately 20,935 AFY over the next 20-year period, an increase of approximately 3,275 AFY. The increased potable water demand included in these projections reflects the projected growth in demand from existing uses as well as future growth and development within the City. While the cumulative potable water demand of 468 AFY was not specifically identified within these projections, the projected cumulative potable water demand would be part of the forecast of the potable water demand associated with future development in the City, and would be consistent with, and is therefore included in, the overall forecasts of future potable water demand within the City.

The City currently relies on local groundwater from the Central Basin to supply potable water needs. Based on the historic availability of APA for lease within the Central Basin, the City anticipates that its projected groundwater pumping needs, including the cumulative demand associated with the 2011 Alternative and related projects will be met through a combination of its existing APA and lease/purchase of additional APA. In addition, WRD is expected to continue to employ its statutory authorities and responsibilities to maintain the reliability of the Central Basin as the primary source of Downey's water supply. Coupled with the limitations on annual extractions from the Central Basin as set forth in the Judgment, the water supplies available from the Central Basin will be sufficient to meet future cumulative water demand in the City over the next 20-year period. Further, each related project would be required to comply with local and State water conservation programs as well as implement water conservation measures. Based on all of these factors, cumulative impacts related to potable water supply would be less than significant.

Solid Waste

The "business-as-usual" scenario for the project includes the regional solid waste diversion rate of 50 percent. The 2011 Alternative does not set a solid waste diversion target beyond the 50 percent "business-as-usual" scenario for operational waste. The 2011 Alternative would also establish a construction waste diversion program to divert up to 50 percent of construction related waste. In addition, recycling centers would be provided in readily accessible areas within the building for depositing, storage, and collection of non-hazardous materials for recycling.

The 2011 Alternative would reduce the amount of office, retail, hotel, and restaurant space, and would eliminate residential uses from the project. As a result, this Alternative would generate less solid waste than the 2009 Proposed Project. Whereas the 2009 Proposed Project would generate approximately 13,425 pounds (lbs) when compared to existing conditions, the 2011 Alternative would generate approximately 3,425 lbs, which would be a net decrease of 10,000 lbs when compared to the 2009

[13] *1 acre-feet = 325 851.429 US gallons*

Proposed Project (see Table VI-26). The 2011 Alternative would also generate less construction debris for disposal than the 2009 Proposed Project.

Solid waste impacts associated with the 2011 Alternative would be less than significant, and would be less than the less than significant impacts of the 2009 Proposed Project, and as shown in Table VI-23, the 2011 Alternative would also generate less solid waste than Alternatives B, C, D, and E.

Table VI-26
2011 Alternative Solid Waste Generation

Land Use	Size	Generation Rate[1]	Total (lbs/day)
Office	300,000 sf	6 lbs/1,000 sf/day	1,800
Retail	1,100,000 sf	5 lbs/1,000 sf/day	5,500
Hotel	150 rooms	4.166 lbs/room/day [2]	625
		Alternative subtotal	**7,925**
		Existing Uses Total	**(4,500)**
		Net Increase	***3,425***

sf = square feet, lbs = pounds

[1]Source: Cal Recycle solid waste generation rates: http://www.calrecycle.ca.gov/wastechar/WasteGenRates/default.htm, accessed February 1, 2011.
[2a] Hotel rate is from the original Draft EIR for consistency in analysis between 2009 Proposed Project and 2011 Alternative. There is no standard Hotel rate, as Cal Recycle lists a variety of rates per room or total square feet.

Table: CAJA Environmental Services, 2011.

Cumulative Impacts

The related projects would generate approximately 29,043 lbs/day (see the corrected/revised Table IV.M-9 of this section). The 2011 Alternative would generate approximately 3,425 lbs/day. The cumulative total solid waste generation would be approximately 32,468 lbs/day (16.23 tons/day).

Similar to the 2011 Alternative, each of the related projects would participate in regional source reduction and recycling programs pursuant to AB 939 and projects located within the City of Downey would also be required to comply with City Ordinance 07-1217, further reducing the amount of solid waste to be disposed of at the Puente Hills Landfill. Each related project would have the option of choosing its own recycling facility from the facilities listed by the Los Angeles County Department of Public Works, the Los Angeles County Sanitation Districts, and the California Integrated Waste Management Board. Therefore, per the requirements of AB 939, the 2011 Alternative and the related projects would dispose of approximately 8.1 tons of solid waste per day in the landfill.

The Puente Hills Landfill is permitted to accept a maximum of 13,200 tons of solid waste per day and currently intakes approximately 10,515 tons, which gives the landfill a remaining daily intake capacity of approximately 2,685 tons. The 8.1 tons represents 0.3 percent of the remaining permitted daily intake at the Puente Hills Landfill. Further, the Frank R. Bowerman Landfill is currently permitted to accept a maximum of 8,500 tons of solid waste per day. Thus, the cumulative increase in solid waste generated by

the 2011 Alternative and the related projects would not result in the need for additional disposal facilities. Therefore, cumulative impacts associated with solid waste service would be less than significant.

Electricity

The 2011 Alternative would reduce the amount of office, retail, hotel, and restaurant space, and would also eliminate residential uses as part of the project. As a result, this Alternative would consume less electricity than the 2009 Proposed Project. Whereas the 2009 Proposed Project would consume approximately 103,305 kilowatt-hours (kwh) per day when compared with existing conditions, the 2011 Alternative would consume approximately 28,325 kwh/day, which would be a net decrease of 74,980 kwh/day when compared to the 2009 Proposed Project (see Table VI-27).

Southern California Edison has reserve margins so that it can ensure adequate supply, and also periodically updates its infrastructure to ensure delivery to customers. With energy conservation project design features (Mitigation Measures M-1 through M-5), the 2009 Proposed Project would result in a less than significant impact with respect to electricity. The 2011 Alternative would be subject to the same Mitigation Measures M-1 through M-5.

Electricity impacts associated with the 2011 Alternative would be less than significant, and would be less than the 2009 Proposed Project's less than significant impact, and as shown in Table VI-23, the 2011 Alternative would also consume less electricity than Alternatives B, C, D, and E.

Table VI-27
2011 Alternative Electricity Demand

Land Use	Size	Consumption Rate[1]	Total (kwh/day)
Office	300,000 sf	0.035 kwh/sf/day	10,500
Retail	1,100,000 sf	0.037 kwh/sf/day	40,700
Hotel	150 rooms	22.5 kwh/room/day	3,375
		Alternative subtotal	**54,575**
		Existing Uses Total	**26,250**
		Net Increase	***28,325***

sf = square feet; kwh = kilowatt-hours

[1]Source: SCAQMD, CEQA Air Quality Handbook, Table A9-11-A, 1993.

Table: CAJA Environmental Services, 2011.

Cumulative Impacts

The 2011 Alternative is estimated to consume a net total of approximately 28,325 kwh of electricity per day and the related projects would consume approximately 154,985 kwh of electricity per day (see the corrected/revised Table IV.M-12 of this section). The cumulative total electricity consumption would therefore be 183,310 kwh per day.

As the 2011 Alternative and the related projects are located within the western United States power grid, SCE is required to meet certain operational, supply, and reliability criteria as established by the WECC and the NERC. These criteria establish certain reserve margin requirements that SCE must meet to accommodate any unforeseen contingencies. Additionally, energy conservation standards established by Title 24 of the California Code of Regulations would be incorporated into new buildings as part of the building permit process and thus reduce the amount of electricity consumed by the related projects in combination with the 2011 Alternative by addressing insulation, glazing, lighting, shading, and water and space heating systems. As such, cumulative impacts on electricity supplies would be less than significant.

Natural Gas

The 2011 Alternative would reduce the amount of office, retail, hotel, and restaurant space, and would eliminate residential uses from the project. As a result, this Alternative would consume less natural gas than the 2009 Proposed Project. Whereas the 2009 Proposed Project would consume approximately 378,600 cubic feet (cf) of natural gas per day, the 2011 Alternative would consume approximately 100,725 cf of natural gas per day, which would be a net decrease of 277,875 cf/day when compared to the 2009 Proposed Project (see Table VI-28).

Southern California Gas has reserve margins so that it can ensure adequate supply, and also periodically updates its infrastructure to ensure delivery to customers. With energy conservation project design features (Mitigation Measures M-1 through M-5), the 2009 Proposed Project would result in a less than significant impact with respect to natural gas. The 2011 Alternative would be subject to the same Mitigation Measures M-1 through M-5.

Natural gas service impacts associated with the 2011 Alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impact, and as shown in Table VI-23, the 2011 Alternative would also consume less natural gas than Alternatives B, C, D, and E.

Table VI-28
2011 Alternative Natural Gas Demand

Land Use	Size	Consumption Rate	Total (cf/day)
Office	300,000 sf	0.067 cf/ sf/day	20,100
Retail	1,100,000 sf	0.1 cf/sf/day	110,000
Hotel	150 rooms (125,000 sf) [a]	0.167 cf/sf/day	20,875
		Alternative subtotal	**150,975**
		Existing Uses Total	**(50,250)**
		Net Increase	***100,725***

sf = square feet; cf = cubic feet
[a] *The 2009 Proposed Project Hotel space was 375,000 sf or 450 rooms. Therefore, the 2011 Alternative's 150 rooms would be 1/3 the 2009 Proposed Project and would translate to 125,000 sf.*

Source: SCAQMD, CEQA Air Quality Handbook, Table A9-12-A, 1993.
Source (table): CAJA Environmental Services, 2011.

Cumulative Impacts

The 2011 Alternative would consume approximately 100,725 net cf of natural gas per day. The related projects would consume approximately 369,618 cf of natural gas per day (see the corrected/revised Table IV.M-15 of this section). The cumulative total would therefore be approximately 470,343 cf of natural gas consumed per day.

Natural gas supplies from the southwestern United States (i.e., the San Juan Basin and the Permian Basin) are expected to meet Southern California's gas demand. Furthermore, Title 24 of the California Code of Regulations establishes energy conservation standards for new construction. These energy conservation standards address insulation, glazing, lighting, shading, and water and space heating systems. With modern energy efficient construction materials, the 2011 Alternative and the related projects would be consistent with the City and State energy conservation standards also helping to reduce demand for natural gas. As such, cumulative impacts on natural gas resulting from development of the 2011 Alternative and the related projects would be less than significant.

Mitigation Measures

Like the 2009 Proposed Project, the 2011 Alternative would implement the following mitigation measures:

Electricity

M-1. Design windows (e.g., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather.

M-2. Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards.

M-3. Install high-efficiency lamps for all outdoor security lighting.

M-4. Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

M-5. Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.

Level of Significance After Mitigation

Impacts of the 2011 Alternatives with respect to utilities and service systems (including wastewater, water, solid waste, electricity, and natural gas) would be less than significant.

Relationship to Project Objectives

The 2011 Alternative would not avoid the significant and unavoidable environmental impacts associated with the 2009 Proposed Project, but would reduce the severity of significant and unavoidable impacts (although not to a level of insignificance) compared to the 2009 Proposed Project with respect to construction and operational air quality and construction noise because of this alternative's reduced scale.

The 2011 Alternative would meet all of the project objectives by including office, retail, and hotel uses. The objective also calls for residential uses, "to the extent permitted by environmental conditions." The 2011 Alternative examines the project without residential uses and shows a reduction in the severity of the significant environmental impacts in air quality and noise because of reduced trip generation and building size. Also, removing residential further reduces the intensity of impacts with respect to public services and utilities.

54. Page VI-82, change the following to section F:

~~F~~G. ENVIRONMENTALLY SUPERIOR ALTERNATIVE

In addition to the discussion and comparison of impacts of a proposed project and the alternatives, Section 15126.6 of the CEQA Guidelines requires that an "environmentally superior" alternative be identified and the reasons disclosed. In general, the environmentally superior alternative is the alternative that has the greatest potential to reduce or avoid the significant adverse impacts of the Proposed Project, while meeting some or all of the project objectives. Based on the alternatives analysis provided above and the Alternatives Comparison Table (see Table VI-29), the No Project/No Development Alternative would reduce or avoid many of the significant adverse impacts of the 2009 Proposed Project. Of the six ~~five~~ alternatives examined, only the No Project/No Development Alternative would avoid the significant and unavoidable effects of the 2009 Proposed Project with respect to construction and operational air quality and construction noise. However, this alternative would fail to meet most of the project objectives including:

- To create a new and unique regional destination for Downey.
- To transform the central portion of the former NASA Industrial site by facilitating redevelopment that creates new hotel, office, retail, restaurant, and, to the extent permitted by environmental conditions, residential uses.
- To facilitate development that is compatible with surrounding land uses.
- To achieve an environment reflecting a high level of concern for architecture, landscape, and urban design principles by developing a high quality, comprehensively-designed project.
- To provide community amenities such as new community gathering places, new restaurants, and new and unique entertainment opportunities in a manner that confers a public benefit, while still adequately addressing the economic viability of the project.

- To create a pedestrian-friendly environment with well-designed and connected spaces in the public realm.

- To provide unique new retail opportunities for Downey residents.

- To facilitate development of new and unique hotel uses that include conference and meeting space.

- To create new and good-paying jobs by facilitating development of modern office space.

- To positively impact the City of Downey's fiscal tax base.

The CEQA Guidelines require, when a no project alternative is identified as environmentally superior alternative, another alternative must be identified as the environmentally superior alternative.

The 2011 Alternative as Environmental Superior

Accordingly, the 2011 Alternative ~~All-Commercial~~ is identified as the environmentally superior alternative (as shown in Table VI-30). The 2011 Alternative ~~All-Commercial~~ would have similar significant and unavoidable impacts as the 2009 Proposed Project with respect to construction and operational air quality and construction noise ~~and would reduce the significant and unavoidable impacts of the 2009 Proposed Project with respect to regional operational air emissions~~. However, the severity of these significant and unavoidable impacts would be reduced due to the reduction in office and retail space, and hotel rooms. In addition, the 2011 Alternative would generate fewer daily trips, and no residential population which would lessen impacts to public services, and also lessen the amount of utilities (water, wastewater, solid waste, electricity, and natural gas) consumed and generated. The amount and intensity of the impacts (air quality; construction noise; population, housing, and employment; public services; and utility impacts) under the 2011 Alternative would also be less than Alternative E (All-Commercial) due to the reduction in square footage being developed. Moreover, the 2011 Alternative ~~All-Commercial~~ Alternative would meet all the project objectives. ~~except for the following:~~

- ~~To transform the central portion of the former NASA Industrial site by facilitating redevelopment that creates new hotel, office, retail, restaurant, and, to the extent permitted by environmental conditions, residential uses.~~

Table VI-29
Alternatives Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	Alternative A: No Project/No Development	Alternative B: No Project/Existing Specific Plan Build-out	Alternative C: Reduced Density	Alternative D: Reduced-Site	Alternative E: All-Commercial	Alternative F: 2011 Alternative With Mitigation
Aesthetics							
Visual Character	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Light and Glare	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Shade and Shadow	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Air Quality							
AQMP Consistency	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Construction	**SU**	LTS	**SU (Same)**	**SU (Same)**	**SU (Same)**	**SU (Same)**	**SU (Lower)**
Operation	**SU**	LTS	**SU (Lower)**	**SU (Lower)**	**SU (Same)**	**SU (Lower)**	**SU (Lower)**
Greenhouse Gases	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Cultural Resources	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Geology and Soils	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Hazards and Hazardous Materials	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Hydrology and Water Quality							
Water Quality	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Groundwater	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Flooding	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Land Use and Planning	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Noise							
Construction Noise	**SU**	LTS	**SU (Same)**	**SU (Same)**	**SU (Same)**	**SU (Same)**	**SU (Lower)**
Operational Noise	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Population, Housing, and Employment	LTS	LTS	LTS	LTS	LTS	LTS	LTS

Table VI-29
Alternatives Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	Alternative A: No Project/No Development	Alternative B: No Project/Existing Specific Plan Build-out	Alternative C: Reduced Density	Alternative D: Reduced-Site	Alternative E: All-Commercial	Alternative F: 2011 Alternative With Mitigation
Public Services							
Fire Protection	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Police Protection	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Schools	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Recreation and Parks	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Libraries	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Traffic/Transportation/Parking							
Intersection	LTS	LTS	**SU (Higher)**	LTS (Same)	LTS (Same)	LTS (Same)	LTS (Lower)
Utilities							
Wastewater	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Water	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Solid Waste	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Electricity	LTS	LTS	LTS	LTS	LTS	LTS	LTS
Natural Gas	LTS	LTS	LTS	LTS	LTS	LTS	LTS

LTS = Less Than Significant
SU = Significant and Unavoidable
(Higher/Same/Lower) = refers to the level of severity of the significant and unavoidable impact when compared to the 2009 Proposed Project.

Source (table): CAJA Environmental Services, 2011.

Table VI-30
Environmentally Superior Alternative Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	Alternative E: All-Commercial With Mitigation	Alternative F: 2011 Alternative With Mitigation
Aesthetics			
Visual Character	LTS	LTS	LTS
Light and Glare	LTS	LTS	LTS
Shade and Shadow	LTS	LTS	LTS
Air Quality			
AQMP Consistency	LTS	LTS	LTS
Construction	**SU**	**SU (Same)**	**SU (Lower)**
Operation	**SU**	**SU (Lower)**	**SU (Lower)**
Greenhouse Gases	LTS	LTS	LTS
Cultural Resources	LTS	LTS	LTS
Geology and Soils	LTS	LTS	LTS
Hazards and Hazardous Materials	LTS	LTS	LTS
Hydrology and Water Quality			
Water Quality	LTS	LTS	LTS
Groundwater	LTS	LTS	LTS
Flooding	LTS	LTS	LTS
Land Use and Planning	LTS	LTS	LTS
Noise			
Construction Noise	**SU**	**SU (Same)**	**SU (Lower)**
Operational Noise	LTS	LTS	LTS
Population, Housing, and Employment	LTS	LTS (Lower)	LTS (Lowest)
Public Services			
Fire Protection	LTS	LTS (Lower)	LTS (Lowest)
Police Protection	LTS	LTS (Lower)	LTS (Lowest)
Schools	LTS	LTS (Lower)	LTS (Lowest)
Recreation and Parks	LTS	LTS (Lower)	LTS (Lowest)
Libraries	LTS	LTS (Lower)	LTS (Lowest)
Traffic/Transportation/Parking			

Table VI-30
Environmentally Superior Alternative Comparison

Impact Area	2009 Proposed Project Impact With Mitigation	Alternative E: All-Commercial With Mitigation	Alternative F: 2011 Alternative With Mitigation
Intersection	LTS	LTS (Same)	LTS (Lower)
Utilities			
Wastewater	LTS	LTS (Lower)	LTS (Lowest)
Water	LTS	LTS (Lower)	LTS (Lowest)
Solid Waste	LTS	LTS (Lower)	LTS (Lowest)
Electricity	LTS	LTS (Lower)	LTS (Lowest)
Natural Gas	LTS	LTS (Lower)	LTS (Lowest)

LTS = Less Than Significant
SU = Significant and Unavoidable
(Higher/Same/Lower/Lowest) = refers to the level of severity of the impact when compared to the 2009 Proposed Project.

Source (table): CAJA Environmental Services, 2011.

IV. DRAFT EIR COMMENT LETTERS AND RESPONSES TO COMMENTS

COMMENTS ON THE DRAFT EIR

The City of Downey Community Development Department, Planning Division received a total of 14 letters that provided comments on the Draft EIR during the designated comment period (between April 2, 2009 and May 18, 2009). Each comment letter has been assigned a corresponding number; comments within each comment letter are also numbered. For example, comment letter "1" is from the State Clearinghouse and Planning Unit. The comment in this letter is numbered "1-1".

Written comments made during the public review period for the Draft EIR intermixed points and opinions relevant to project approval/disapproval with points and opinions relevant to the environmental review presented in the Draft EIR. Section 15204(a) of the State CEQA Guidelines[1] ("CEQA Guidelines") encourages reviewers to examine the sufficiency of the environmental document, particularly in regard to significant effects, and to suggest specific mitigation measures and project alternatives. Based on judicial interpretation of this section, the lead agency is not obligated to undertake every suggestion it is given, provided that the lead agency responds to significant environmental issues and makes a good faith effort at disclosure. Furthermore, Section 15204(c) advises reviewers that comments should be accompanied by factual support. The responses to comments provided in this section of the Final EIR provide detailed responses to all comments related to the environmental review and discuss as appropriate the points raised by commentors regarding project design and opinions relating to project approval. The latter are usually statements of opinion or preference regarding a project's design or its presence as opposed to points within the purview of an EIR: environmental impact and mitigation.

A summary of the impact areas referenced by each comment letter is shown in Table IV-1. The following organizations/persons provided written comments on the Draft EIR to the City of Downey Community Development Department during the designated review period.

State Agencies

1. State of California, Governor's Office of Planning and Research, May 19, 2009
   State Clearinghouse and Planning Unit
   Terry Roberts, Director, State Clearinghouse (page IV-6)

2. State of California, Native American Heritage Commission May 8, 2009
   Dave Singleton, Program Analyst (page IV-9)

[1] *California Code of Regulations Title 14, Chapter 3, Sections 15000-15387.*

3. State of California, Public Utilities Commission May 7, 2009
Rosa Muñoz, Utilities Engineer, Rail Crossings Engineering Section (page IV-15)

Regional Agencies

4. Metropolitan Water District of Southern California May 18, 2009
Delaine W. Shane, Manager, Environmental Planning Team (page IV-18)

5. Southern California Association of Governments May 15, 2009
Jacob Lieb, Manager, Assessment, Housing & EIR (page IV-20)

6. Southern California Gas Company April 8, 2009
Mike Harriel, Technical Services Supervisor, Pacific Coast Region – Anaheim (page IV-30)

Los Angeles County Agencies

7. County of Los Angeles Department of Public Works May 28, 2009
Dennis Hunter, PLS PE, Assistant Deputy Director, Land Development Division (page IV-33)

8. County Sanitation Districts of Los Angeles County April 9, 2009
Ruth I. Frazen, Customer Service Specialist, Facilities Planning Department (page IV-41)

9. Los Angeles County Metropolitan Transportation Authority April 21, 2009
Susan F. Chapman, Program Manager, Long Range Planning (page IV-45)

Local Agencies

10. Downey Unified School District April 25, 2009
Buck Weinfurter, Director of Maintenance, Operations, and Transportation Services (page IV-47)

Organizations

11. Kaiser Foundation Hospitals, Inc. May 18, 2009
Fernando Villa (page IV-49)

12. Los Angeles Conservancy May 18, 2009
Mike Buhler, Esq., Director of Advocacy (page IV-63)

Individuals

13. Vickie Travis (page IV-70) May 18, 2009

14. Harold Tseklenis (page IV-77) May 11, 2009

Table IV-1
Comments on the Draft EIR

SUMMARY OF COMMENTS **Tierra Luna EIR** **CEQA** **Environmental Review Process** _____	**Letter Number**	**Impacts Found To Be Less Than Significant**	**Aesthetics**	**Air Quality**	**Cultural Resources**	**Geology/Soils**	**Hazards and Hazardous Materials**	**Hydrology/Water Quality**	**Land Use and Planning**	**Noise**	**Population, Housing, and Employment**	**Public Services**	**Traffic/Transportation/Parking**	**Utilities**	**Other**	**Explanation of "Other"**
State Agencies																
State of California, Governor's Office of Planning and Research. (State Clearinghouse and Planning Unit)	1														●	Compliance review requirements for draft environmental documents pursuant to CEQA.
State of California, Native American Heritage Commission	2				●											
State of California, Public Utilities Commission	3												●		●	Traffic over highway-rail crossings.
Regional Agencies																
Metropolitan Water District of Southern California	4													●		
Southern California Association of Governments	5								●		●		●		●	Affordable Housing, Environmental Justice, "Green" Development Techniques

Table IV-1 (Continued)
Comments on the Draft EIR

SUMMARY OF COMMENTS **Tierra Luna EIR** **CEQA** **Environmental Review Process** _____	**Letter Number**	**Impacts Found To Be Less Than Significant**	**Aesthetics**	**Air Quality**	**Cultural Resources**	**Geology/Soils**	**Hazards and Hazardous Materials**	**Hydrology/Water Quality**	**Land Use and Planning**	**Noise**	**Population, Housing, and Employment**	**Public Services**	**Traffic/Transportation/Parking**	**Utilities**	**Other**	**Explanation of "Other"**
Southern California Gas Company	6													●		
Los Angeles County Agencies																
Count of Los Angles Department of Public Works	7						●	●						●		
County Sanitation Districts of Los Angeles County	8													●		
Los Angeles County Metropolitan Transportation Authority	9												●		●	Bus service during construction
Local Agencies																
Downey Unified School District	10											●				
Organizations																
Kaiser Foundation Hospitals, Inc.	11			●					●	●			●	●	●	Related Projects, Cumulative Impacts.
Los Angeles Conservancy	12				●											
Individuals																
Vickie Travis	13						●									

Table IV-1 (Continued)
Comments on the Draft EIR

SUMMARY OF COMMENTS **Tierra Luna EIR** **CEQA** **Environmental Review Process** _____	**Letter Number**	**Impacts Found To Be Less Than Significant**	**Aesthetics**	**Air Quality**	**Cultural Resources**	**Geology/Soils**	**Hazards and Hazardous Materials**	**Hydrology/Water Quality**	**Land Use and Planning**	**Noise**	**Population, Housing, and Employment**	**Public Services**	**Traffic/Transportation/Parking**	**Utilities**	**Other**	**Explanation of "Other"**
Harold Tseklenis	14			•		•			•		•				•	CEQA Process/Public Participation, Alternatives

STATE OF CALIFORNIA

GOVERNOR'S OFFICE *of* PLANNING AND RESEARCH

STATE CLEARINGHOUSE AND PLANNING UNIT

ARNOLD SCHWARZENEGGER
GOVERNOR

CYNTHIA BRYANT
DIRECTOR

May 19, 2009

RECEIVED
MAY 26 2009
PLANNING

Mark Sellheim
City of Downey
11111 Brookshire Avenue
Downey, CA 90241

Subject: Tierra Luna Specific Plan EIR
SCH#: 2008051022

Dear Mark Sellheim:

The State Clearinghouse submitted the above named Draft EIR to selected state agencies for review. On the enclosed Document Details Report please note that the Clearinghouse has listed the state agencies that reviewed your document. The review period closed on May 18, 2009, and the comments from the responding agency (ies) is (are) enclosed. If this comment package is not in order, please notify the State Clearinghouse immediately. Please refer to the project's ten-digit State Clearinghouse number in future correspondence so that we may respond promptly.

Please note that Section 21104(c) of the California Public Resources Code states that:

> "A responsible or other public agency shall only make substantive comments regarding those activities involved in a project which are within an area of expertise of the agency or which are required to be carried out or approved by the agency. Those comments shall be supported by specific documentation."

1-1

These comments are forwarded for use in preparing your final environmental document. Should you need more information or clarification of the enclosed comments, we recommend that you contact the commenting agency directly.

This letter acknowledges that you have complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act. Please contact the State Clearinghouse at (916) 445-0613 if you have any questions regarding the environmental review process.

Sincerely,

Terry Roberts

Terry Roberts
Director, State Clearinghouse

Enclosures
cc: Resources Agency

Document Details Report
State Clearinghouse Data Base

Comment Letter No. 1 (Cont)

SCH#	2008051022
Project Title	Tierra Luna Specific Plan EIR
Lead Agency	Downey, City of
Type	EIR Draft EIR
Description	Development of the proposed Project would involve demolition of on-site structures and the construction of up to 3,950,000 square feet of residential, commercial, and office uses, including up to 675,000 square feet of commercial/office use; 1,200,000 square feet of commercial/retail uses; 375,000 square feet of hotel use; and 1,700,000 square feet (approximately 1,500 units) of residential use, including live-work units, for-sale units, and for-rent units. The proposed Project also includes approximately 125,000 square feet of open space.

Lead Agency Contact

Name	Mark Sellheim		
Agency	City of Downey		
Phone	562 904-7158	*Fax*	
email			
Address	11111 Brookshire Avenue		
City	Downey	*State* CA	*Zip* 90241

Project Location

County	Los Angeles			
City	Downey			
Region				
Lat / Long				
Cross Streets	Lakewood Boulevard and Imperial Highway and Bellflower Bouelvard			
Parcel No.	multiple			
Township	*Range*	*Section*	*Base*	

1-1

Proximity to:

Highways	105, 605, 5
Airports	
Railways	Union Pacific, Metro Green Line
Waterways	San Gabriel River
Schools	DUSD
Land Use	Downey Studios/Downey Landing Specific Plan/Mixed Use

Project Issues	Air Quality; Archaeologic-Historic; Biological Resources; Cumulative Effects; Drainage/Absorption; Flood Plain/Flooding; Geologic/Seismic; Growth Inducing; Landuse; Minerals; Noise; Population/Housing Balance; Public Services; Recreation/Parks; Schools/Universities; Septic System; Sewer Capacity; Soil Erosion/Compaction/Grading; Solid Waste; Toxic/Hazardous; Traffic/Circulation; Water Quality; Water Supply
Reviewing Agencies	Resources Agency; Department of Fish and Game, Region 5; Department of Parks and Recreation; Department of Water Resources; California Highway Patrol; Caltrans, District 7; Department of Housing and Community Development; Integrated Waste Management Board; Regional Water Quality Control Board, Region 4; Department of Toxic Substances Control; Native American Heritage Commission
Date Received	04/03/2009 *Start of Review* 04/03/2009 *End of Review* 05/18/2009

Note: Blanks in data fields result from insufficient information provided by lead agency.

Comment Letter No. 1

Terry Roberts, Director, State Clearinghouse
State of California
Governor's Office of Planning and Research
State Clearinghouse and Planning Unit
1400 10th Street
P.O. Box 3044
Sacramento, California 95812-3044
May 19, 2009

Response 1-1

The commentor, the State Clearinghouse, issued a letter to confirm that the closing date of the public review period for the 2009 Proposed Project was May 18, 2009 and that comments from the responding agencies are attached. The State Clearinghouse further acknowledges that the Lead Agency has complied with the State Clearinghouse review requirements for draft environmental documents, pursuant to the California Environmental Quality Act (CEQA). No additional response to this comment is necessary.

Comment Letter No. 2

STATE OF CALIFORNIA Arnold Schwarzenegger, Governor

NATIVE AMERICAN HERITAGE COMMISSION
915 CAPITOL MALL, ROOM 364
SACRAMENTO, CA 95814
(916) 653-6251
Fax (916) 657-5390
Web Site www.nahc.ca.gov
e-mail: ds_nahc@pacbell.net

May 8, 2009

RECEIVED
MAY 12 2009
PLANNING

Mr. Mark Sellheim, Project Planner
CITY OF DOWNEY COMMUNITY DEVELOPMENT DEPARTMENT
11111 Brookshire Avenue
Downey, CA 90241

Re: SCH#2008051022; CEQA Notice of Completion; draft Environmental Impact Report (DEIR) for **The Tierra Luna Specific Plan, 79-acre Mixed-Use Development;** located in the City of Downey; Los Angeles County, California

Dear Mr. Sellheim:

The Native American Heritage Commission (NAHC) is the state 'trustee agency' pursuant to Public Resources Code §21070 designated to protect California's Native American Cultural Resources. The California Environmental Quality Act (CEQA) requires that any project that causes a substantial adverse change in the significance of an historical resource, that includes archaeological resources, is a 'significant effect' requiring the preparation of an Environmental Impact Report (EIR) per the California Code of Regulations §15064.5(b)(c)(f) CEQA guidelines). Section 15382 of the 2007 CEQA Guidelines defines a significant impact on the environment as "a substantial, or potentially substantial, adverse change in any of physical conditions within an area affected by the proposed project, including ... objects of historic or aesthetic significance." In order to comply with this provision, the lead agency is required to assess whether the project will have an adverse impact on these resources within the 'area of potential effect (APE)', and if so, to mitigate that effect. To adequately assess the project-related impacts on historical resources, the Commission recommends the following action:

√ Contact the appropriate California Historic Resources Information Center (CHRIS) for possible 'recorded sites' in locations where the development will or might occur. Contact information for the Information Center nearest you is available from the State Office of Historic Preservation (916/653-7278)/ http://www.ohp.parks.ca.gov. The record search will determine: 2-1

- If a part or the entire APE has been previously surveyed for cultural resources.
- If any known cultural resources have already been recorded in or adjacent to the APE.
- If the probability is low, moderate, or high that cultural resources are located in the APE.
- If a survey is required to determine whether previously unrecorded cultural resources are present.

√ If an archaeological inventory survey is required, the final stage is the preparation of a professional report detailing the findings and recommendations of the records search and field survey.

- The final report containing site forms, site significance, and mitigation measurers should be submitted immediately to the planning department. All information regarding site locations, Native American human remains, and associated funerary objects should be in a separate confidential addendum, and not be made available for pubic disclosure.
- The final written report should be submitted within 3 months after work has been completed to the appropriate regional archaeological Information Center.

√ The Native American Heritage Commission (NAHC) performed:

* A Sacred Lands File (SLF) search of the project 'area of potential effect (APE)': The results: No known Native American Cultural Resources were identified within one-half mile of the 'area of potential effect' (APE).; However, there are Native American cultural resources in close proximity to the APE. The NAHC urges caution with any ground-breaking activity. Also, the NAHC SLF is not exhaustive and local tribal contacts should be consulted from the attached list and the there are Native American cultural resources in close proximity.. 2-2

- The NAHC advises the use of Native American Monitors, also, when professional archaeologists or the equivalent are employed by project proponents, in order to ensure proper identification and care given cultural resources that may be discovered. The NAHC, FURTHER, recommends that contact be made with:Native American Contacts on the attached list to get their input on potential IMPACT of the project (APE) on cultural resources.. In some cases, the existence of a Native American cultural resources may be known only to a local tribe(s) or Native American individuals or elders.
- √ Lack of surface evidence of archeological resources does not preclude their subsurface existence.
- Lead agencies should include in their mitigation plan provisions for the identification and evaluation of accidentally discovered archeological resources, per California Environmental Quality Act (CEQA) §15064.5 (f). In areas of identified archaeological sensitivity, a certified archaeologist and a culturally affiliated Native American, with knowledge in cultural resources, should monitor all ground-disturbing activities. 2-3

Comment Letter No. 2 (Cont)

- Again, a culturally-affiliated Native American tribe may be the only source of information about a Sacred Site/Native American cultural resource.
- Lead agencies should include in their mitigation plan provisions for the disposition of recovered artifacts, in consultation with culturally affiliated Native Americans.

2-3

√ Lead agencies should include provisions for discovery of Native American human remains or unmarked cemeteries in their mitigation plans.

* CEQA Guidelines, Section 15064.5(d) requires the lead agency to work with the Native Americans identified by this Commission if the initial Study identifies the presence or likely presence of Native American human remains within the APE. CEQA Guidelines provide for agreements with Native American, identified by the NAHC, to assure the appropriate and dignified treatment of Native American human remains and any associated grave liens.

√ Health and Safety Code §7050.5, Public Resources Code §5097.98 and Sec. §15064.5 (d) of the California Code of Regulations (CEQA Guidelines) mandate procedures to be followed, including that construction or excavation be stopped in the event of an accidental discovery of any human remains in a location other than a dedicated cemetery until the county coroner or medical examiner can determine whether the remains are those of a Native American. . Note that §7052 of the Health & Safety Code states that disturbance of Native American cemeteries is a felony.

√ Lead agencies should consider avoidance, as defined in §15370 of the California Code of Regulations (CEQA Guidelines), when significant cultural resources are discovered during the course of project planning and implementation

2-4

Please feel free to contact me at (916) 653-6251 if you have any questions.

Sincerely,

Dave Singleton
Program Analyst

Attachment: List of Native American Contacts

Cc: State Clearinghouse

Native American Contacts
Los Angeles County
May 8, 2009

LA City/County Native American Indian Comm
Ron Andrade, Director
3175 West 6th Street, Rm. 403
Los Angeles , CA 90020
(213) 351-5324
(213) 386-3995 FAX

Gabrielino Tongva Nation
Sam Dunlap, Tribal Secretary
P.O. Box 86908 Gabrielino Tongva
Los Angeles , CA 90086
samdunlap@earthlink.net

(909) 262-9351 - cell

Ti'At Society
Cindi Alvitre
6515 E. Seaside Walk, #C Gabrielino
Long Beach , CA 90803
calvitre@yahoo.com
(714) 504-2468 Cell

Gabrielino Tongva Indians of California Tribal Council
Robert Dorame, Tribal Chair/Cultural Resources
P.O. Box 490 Gabrielino Tongva
Bellflower , CA 90707
gtongva@verizon.net
562-761-6417 - voice
562-925-7989 - fax

Tongva Ancestral Territorial Tribal Nation
John Tommy Rosas, Tribal Admin.
, Gabrielino Tongva
tattnlaw@gmail.com
310-570-6567

Gabrielino-Tongva Tribe
Felicia Sheerman, Chairperson
501 Santa Monica Blvd, # 500 Gabrielino
Santa Monica , CA 90401
(310) 587-2203
(310) 428-7720 - cell
(310) 587-2281
fsheerman1@GabrielinoTribe.

Gabrieleno/Tongva San Gabriel Band of Mission
Anthony Morales, Chairperson
PO Box 693 Gabrielino Tongva
San Gabriel , CA 91778
(828) 286-1262 -FAX
(626) 286-1632
(626) 286-1758 - Home
(626) 286-1262 Fax

Gabrielino-Tongva Tribe
Bernie Acuna
501 Santa Monica Blvd, # 500 Gabrielino
Santa Monica , CA 90401
(310) 587-2203
(310) 428-7720 - cell
(310) 587-2281

This list is current only as of the date of this document.

Distribution of this list does not relieve any person of statutory responsibility as defined in Section 7050.5 of the Health and Safety Code, Section 5097.94 of the Public Resources Code and Section 5097.98 of the Public Resources Code.

This list is only applicable for contacting local Native Americans with regard to cultural resources for the proposed SCH#2008051022; CEQA Notice of Completion; draft Environmental Impact Report (DEIR) for the proposed Tierra Luna Specific Plan, a mixed-use development on a 79-acre site; City of Downey; Los Angeles County, California.

Comment Letter No. 2

Dave Singleton, Program Analyst
State of California
Native American Heritage Commission
915 Capitol Mall, Room 364
Sacramento, California 95814
May 8, 2009

Response 2-1

The commentor, Native American Heritage Commission (NAHC), states that the lead agency is required to assess whether the project will have an adverse impact on archaeological resources within an area of potential effect (APE), and if so, to mitigate that effect. The commentor recommends that the California Historic Resources Information Center (CHRIS) be contacted to determine if part or the entire APE has been previously surveyed for cultural resources, and if any have already been recorded. As discussed in the Draft EIR, Section IV.D. Cultural Resources, 2. Archaeological and Paleontological Resources, page IV.D-22, an Environmental Assessment was prepared for the project site in May of 2000, which indicated that previous archaeological surveys have been conducted in the area. As stated on page IV.D-22, "none of these surveys were conducted on-site, although two of them were carried out within ½ mile of the Project Site. During these surveys, no prehistoric or historic archaeological resources were identified. Further, according to the Environmental Assessment, no archaeological properties are listed in the National Register, no California Historical Landmarks, and no California Points of Historical Interest are situated within one mile of the Project Site. The Environmental Assessment also attempted to identify the existence of any traditional cultural properties (TCPs) on-site. TCPs 'can include archaeological sites, burial sites, ceremonial areas, caves, mountains, water sources, plant habitat or gathering areas, or any other natural area important to a culture for religious or heritage reasons.' As of the writing of the Environmental Assessment, no TCPs are identified on-site." The commentor is also referred to Draft EIR, Section IV.D. Cultural Resources, 2. Archaeological and Paleontological Resources, Mitigation Measure D-3, page IV.D-25, which states "If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Tierra Luna Specific Plan, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes." Further, the 2011 Alternative would also be bound by Mitigation Measure D-3.

Response 2-2

The commentor states that the NAHC has performed a Sacred Lands File search for the project area and that no known Native American Cultural Resources were identified within one-half mile of the project APE. The commentor also states that there are Native American cultural resources in close proximity to

the APE. The commentor urges caution with any ground-breaking activity and advises the use of Native American Monitors in order to ensure proper identification and care given cultural resources that may be discovered. The commentor further recommends that contact be made with Native American Contacts, which they have provided on a list attached to their comment letter, to get their input on potential impacts of the project APE on cultural resources that may be discovered. The commentor is referred to Draft EIR, Section IV.D. Cultural Resources, 2. Archaeological and Paleontological Resources, Mitigation Measure D-3, page IV.D-25, which states "If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Tierra Luna Specific Plan, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impacts. Copies of the archaeologist survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes." Additionally, both the Native American Heritage Commission and the Gabrieleno/Tongva Tribal Council San Gabriel Band of Mission Indians were sent copies of the NOP, dated May 2, 2008, and the Draft EIR, dated April 2009. Further, the 2011 Alternative would also be bound by Mitigation Measure D-3.

Response 2-3

The commentor states that the lead agency should include in their mitigation plan provisions for the identification and evaluation of accidentally discovered archaeological resources. The commentor further states in areas of identified archaeological sensitivity, a certified archaeologist and a culturally affiliated Native American, with knowledge in cultural resources, should monitor all ground-disturbing activities. The commentor is referred to Draft EIR, Section IV.D. Cultural Resources, 2. Archaeological and Paleontological Resources, Mitigation Measure D-3, page IV.D-25, which states "If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Tierra Luna Specific Plan, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impacts. Copies of the archaeologist survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes." Further, the 2011 Alternative would also be bound by Mitigation Measure D-3.

Response 2-4

The commentor states that the lead agency should include provisions for the discovery of Native American human remains or unmarked cemeteries in their mitigation plans. CEQA requires that the lead agency work with the Native Americans identified by this Commission if the initial study identifies the presence or likely presence of Native American human remains within the APE, and provides for guidelines to assure the appropriate and dignified treatment of Native American human remains. Furthermore, CEQA and the Health and Safety Code mandate procedures to follow and avoidance measures to take in the event of accidental discovery. The commentor is referred to Draft EIR, Section

IV.D. Cultural Resources, 2. Archaeological and Paleontological Resources, Mitigation Measure D-5, page IV.D-26, which states "If human remains are discovered at the Project Site during construction for future projects pursuant to the Tierra Luna Specific Plan, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the NAHC shall be adhered to in the treatment or disposition of the remains." Furthermore, the applicant shall be required to work with the Native American Heritage Commission if human remains are found on the Project Site. Further, the 2011 Alternative would also be bound by Mitigation Measure D-5.

STATE OF CALIFORNIA
ARNOLD SCHWARZENEGGER, *Governor*

PUBLIC UTILITIES COMMISSION
320 WEST 4TH STREET, SUITE 500
LOS ANGELES, CA 90013

May 7, 2009

Mark Sellheim, Principal Planner
City of Downey
11111 Brookshire Avenue
Downey, CA 90241

RECEIVED
MAY 11 2009
PLANNING

Dear Mr. Sellheim:

Re: SCH# 2008051022; Tierra Luna Specific Plan EIR

The California Public Utilities Commission (Commission) has jurisdiction over the safety of highway-rail crossings (crossings) in California. The California Public Utilities Code requires Commission approval for the construction or alteration of crossings and grants the Commission exclusive power on the design, alteration, and closure of crossings. 3-1

The Commission's Rail Crossings Engineering Section (RCES) is in receipt of the *Notice of Completion & Environmental Document Transmittal-Draft Environmental Impact Report* from the State Clearinghouse for the mixed-use development at Lakewood Boulevard and Imperial Highway and Bellflower Boulevard. Commission staff is concerned that the proposed project may increase traffic over the nearby Union Pacific Railroad Company (UPRR) Lakewood Boulevard (DOT# 748105H), Woodruff Avenue (DOT# 748107W), and Stewart and Grey Road (DOT# 748108D) crossings. This includes considering pedestrian circulation patterns/destinations with respect to the railroad right-of-way.

Mitigation measures to consider include, but are not limited to, the planning for grade separations for major thoroughfares, improvements to existing at-grade highway-rail crossings due to increase in traffic volumes and continuous vandal resistant fencing or other appropriate barriers to limit the access of trespassers onto the railroad right-of-way. 3-2

Language should be in place so that any traffic impact studies undertaken should also address traffic increase impacts over the affected crossings and associated proposed mitigation measures.

If you have any questions, please contact Sergio Licon, Utilities Engineer at 213-576-7085, sal@cpuc.ca.gov, or me at rxm@cpuc.ca.gov, 213-576-7078.

Sincerely,

Rosa Muñoz, PE
Utilities Engineer
Rail Crossings Engineering Section
Consumer Protection & Safety Division

C: Dan Miller, UPRR

Comment Letter No. 3

Rosa Muñoz, PE, Utilities Engineer
Rail Crossings Engineering Section
Consumer Protection & Safety Division
State of California
Public Utilities Commission
326 West 4th Street, Suite 500
Los Angeles, California 90013
May 7, 2009

Response 3-1

The commentor, California Public Utilities Commission (Commission), states that they have jurisdiction over the safety of highway-rail crossings in California. The commentor also states that the California Public Utilities Code requires Commission approval for the construction or alteration of crossings and grants the Commission exclusive power on the design, alteration, and closure of crossings. No additional response to this comment is necessary.

Response 3-2

The commentor acknowledges that the Commission's Rail Crossings Engineering Section has received a copy of the Notice of Completion and the Draft EIR. The commentor further states that Commission staff is concerned that the Proposed Project may increase traffic over the nearby Union Pacific Railroad Company Lakewood Boulevard, Woodruff Avenue, and Stewart and Gray Road crossings including considering pedestrian circulation patterns/destinations with respect to the railroad right-of-way. The commentor also suggests mitigation measures to consider including, but not limited to, the planning for grade separations for major thoroughfares, improvements to existing at-grade highway-rail crossings due to increase in traffic volumes, and continuous vandal resistant fencing or other appropriate barriers to limit the access of trespassers onto the railroad right-of-way. The commentor further suggests that language should be in place so that any traffic impact studies undertaken should also address traffic increase impacts over the affected crossings and associated proposed mitigation measures.

The Draft EIR includes an analysis of project-related intersection level of service impacts at 105 study intersections. These study intersections include four intersections near the commentor's crossings of concern, including: Lakewood Boulevard and Bellflower Boulevard; Lakewood Boulevard and Firestone Boulevard; Woodruff Avenue and Firestone Boulevard; and Woodruff Avenue and Stewart and Gray Road. The commentor is referred to the Draft EIR, Section IV.L. Traffic/Transportation/Parking, pages IV.L-34 through IV.L-43, Table IV.L-9, Summary of Intersection Level of Service Analysis – Future (2020) Conditions. Specifically, pages IV.L-36 and IV.L-39 indicate that the study intersections of Lakewood Boulevard and Bellflower Boulevard; Lakewood Boulevard and Firestone Boulevard; Woodruff Avenue and Firestone Boulevard; and Woodruff Avenue and Stewart and Gray Road would not be significantly impacted by development of the 2009 Proposed Project. Further, even with the inclusion

of project and cumulative traffic, all of these intersections would operate at acceptable levels of service (i.e., LOS E – within capacity). As shown in Table IV.F-9 of the Draft EIR, the intersections of Lakewood Boulevard/Bellflower Boulevard; Woodruff Avenue/Firestone Boulevard and Woodruff Avenue/Stewart and Gray Road are projected to operate at no worse than LOS B during the a.m. and p.m. peak hours. The intersection of Lakewood Boulevard/Firestone Boulevard is projected to operate at LOS D during the a.m. peak hour and LOS E (volume-to-capacity ratio of 0.962) during the p.m. peak hour. The projected future operations of these intersections do not indicate conditions of substantial congestion that would cause backups that would affect the railroad crossings identified by the commentor.

Page IV.L-48 lists the four study intersections that would be significantly impacted by the 2009 Proposed Project. These intersections include Lakewood Boulevard/Gallatin Road, Lakewood Boulevard/Stewart and Gray Road, Bellflower Boulevard/Imperial Highway and I-605 Southbound Ramps/Firestone Boulevard, none of which are in the immediate area of the commentor's crossings of concern.

The 2011 Alternative would reduce the amount of office, retail, and hotel uses and eliminate the residential units as compared with the 2009 Proposed Project. This reduces the number of intersections affected from four to three (Lakewood Boulevard/Stewart and Gray Road would not be affected). Further, the 2011 Alternative would reduce the amount of daily traffic trips by 18% as compared to the 2009 Proposed Project (which includes a 52% reduction in AM peak hour trips and a 20% reduction in PM peak hour trips). As such, the potential for the 2011 Alternative to impact the intersections near the mentioned crossings would be reduced when compared to the 2009 Proposed Project.

The Draft EIR also identifies the intersection of Lakewood Boulevard and Firestone Boulevard as a CMP monitoring location. The commentor is referred to Table IV.L-10, Summary of Intersection Level of Service Analysis – CMP Monitoring Locations, page IV.L-49, which indicates that this intersection would not be significantly impacted by the 2009 Proposed Project or the 2011 Alternative.

Moreover, neither the 2009 Proposed Project nor the 2011 Alternative are expected to generate or attract substantial pedestrian traffic volumes that would utilize the identified railroad crossings. The entrance to the Project Site would be located slightly less than one mile south of the Lakewood Boulevard crossing. Land uses to the north of the rail crossing include primarily commercial and institutional uses, including Stonewood Shopping Center, Downey High School and the Downey Civic Center, with two small residential areas located north and south of Firestone Boulevard, west of Lakewood Boulevard. These uses are all located over one mile from the project site. Downey High School, for example, is located 1.5 roadway miles from the Project Site. The nearest residential neighborhood north of the railroad tracks that could potentially utilize the Woodruff Avenue or Stewart and Gray Road crossings for pedestrian access to the Project Site is located over 1.1 miles northeast of the Project Site. With walking distances of over one mile, none of these uses is expected to generate substantial pedestrian traffic to and from the Project Site that would cross the railroad crossings identified by the commentor.

Since neither the 2009 Proposed Project nor the 2011 Alternative would generate automobile or pedestrian traffic volumes that would impact the railroad crossings identified by the commentor, consideration of the mitigation measures suggested by the commentor is not required.

MWD
METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

Executive Office

May 18, 2009 **Via Electronic and Regular Mail**

Mr. Mark Sellheim
Principal Planner
City of Downey
11111 Brookshire Avenue
Downey, CA 90241

Dear Mr. Sellheim:

Notice of Availability of a Draft Environmental Impact
Report for the proposed Tierra Luna Specific Plan Project

Thank you for keeping the Metropolitan Water District of Southern California (Metropolitan) notified of developments in the environmental review process for the Tierra Luna Specific Plan Project (Project). The Project is an amendment to the existing Downey Landing Specific Plan, for which Metropolitan received notice and responded in a letter dated June 2, 2008. 4-1

Metropolitan encourages projects within its service area to include water conservation measures. While Metropolitan continues to build new supplies and develop means for more efficient use of current resources, projected population, and economic growth will increase demands on the current system. Water conservation, reclaimed water use, and groundwater recharge programs are integral components to regional water supply planning. Metropolitan supports mitigation measures such as using water efficient fixtures, drought-tolerant landscaping, and reclaimed water to offset any increase in water use associated with the proposed project. 4-2

We appreciate the ongoing opportunities to provide input to your planning process and we look forward to continuing discussion on this Project. For further assistance, please contact Miss Connie Yee at (213) 217-5657.

Very truly yours,

Delaine W. Shane
Manager, Environmental Planning Team

Comment Letter No. 4

Delaine W. Shane, Manager, Environmental Planning Team
Metropolitan Water District of Southern California
P.O. Box 54153
Los Angeles, California 90054-0153
May 18, 2009

Response 4-1

The commentor, Metropolitan Water District of Southern California (Metropolitan), thanks the City for keeping them notified of developments in the environmental review process for the 2009 Proposed Project. The commentor accurately states that the project is an amendment to the existing Downey Landing Specific Plan and that Metropolitan received notice and responded in a letter dated June 2, 2008. No additional response to this comment is necessary.

Response 4-2

The commentor states that they encourage projects within the service area to include water conservation measures. The commentor also states that water conservation, reclaimed water use, and groundwater recharge programs are integral components to regional water supply planning. The commentor further states that they support mitigation measures such as using water efficient fixtures, drought-tolerant landscaping, and reclaimed water to offset any increase in water use associated with either the 2009 Proposed Project or the 2011 Alternative. Such features would be included within the both the 2009 and 2011 Alternatives. The commentor is referred to the Draft EIR, Section IV.M. Utilities, 2. Water, pages IV.M-17 through IV.M-19, which discuss required design features that will be incorporated into the 2009 Proposed Project which will reduce potable and recycled water use. Moreover, the City prepared a Water Supply Assessment (Appendix IV.M-2 to the Draft EIR), which demonstrates that the water supply demand of the 2009 Proposed Project and other uses within its service area would be met through existing entitlements and resources available to the City over the next 20-year time frame, including consideration of water conservation, reclaimed water use and groundwater recharge. The 2011 Alternative would reduce the amount of office, retail, and hotel uses and eliminate the residential units as compared with the 2009 Proposed Project, and would include the same required design features as the 2009 Proposed Project. Accordingly, as with the 2009 Proposed Project but to a greater extent, water supply demand of the 2011 Alternative and other uses within its service area would be met through existing entitlements and resources available to the City over the next 20-year time frame, including consideration of water conservation, reclaimed water use and groundwater recharge.

Comment Letter No. 5

SOUTHERN CALIFORNIA
ASSOCIATION of GOVERNMENTS

Main Office
818 West Seventh Street
12th Floor
Los Angeles, California
90017-3435

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www.scag.ca.gov

May 15, 2009

Mr. Mark Sellheim
City of Downey
11111 Brookshire Avenue
Downey, CA 90241
msellheim@downeyca.org

RE: SCAG Comments on the Draft Environmental Impact Report for the Tierra Luna Specific Plan [SCAG No. I20090089]

Dear Mr. Sellheim,

Thank you for submitting the **Draft Environmental Impact Report for the Tierra Luna Specific Plan [SCAG No. I20090089]** to the Southern California Association of Governments (SCAG) for review and comment. SCAG is the authorized regional agency for Inter-Governmental Review of Programs proposed for federal financial assistance and direct development activities, pursuant to Presidential Executive Order 12372 (replacing A-95 Review). Additionally, pursuant to Public Resources Code Section 21083(d) SCAG reviews Environmental Impacts Reports of projects of regional significance for consistency with regional plans per the California Environmental Quality Act Guidelines, Sections 15125(d) and 15206(a)(1). SCAG is also the designated Regional Transportation Planning Agency and as such is responsible for both preparation of the Regional Transportation Plan (RTP) and Regional Transportation Improvement Program (RTIP) under California Government Code Section 65080 and 65082. As the clearinghouse for regionally significant projects per Executive Order 12372, SCAG reviews the consistency of local plans, projects, and programs with regional plans. This activity is based on SCAG's responsibilities as a regional planning organization pursuant to state and federal laws and regulations. Guidance provided by these reviews is intended to assist local agencies and project sponsors to take actions that contribute to the attainment of regional goals and policies.

5-1

SCAG staff has reviewed this project and determined that the proposed project is regionally significant per California Environmental Quality Act (CEQA) Guidelines, Sections 15125 and/or 15206. The proposed project, located on 79 acres at 12214 Lakewood Boulevard, would consist of up to 3.9 million square feet of commercial/office uses, commercial retail/uses, hotel rooms, and residential uses that will include live/work, for-sale and for-rent units.

We have evaluated this project based on the policies of SCAG's Regional Transportation Plan (RTP) and Compass Growth Vision (CGV) that may be applicable to your project. The RTP and CGV can be found on the SCAG web site at: http://scag.ca.gov/igr. The attached detailed comments are meant to provide guidance for considering the proposed project within the context of our regional goals and policies. We also encourage the use of the SCAG List of Mitigation Measures extracted from the RTP to aid with demonstrating consistency with regional plans and policies. Please provide a copy of the Final Environmental Impact Report (FEIR) for our review. If you have any questions regarding the attached comments, please contact Bernard Lee at (213) 236-1800. Thank you.

Sincerely,

Jacob Lieb, Manager
Assessment, Housing & EIR

DOCS# 151625

Comment Letter No. 5 (Cont)

May 15, 2009
Mr. Sellheim

SCAG No. I20090089

COMMENTS ON THE DRAFT ENVIRONMENTAL IMPACT REPORT FOR THE TIERRA LUNA SPECIFIC PLAN [SCAG NO. I20090089]

PROJECT LOCATION

The project is located at 12214 Lakewood Boulevard, which is in the southeastern portion of the City of Downey. It lies about 1.5 miles west of the San Gabriel River freeway (Interstate 605), about 2.5 miles south of the Santa Ana freeway (Interstate 5), approximately 0.5 miles north of the Glenn Anderson freeway (Interstate 105) and transit way, and the Long Beach freeway (Interstate 710) is about 3 miles west of it. The San Gabriel River flows about three-quarters of a mile east. The project site is generally bound by the Downey Landing Retail Center to the north, Bellflower Boulevard to the east, Congressman Steve Horn Way to the south, and Clark Avenue and Lakewood Boulevard to the west.

PROJECT DESCRIPTION

The proposed project would offer up to 3,950,000 square feet of commercial, office, residential and public open space uses, including up to 675,000 square feet of commercial/office uses, up to 1,200,000 square feet of commercial/retail uses, up to 450 hotel rooms, and up to 1,700,000 square feet (up to 1,500 units) of residential uses to include live/work units, for-sales units, and for-rent units. In addition, the proposed project would offer up to 125,000 square feet of public open space and 850,000 square feet of parking facilities dispersed among several multi-level parking structures, on-street parking, and surface parking lots.

Land uses in proximity of the project site include: immediately to the north is the 34-acre Downey Landing retail center with its mix of retail and service commercial uses, along with a variety of restaurant uses. Single-family residences occupy the properties north of the retail center, across Stewart & Gray Road. East of the project site are industrial uses and two Kaiser Permanente administrative office buildings. Southeast of the project site are commercial and industrial uses, as well as the city-owned and operated Independence Skate Park and Tennis Center. South of the project site is the 13-acre city park that features recreational facilities, open space, along with the Columbia Memorial Space Science Learning Center and a 30-acre Kaiser Medical Center; the medical center consists of a 4-story, 97,500 square foot medical office building and a 6-story, 680,000 square foot hospital that is under construction and scheduled to be completed by the end of 2009. West of the project site, across Lakewood Boulevard, are single-family residences, multifamily complexes, commercial uses, three senior healthcare facilities, and a Hindu Temple.

5-2

Downey Studios currently occupies the project site, which totals approximately 79 acres, or 3,441,240 square feet. A total of 25 buildings exist onsite along with the current improvements related to Downey Studios. Downey Studios is a 750,000 square foot television and movie studio production facility with parking lots and 20 acres of back lot space, including a 16-house suburban street. Most of the existing on-site structures would be demolished except for the front portion of building One which includes the front section of the original EMSCO building, the Kauffman wing, and another wing attributed to Kauffman would not be demolished.

The following summarizes discretionary actions and permits being sought by the project from the City of Downey:

- Amendment to the existing Downey Landing Specific Plan
- Development Agreement
- Subdivision Map Act Approval
- Standard Urban Stormwater Mitigation Plan as well as Specific Plan Water, Wastewater, and Recycled Water Master Plan Approval
- Conditional Use Permit(s)

Comment Letter No. 5 (Cont)

In addition, other actions, permits, and certifications may be required from federal, state, regional, county and other local agencies. 5-2

CONSISTENCY WITH REGIONAL TRANSPORTATION PLAN

Regional Growth Forecasts
The DEIR should reflect the most current SCAG forecasts, which are the 2008 RTP (May 2008) Population, Household and Employment forecasts. The forecasts for your region, subregion, and city are as follows:

Adopted SCAG Regionwide Forecasts[1]

	2010	2015	2020	2025	2030	2035
Population	19,418,344	20,465,830	21,468,948	22,395,121	23,255,377	24,057,286
Households	6,086,986	6,474,074	6,840,328	7,156,645	7,449,484	7,710,722
Employment	8,349,453	8,811,406	9,183,029	9,546,773	9,913,376	10,287,125

Adopted GCCOG Subregion Forecasts[1]

	2010	2015	2020	2025	2030	2035
Population	2,143,979	2,190,471	2,236,253	2,280,588	2,323,438	2,364,199
Households	591,028	607,440	623,862	636,482	648,759	658,696
Employment	762,987	776,857	785,715	796,129	807,251	817,891

5-3

Adopted City of Downey Forecasts[1]

	2010	2015	2020	2025	2030	2035
Population	115,973	118,011	120,207	122,323	124,358	126,301
Households	34,767	35,279	35,818	36,239	36,646	36,981
Employment	40,580	41,544	42,160	42,885	43,658	44,398

1. The 2008 RTP growth forecast at the regional, subregional, and city levels was adopted by the Regional Council in May 2008.

SCAG Staff Comments:

The Draft EIR utilizes the 2008 Regional Transportation Plan growth forecasts, released in May 2008.

The **2008 Regional Transportation Plan (RTP)** also has goals and policies that are pertinent to this proposed project. This RTP links the goal of sustaining mobility with the goals of fostering economic development, enhancing the environment, reducing energy consumption, promoting transportation-friendly development patterns, and encouraging fair and equitable access to residents affected by socio-economic, geographic and commercial limitations. The RTP continues to support all applicable federal and state laws in implementing the proposed project. Among the relevant goals and policies of the RTP are the following: 5-4

Regional Transportation Plan Goals:
RTP G1 *Maximize mobility and accessibility for all people and goods in the region.*
RTP G2 *Ensure travel safety and reliability for all people and goods in the region.* 5-5

Comment Letter No. 5 (Cont)

RTP G3 *Preserve and ensure a sustainable regional transportation system.*
RTP G4 *Maximize the productivity of our transportation system.*
RTP G5 *Protect the environment, improve air quality and promote energy efficiency.*
RTP G6 *Encourage land use and growth patterns that complement our transportation investments.*
RTP G7 *Maximize the security of our transportation system through improved system monitoring, rapid recovery planning, and coordination with other security agencies.*

SCAG Staff Comments:

SCAG staff feels that the proposed project meets consistency with RTP goals G1 and G6, and cannot determine consistency with RTP G4 and G5. RTP goals G2, G3, and G7 are not applicable to this project.

The proposed project meets consistency with goal RTP G1. Mobility pertains to the speed at which one may travel and the delay, or difference between the actual travel time and travel time that would be experienced if a person traveled at the legal speed limit. Accessibility measures how well the transportation system provides people access to opportunities, such as jobs, education, shopping, recreation, and medical care. Table IV.L-14 suggests that if mitigation measures are applied, in 2020, the project would not create a significant impact on local roadways relative to a no project scenario. With regard to accessibility, the proposed project is located near Interstates 105 and 605 and would offer a mix of uses on the project site. 5-5

SCAG staff cannot determine consistency with goal RTP G4. Productivity is a system efficiency measure that reflects the degree to which the transportation system performs during peak demand conditions. Given that Table IV.L-14 suggests that in 2020, the proposed project would result in Levels of Service of E or lower at four nearby intersections, even after mitigation measures have been applied.

SCAG staff cannot determine consistency with goal RTP G5. Table 4.3-8 illustrates that after mitigation measures are applied, the operation of the project would have a long-term significant unavoidable adverse impact related to emissions of ROC, NO_X, CO, PM_{10}, and $PM_{2.5}$, largely due to mobile sources.

The proposed project meets consistency with goal RTP G6. The project site is located less than one mile from Interstate 105. Per page IV.L-3, eight bus lines and the Metro Green Line light rail serve the immediate vicinity of the project site.

GROWTH VISIONING

The fundamental goal of the **Compass Growth Visioning** effort is to make the SCAG region a better place to live, work and play for all residents regardless of race, ethnicity or income class. Thus, decisions regarding growth, transportation, land use, and economic development should be made to promote and sustain for future generations the region's mobility, livability and prosperity. The following "Regional Growth Principles" are proposed to provide a framework for local and regional decision making that improves the quality of life for all SCAG residents. Each principle is followed by a specific set of strategies intended to achieve this goal. 5-6

Principle 1: Improve mobility for all residents.
GV P1.1 *Encourage transportation investments and land use decisions that are mutually supportive.*
GV P1.2 *Locate new housing near existing jobs and new jobs near existing housing.*
GV P1.3 *Encourage transit-oriented development.* 5-7

Comment Letter No. 5 (Cont)

May 15, 2009
Mr. Sellheim

SCAG No. I20090089

GV P1.4 *Promote a variety of travel choices*

SCAG Staff Comments:

The proposed project is consistent with Growth Visioning Principle 1.

The proposed project is located near Interstates 105 and 605 for regional auto access. The Metro Green Line light rail and eight different bus lines also serve the project site's immediate vicinity. Therefore the proposed project meets consistency with GV P1.1.

The proposed project is consistent with GV P1.2 as it offers proximity to job centers in Downtown Los Angeles, Downtown Long Beach, and Northern Orange County. Also, the project would create both housing and employment opportunities on-site.

Per page IV.C.1-25, the proposed project is intends to promote alternative modes of travel including transit and is therefore consistent with GV P1.3 and GV P1.4.

5-7

Principle 2: Foster livability in all communities.

GV P2.1 *Promote infill development and redevelopment to revitalize existing communities.*
GV P2.2 *Promote developments, which provide a mix of uses.*
GV P2.3 *Promote "people scaled," walkable communities.*
GV P2.4 *Support the preservation of stable, single-family neighborhoods.*

SCAG Staff Comments:

Where applicable, the proposed project is consistent with Growth Visioning Principle 2. GV P2.4 is not applicable since there are no single-family residences on the project site currently.

Page II-3 in the Project Description section discusses the principles embodied within the proposed project. Some of the included principles are Pedestrian Orientation, Mix of Land Uses, and Infill Development. Therefore, the proposed project is consistent with GV P2.1, GV P2.2, and GV P2.3.

5-8

Principle 3: Enable prosperity for all people.

GV P3.1 *Provide, in each community, a variety of housing types to meet the housing needs of all income levels.*
GV P3.2 *Support educational opportunities that promote balanced growth.*
GV P3.3 *Ensure environmental justice regardless of race, ethnicity or income class.*
GV P3.4 *Support local and state fiscal policies that encourage balanced growth*
GV P3.5 *Encourage civic engagement.*

SCAG Staff Comments:

Where applicable, SCAG staff generally cannot determine consistency with Growth Visioning Principle 3. GV P3.2 and GV P3.5 are not applicable.

While there will be a variety of housing built as part of the project, it is unclear whether any of this housing will be affordable to lower income households since it is not stated anywhere. Therefore, SCAG staff cannot determine consistency with GV P3.1.

Similarly, it is unclear from the Draft EIR whether any disadvantaged groups will be disproportionately impacted by the proposed project. As a result, SCAG staff cannot determine consistency with GV P3.3.

5-9

Comment Letter No. 5 (Cont)

One of the specific objectives of the proposed project, which is indicated on page II-12, is to positively impact the City of Downey's fiscal base. Given the balance between residential and commercial uses, the proposed project meets consistency with GV P3.4.

In the Final EIR, it would be helpful to state whether there will be any affordable housing provided and also the status of environmental justice efforts.

5-9

Principle 4: Promote sustainability for future generations.

GV P4.1 *Preserve rural, agricultural, recreational, and environmentally sensitive areas*
GV P4.2 *Focus development in urban centers and existing cities.*
GV P4.3 *Develop strategies to accommodate growth that uses resources efficiently, eliminate pollution and significantly reduce waste.*
GV P4.4 *Utilize "green" development techniques*

SCAG Staff Comments:

Where applicable, the project is partially consistent with Growth Visioning Principle 4. GV P4.1 does not apply.

As mentioned previously, the proposed project may be characterized as an infill development and therefore meets consistency with GV P4.2.

5-10

With regard to GV P4.3, page IV.M-43 discusses energy conservation mitigation measures and page IV.C.1-25 mentions that encouraging the use of alternate modes of travel would reduce air pollutant emissions. SCAG staff feels that the project is partially consistent based on contents of the Draft EIR. If there are additional strategies being contemplated that would use resources efficiently, eliminate pollution, or significantly reduce waste, then it would be helpful to state them in the Final EIR.

The Draft EIR does not specifically discuss "green" development techniques and therefore SCAG staff cannot determine consistency with GV P4.4. If "green" development techniques are being proposed, it would be helpful to see them stated in the Final EIR.

CONCLUSION

The proposed project partially meets consistency with SCAG Regional Transportation Plan Goals and Growth Visioning Principles. The Final EIR should mention whether affordable housing is being considered, the status of environmental justice efforts, any additional energy conservation efforts, and whether "green" development techniques are being proposed.

All feasible measures needed to mitigate any potentially negative regional impacts associated with the proposed project should be implemented and monitored, as required by CEQA. Refer to the SCAG List of Mitigation Measures for additional guidance, which may be found here:
http://www.scag.ca.gov/igr/documents/SCAG_IGRMMRP_2008.pdf

5-11

When a project is of statewide, regional, or areawide significance, transportation information generated by a required monitoring or reporting program shall be submitted to SCAG as such information becomes reasonably available, in accordance with CEQA, Public Resource Code Section 21018.7, and CEQA Guidelines Section 15097 (g).

Comment Letter No. 5

Jacob Lieb, Manager
Assessment, Housing & EIR
Southern California Association of Governments
818 West Seventh Street
Los Angeles, California 90017-3435
May 15, 2009

Response 5-1

The commentor, Southern California Association of Governments (SCAG), thanks the City for the opportunity to review and comment on the Draft EIR. The commentor states that SCAG has determined that the 2009 Proposed Project is regionally significant per CEQA Guidelines Sections 15125 and 15206. The commentor states that the 2009 Proposed Project has been evaluated based on applicable policies of SCAG's Regional Transportation Plan (RTP) and Compass Growth Vision (CGV). The commentor accurately describes the 2009 Proposed Project. The commentor also states that their detailed comments are meant to provide guidance for considering the 2009 Proposed Project within the context of SCAG's regional goals and policies. Further, the commentor encourages the use of the SCAG List of Mitigation Measures extracted from the RTP to aid with demonstrating consistency with regional plans and policies. The commentor requests a copy of the Final Environmental Impact Report. The commentor is referred to Section IV.C. Air Quality, 1. Criteria Pollutants, page IV.C.1-39 which provides fugitive dust control measures in accordance with SCAQMD Rule 403. These measures are similar to the measures listed in the SCAG List of Mitigation Measures extracted from the RTP. The comment generally applies to the 2011 Alternative; however, the 2011 Alternative would result in a much smaller project than the 2009 Proposed Project (and would not include any residential uses).

Response 5-2

The commentor provides the location and description of, and the discretionary actions being sought by the 2009 Proposed Project. The Kaiser Downey Medical Center has been completed. No additional response to this comment is necessary.

Response 5-3

The commentor states that the Draft EIR should reflect the most current SCAG forecasts, which are the 2008 RTP Population, Household, and Employment forecasts. The commentor also provides the current SCAG Population, Household, and Employment forecasts for the Region, GCCOG Subregion, and the City of Downey through the year 2035. The commentor further states that the Draft EIR utilizes the 2008 Regional Transportation Plan growth forecasts, released in May 2008. The 2012 RTP is still being drafted and a final will not be released until April 2012. No additional response to this comment is necessary.

Response 5-4

The commentor states that the 2008 RTP has goals and policies that are pertinent to the 2009 Proposed Project. The commentor explains that the RTP links the goal of sustaining mobility with the goals of fostering economic development, enhancing the environment, reducing energy consumption, promoting transportation-friendly development patterns, and encouraging fair and equitable access to residents affected by socio-economic, geographic and commercial limitations. The commentor states that the RTP continues to support all applicable Federal and State laws in implementing the 2009 Proposed Project. No additional response to this comment is necessary.

Response 5-5

The commentor lists RTP goals G1 through G7. The commentor states that the 2009 Proposed Project meets consistency with RTP goals G1 and G6, and that they cannot determine consistency with RTP goals G4 and G5. RTP goals G2, G3, and G7 are not applicable to the 2009 Proposed Project. The commentor states that the 2009 Proposed Project meets consistency with RTP goal G1 because, as indicated in Table IV.L-14 of the Draft EIR, in the year 2020, if mitigation measures are applied, the 2009 Proposed Project would not create a significant impact on local roadways relative to a no project scenario. The commentor also states that, with regard to accessibility, the 2009 Proposed Project is located near Interstates 105 and 605 and would offer a mix of uses on the project site. The commentor also states that they cannot determine consistency with RTP goal G4 because, as indicated in Table IV.L-14, the 2009 Proposed Project would result in Levels of Service of E or lower at four nearby intersections, even after mitigation measures have been applied. Further, the commentor states that they cannot determine consistency with RTP goal G5 because long-term operational impacts of the 2009 Proposed Project would be significant and unavoidable with respect to ROG, NO_x, CO, PM_{10}, and $PM_{2.5}$, after mitigation measures are applied. The commentor also states that the 2009 Proposed Project meets consistency with RTP goal G6 because the project site is located less than one mile from Interstate 105 and, per page IV.L-3 of the Draft EIR, eight bus lines and the Metro Green Line light rail serve the immediate vicinity of the project site.

The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Table IV.H-3, which includes a Regional Transportation Table with this analysis and Table VI-15, which includes the 2011 Alternative consistency with the 2008 RTP.

Response 5-6

The commentor explains that the fundamental goal of the Compass Growth Visioning (CGV) effort is to make the SCAG region a better place to live, work and play for all residents regardless of race, ethnicity or income class. The commentor states that decisions regarding growth, transportation, land use, and economic development should be made to promote and sustain for future generations the region's mobility, livability, and prosperity. The commentor also explains that the "Regional Growth Principles" are proposed to provide a framework for local and regional decision making that improves the quality of

life for all SCAG residents and that each principle is followed by a set of strategies intended to achieve the goal. No additional response to this comment is necessary.

Response 5-7

The commentor lists CGV Principle 1 and strategies P1.1 through P1.4. The commentor states that the 2009 Proposed Project is consistent with Principle 1. The commentor states that the 2009 Proposed Project meets consistency with P1.1, as it is located near Interstates 105 and 605 for regional auto access and the Metro Green Line light rail and eight different bus lines also serve the project site's immediate vicinity. The commentor also states that the 2009 Proposed Project is consistent with P1.2 as it offers proximity to job centers in Downtown Los Angeles, Downtown Long Beach, and Northern Orange County and the project would create both housing and employment opportunities on-site. Further, the commentor states that the 2009 Proposed Project is consistent with P1.3 and P1.4 because it intends to promote alterative modes of travel. The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Table IV.H-4, which includes a Compass Growth Visioning Table with this analysis (as shown in Table VI-16 in Section III. Corrections and Additions, which shows the consistency with the 2011 Alternative to the CGV Principles).

Response 5-8

The commentor lists CGV Principle 2 and strategies P2.1 through P2.4. The commentor states that, where applicable, the 2009 Proposed Project is consistent with CGV Principle 2. The commentor explains that P2.4 is not applicable since there are currently no single-family residences on the project site. The commentor states that Section II. Project Description, of the Draft EIR, page II-3, discusses principles embodied within the 2009 Proposed Project including Pedestrian Orientation, Mix of Land Uses, and Infill Development. The commentor concludes that, because of the inclusion of these principles, the 2009 Proposed Project is consistent with P2.1, P2.2, and P2.3. The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Table IV.H-4, which includes a Compass Growth Visioning Table with this analysis (as shown in Table VI-16 in Section III. Corrections and Additions, which shows the consistency of the 2011 Alternative to the CGV Principles).

Response 5-9

The commentor lists CGV Principle 3 and strategies P3.1 through P3.5. The commentor states that, where applicable, they generally cannot determine consistency with Principle 3, and that P3.2 and P3.5 are not applicable. The commentor states that while there will be a variety of housing developed under the 2009 Proposed Project, it is unclear whether any of this housing will be affordable to lower income households since it is not stated anywhere. The commentor explains that, because of this reason, they cannot determine consistency with P3.1. The commentor also states that it is unclear from the Draft EIR whether any disadvantaged groups will be disproportionately impacted by the 2009 Proposed Project. The commentor explains that, for this reason, they cannot determine consistency with P3.3. The commentor states that, given the balance between residential and commercial uses, the 2009 Proposed Project meets consistency with P3.4. The commentor further states that it would be helpful to state in the

Final EIR whether there will be any affordable housing provided and also the status of environmental justice efforts. The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Table IV.H-4, which includes a Compass Growth Visioning Table with this analysis (as shown in Table VI-16 in Section III. Corrections and Additions, which shows the consistency of the 2011 Alternative to the CGV Principles).

Response 5-10

The commentor lists CGV Principle 4 and strategies P4.1 through P4.4. The commentor states that, where applicable, the 2009 Proposed Project is partially consistent with Principle 4, and that P4.1 does not apply. The commentor states that, as the 2009 Proposed Project may be characterized as an infill development, it meets consistency with P4.2. The commentor states that the 2009 Proposed Project is partially consistent with P4.3 based on the energy conservation mitigation measures, discussed on page IV.M-43, and encouragement of the use of alternate modes of travel, which would reduce air pollutant emissions, mentioned on page IV.C.1-25 of the Draft EIR. The commentor further suggests that if there are additional strategies being contemplated that would use resources efficiently, eliminate pollution, or significantly reduce waste, then it would be helpful to state them in the Final EIR. The commentor also states that the Draft EIR does not specifically discuss "green" development techniques and therefore, they cannot determine consistency with P4.4. The commentor further suggests if "green" development techniques are being proposed, it would be helpful to state them in the Final EIR. The City has adopted the State 2011 Building Code, which has strict environmental and energy design requirements. The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Table IV.H-4, which includes a Compass Growth Visioning Table with this analysis (as shown in Table VI-16 in Section III. Corrections and Additions, which shows the consistency of the 2011 Alternative to the CGV Principles).

Response 5-11

The commentor concludes that the 2009 Proposed Project partially meets consistency with SCAG RTP goals and CGV principles. The commentor suggests that the Final EIR mention whether affordable housing is being considered, the status of environmental justice efforts, any additional energy conservation efforts, and whether "green" development techniques are being proposed.

No affordable housing was considered for the 2009 Proposed Project. The 2011 Alternative, which is included as Alternative F in this Final EIR would eliminate the residential units as compared with the 2009 Proposed Project. Thus, there would be no housing of any type, affordable or otherwise.

The commentor states all feasible mitigation measures needed to mitigate any potential negative regional impacts associated with the 2009 Proposed Project should be implemented and monitored, as required by CEQA. The commentor also provides the location where the SCAG List of Mitigation Measures can be found for additional guidance. The commentor further states that, when a project is of statewide, regional, or areawide significance, transportation information generated by a required monitoring or reporting program shall be submitted to SCAG as such information becomes reasonably available, in

accordance with CEQA, Public Resource Code Section 21018.7, and CEQA Guidelines Section 15097(g). The commentor is referred to this Final EIR, Section III. Corrections and Additions to the Draft EIR, Tables IV.H-3 and IV.H-4, which includes a Regional Transportation Table and a Compass Growth Visioning Table with this analysis (as shown in Table VI-15 and Table VI-16 in Section III. Corrections and Additions, which shows the consistency of the 2011 Alternative to the RTP Goals and Policies and CGV Principles, respectively).

Comment Letter No. 6

Southern California Gas Company
A Sempra Energy utility℠

1919 S. State College Blvd.
Anaheim, CA 92806-6114

April 8, 2009

City of Downey
Planning Division
11111 Brookshire Ave
Downey, CA 90241

Attention: Mark Sellheim

Subject: E.I.R for The Proposed Tierra Luna Specific Plan located at 12214 Lakewood Blvd.

Thank you for providing the opportunity to respond to this E.I.R. Document. We are pleased to inform you that Southern California Gas Company has facilities in the area where the aforementioned project is proposed. Gas service to the project can be provided from an existing gas main located in various locations. The service will be in accordance with the Company's policies and extension rules on file with the California Public Utilities Commission when the contractual arrangements are made. 6-1

This letter is not a contractual commitment to serve the proposed project but is only provided as an informational service. The availability of natural gas service is based upon conditions of gas supply and regulatory agencies. As a public utility, Southern California Gas Company is under the jurisdiction of the California Public Utilities Commission. Our ability to serve can also be affected by actions of federal regulatory agencies. Should these agencies take any action, which affect gas supply or the conditions under which service is available, gas service will be provided in accordance with the revised conditions.

This letter is also provided without considering any conditions or non-utility laws and regulations (such as environmental regulations), which could affect construction of a main and/or service line extension (i.e., if hazardous wastes were encountered in the process of installing the line). The regulations can only be determined around the time contractual arrangements are made and construction has begun. 6-2

Estimates of gas usage for residential and non-residential projects are developed on an individual basis and are obtained from the Commercial-Industrial/Residential Market Services Staff by calling (800) 427-2000 (Commercial/Industrial Customers) (800) 427-2200 (Residential Customers). We have developed several programs, which are available upon request to provide assistance in selecting the most energy efficient appliances or systems for a particular project. If you desire further information on any of our energy conservation programs, please contact this office for assistance.

Sincerely,

Mike Harriel
Technical Services Supervisor
Pacific Coast Region - Anaheim

MHAJ
eir02.doc

Comment Letter No. 6

Mike Harriel, Technical Services Supervisor
Pacific Coast Region – Anaheim
Southern California Gas Company
1919 S. State College Boulevard
Anaheim, California 92806-6114
April 8, 2009

Response 6-1

The commentor, Southern California Gas Company, thanks the City for providing the opportunity to respond to the Draft EIR. The commentor states that they have facilities in the 2009 Proposed Project area and that gas service to the 2009 Proposed Project can be provided from an existing gas main located in various locations. The commentor also states that service will be provided in accordance with the Company's policies and extension rules on file with the California Public Utilities Commission when the contractual arrangements are made. No additional response to this comment is necessary.

Response 6-2

The commentor states their letter is not a contractual commitment to serve the 2009 Proposed Project and is provided as an informational service. The commentor states that the availability of natural gas service is based upon conditions of gas supply and regulatory agencies. The commentor also states that the Southern California Gas Company is under the jurisdiction of the California Public Utilities Commission and that the ability to serve can be affected by actions of federal regulatory agencies. The commentor further states that should these agencies take action which affect gas supply or the conditions under which service is available, gas service will be provided in accordance with the revised conditions. The commentor states that their letter is provided without considering any conditions or non-utility laws and regulations (such as environmental regulations), which could affect construction of a main and/or service line extension and that regulations can only be determined around the time contractual arrangements are made and construction has begun.

The commentor is referred to the Draft EIR, Section IV.M. Utilities, 5. Natural Gas, page IV.M-49, which states "Per the requirements of the City of Downey, the applicant would be required to incorporate energy conservation measures into the project design, which are identified in Mitigation Measures M-1 through M-5, which exceed Title 24 standards by five percent…into the project design. With modern energy efficient construction materials and implementation of these mitigation measures, development of the Proposed Project would be consistent with the City's energy conservation standards also helping to reduce demand for natural gas. Therefore, impacts of the Proposed Project on natural gas supplies would be less than significant." Additionally, the commentor is referred to page IV.M-50, which states "Connection to existing infrastructure would occur within the Project Site. As such, impacts of the Proposed Project on natural gas distribution infrastructure would be less than significant." Furthermore, prior to that start of construction the Applicant will contact the Southern California Gas Company to set

up a contractual commitment for natural gas services for the 2009 Proposed Project. The analysis provided for the 2009 Proposed Project would also apply to the 2011 Alternative. Further, the 2011 Alternative would consume less natural gas resources as it is smaller than the 2009 Proposed Project.

Comment Letter No. 7

COUNTY OF LOS ANGELES

DEPARTMENT OF PUBLIC WORKS

"To Enrich Lives Through Effective and Caring Service"

900 SOUTH FREMONT AVENUE
ALHAMBRA, CALIFORNIA 91803-1331
Telephone: (626) 458-5100
http://dpw.lacounty.gov

GAIL FARBER, Director

ADDRESS ALL CORRESPONDENCE TO:
P.O. BOX 1460
ALHAMBRA, CALIFORNIA 91802-1460

RECEIVED
MAY 28 2009
PLANNING

May 28, 2009

IN REPLY PLEASE
REFER TO FILE: LD-1

Mr. Mark Sellheim, Principal Planner
Planning Division
11111 Brookshire Avenue
Downey, CA 90241

Dear Mr. Sellheim:

DRAFT ENVIRONMENTAL IMPACT REPORT (DEIR)
TIERRA LUNA SPECIFIC PLAN
DOWNEY STUDIOS
CITY OF DOWNEY

Thank you for the opportunity to review the DEIR for the subject project. The project will consist of commercial/office, commercial retail, hotel rooms, and residential uses that will include live/work units. 7-1

The following comments are for your consideration and relate to the environmental document only:

Environmental

1. **Storage Space for Recyclables**: The California Solid Waste Reuse and Recycling Access Act of 1991, as amended, requires each development project to provide an adequate storage area for collection and removal of recyclable materials. The DEIR should include/discuss standards to provide adequate recyclable storage areas for collection/storage of recyclable and green waste materials for this project. 7-2

2. **Underground Storage Tanks**: Should any operation within the subject project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division must be contacted for required approvals and operating permits. 7-3

3. **Hazardous Waste**: If any excavated soil is contaminated by or classified as hazardous waste by an appropriate agency, the soil must be managed and disposed in accordance with applicable Federal, State, and local laws and regulations. 7-4

4. Historically, this site has had many tanks and various leaking underground storage tank cases that were closed by the Los Angeles Regional Water Quality Control Board (LARWQCB). Public Works does have one closed Industrial Waste file and two closed Underground Storage Tank files on record. Currently, there is remediation occurring here that is being overseen by the LARWQCB Site Cleanup Unit. For this location we refer all matters to the LARWQCB since they are the lead and have final determination. The case can be found at this link: 7-5

   https://geotracker.waterboards.ca.gov/profile_report.asp?global_id=SL2045E1618

   For questions regarding the environmental comments above, please contact Mr. Corey Mayne at (626) 458-3524.

Hazard–Flood

1. The last page of the Hydrology Section concluded that no mitigation measures are required. However the document mentioned numerous mitigation measures that will be used to infiltrate, and detain runoff, to keep it out of the deficient storm drain systems in the area. This mitigation section should at least mention that the proposed mitigation measures in the DEIR will reduce any impacts due to storm water runoff. 7-6

2. Public Works recently approved a storm drain, Miscellaneous Transfer Drain (MTD) No. 1754, under Congressman Steve Horn Way. This drain was designed with a large detention facility and two large CDS units, which are being maintained by the City of Downey. The DEIR mentioned an on-site drainage plan but it did not provide any insight into how or where it might be connecting into off-site systems. A large portion of the project sight was tabulated to go into MTD No. 1754 and the rest would be flowing to Lakewood Boulevard per the Hydrology Study for MTD No. 1754. The DEIR should address how the proposed drainage will connect to or affect MTD No. 1754 and off-site drainage. The DEIR should reference this hydrology study and discuss how the proposed site should be draining. 7-7

   If you have any questions regarding storm drain comments, please contact Mr. Chris Sheppard at (626) 458-4921.

Hazard–Water Quality

1. Detailed hydrologic analyses should be performed for the existing condition and the proposed condition of the project's watershed. The analyses should be used to evaluate future stormwater drainage systems and water quality issues at the

Comment Letter No. 7 (Cont)

proposed project site. Further, the hydrologic analyses should ascertain that storm water outflow from the proposed project site into existing Public Works' drainage system (Maplewood Channel) is consistent with the design capacity of the existing system.

2. The hydrologic analysis should be based on the standards and procedures described in the 2006 Public Works Hydrology Manual. Public Works' 2006 Hydrology Manual can be viewed at www.dpw.lacounty.gov/wrd/publication/. The hydrologic report for Public Works' review should include a hydrologic map (printed to scale). The report should also contain time of concentration and peak flow rates calculations, flow path lengths, flow path slopes, percent impervious values, soil types, design storm frequency, and rainfall depth. 7-7

3. The hydrologic map should include adequate topography to support watershed delineation. The time of concentration path from the top of the lot to the outlet of each subbasin should be clearly shown. Elevations at the top of the lot and at the outlet point of each subbasin should be shown. The paths through which surface flows are conveyed to the existing Public Works drainage system should be shown.

If you have any questions regarding water quality comments, please contact Ms. Belinda Kwan at (626) 458-6135.

If you have any other questions or require additional information, please contact Mr. Toan Duong at (626) 458-4921.

Very truly yours,

GAIL FARBER
Director of Public Works

for DENNIS HUNTER, PLS PE
Assistant Deputy Director
Land Development Division

MA:ca
P:\ldpub\CEQA\CDM\ CITY OF DOWNEY - TIERRA LUNA SPECIFIC PLAN-DEIR.doc

Comment Letter No. 7

Dennis Hunter, PLS PE, Assistant Deputy Director
Land Development Division
County of Los Angeles
Department of Public Works
P.O. Box 1460
Alhambra, California 91802-1460

Response 7-1

The commentor, County of Los Angeles Department of Public Works (LACDPW), thanks the City for the opportunity to review the Draft EIR. The commentor accurately states that the 2009 Proposed Project would consist of commercial/office, commercial retail, hotel room, and residential uses that will include live/work units. The 2011 Alternative, which was originally drafted as Alternative F for this Final EIR, is the current preferred project. It would eliminate the residential units as compared with the 2009 Proposed Project.

The commentor further states that their comments are for the City's consideration and relate to the environmental document only. No additional response to this comment is necessary.

Response 7-2

The commentor states that the California Solid Waste Reuse and Recycling Access Act of 1991, as amended, requires each development project to provide an adequate storage area for collection and removal of recyclable materials. The commentor also states that the Draft EIR should include/discuss standards to provide adequate recyclable storage areas for collection/storage of recyclable and green waste materials for the 2009 Proposed Project. The commentor is referred to Draft EIR, Section IV.M. Utilities, 3. Solid Waste, page IV.M-29 which states "While the final choice in recycling facilities rests with the project applicant, the facility located in closest proximity to the Project Site would be the Downey Area Recycling and Transfer Facility (DART). DART is located approximately 0.80 miles east of the Project Site and is currently permitted to accept 5,000 tons of material per day. Additionally, the City of Downey provides a curbside recycling program, the Downey At-Home Recycling Team, for all single-family homes and multi-family residences comprised of four or fewer dwelling units." In addition, the proposed Specific Plan that would implement the 2009 Proposed Project would include standards for incorporating storage areas for recyclables into the design of project buildings. The 2011 Alternative would incorporate the same recycling measures as the 2009 Proposed Project, with the exception of the measures for residential uses, as the 2011 Alternative does not contain residential uses.

Response 7-3

The commentor suggests that should any operation within the 2009 Proposed Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public Works' Environmental Programs Division must be contacted for required

approvals and operating permits. As noted in the Draft EIR (page IV.F-3), LACDPW was the permitting agency for diesel underground storage tank removals and closures which have occurred on the project site and granted closure and removal of the tanks (Draft EIR, Figure IV.F-3, Sheet B). The need for additional underground storage tank removal has not been identified in any of the follow-on site characterizations or remedial action plans prepared for the project site (Figure IV.F-3). However, as noted in the Draft EIR (page IV.F-12), a pre-approved protocol has been established for implementation of contingency actions necessary or appropriate to address newly discovered conditions on the project site during site development activities. In the event that closure and/or removal of newly discovered underground storage tanks becomes necessary, LACDPW would be contacted for the required approvals and permits. Further, any new underground storage tanks associated with project development would be subject to all applicable regulations and permitting requirements, including those granted by LACDPW.

The commentor's suggestion to contact the LACDPW Environmental Programs Division for required approvals and operating permits has been included in the Final EIR in order to promote effective coordination between the City of Downey and the LACDPW, Environmental Programs Division, and any applicants. The commentor is referred to Final EIR, Section II, Summary, Table II-1 Summary of Environmental Impacts and Mitigation Measures, Section III. Corrections and Additions to the Draft EIR, and Section V. Mitigation Monitoring Program, which includes the addition of the commentor's suggestion as Mitigation Measure F-4. The 2011 Alternative would also be subject to the conditions contained in Mitigation Measure F-4.

Response 7-4

The commentor states that if any excavated soil is contaminated by or classified as hazardous waste by an appropriate agency, the soil must be managed and disposed in accordance with applicable Federal, State, and local laws and regulations. The commentor is referred to Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-12 which states "At the time of the property transfer from the National Aeronautics and Space Administration (NASA) to the City of Downey, future commercial/industrial development of the CPA was anticipated. In order to address the potential for encountering soil impacted with contaminants of concern during future development activities, a Risk Management/Soil Management Plan (RMSMP) was prepared and submitted to Los Angeles Regional Water Quality Control Board (LARWQCB) in October 2004. The RMSMP, which was approved by LARWQCB in April 2005, established a pre-approved protocol for implementation of contingency actions necessary or appropriate to address previously unidentified impacted soil areas discovered during site development activities.

The protocol established in the RMSMP was incorporated into the Environmental Responsibility Assumption Agreement between International Risk Assumption Downey, LLC (IRAD) and the City of Downey. This agreement sets forth responsibilities in the event that a previously unidentified impacted soil area (termed "Newly Discovered Condition") is discovered, as follows:

- Upon written notice from a property owner of the existence of a Newly Discovered Condition, IRAD shall immediately take steps to characterize the potential Newly Discovered Condition including, but not limited to, observation or testing in accordance with the RMSMP, for purpose

of determining whether the condition will require remediation, and upon completion of such observation or receipt of any such test results shall:

- Proceed, at IRAD's cost, to remediate such Newly Discovered Condition pursuant to the RMSMP or

- Proceed, at IRAD's cost, to negotiate and enter a task order with the respective RMSMP subcontractor and cause such RMSMP subcontractor to remediate such Newly Discovered Condition under the direction of IRAD or the Remediation Contractor pursuant to a Special RMSMP Agreement, or

- Within no more than four business days after IRAD's receipt of Owner's written notice of the potential Newly Discovered Condition, notify the Owner that IRAD believes that (i) such Newly Discovered Condition is not an Environmental Condition; (ii) that the RMSMP does not require remediation of the Newly Discovered Condition; or (iii) that further time is required by IRAD to determine whether the Newly Discovered Condition is an Environmental Condition that requires remediation under the agreement, or to determine the appropriate methodology for remediation of the Newly Discovered Condition."

The commentor is also referred to Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-20 which states "Previous site investigations found limited areas of contamination at the Project Site, related to soil gas VOCs and metals concentrations in some soil samples. Corrective action is an on going process being conducted in connection with other of parts of the NASA Industrial Plant site, specifically with respect to the two soil contamination source areas located to the north of the Project Site and the groundwater remediation system that is addressing conditions related to the groundwater plume beneath the Project Site. In addition, the RMSMP approved by LARWQCB and associated implementation measures contained within the Environmental Responsibility Assumption Agreement between IRAD and the City of Downey have been established to address any Newly Discovered Condition that may be encountered during construction of the Proposed Project. These measures would ensure maintenance of worker health and safety during construction. The impacts of the Proposed Project with respect to encountering conditions of soil and groundwater contamination during the construction phase would be less than significant."

Notwithstanding the above, the commentor's suggestion to dispose of contaminated soil in accordance with applicable federal, State, and local laws and regulations has been included in the Final EIR. The commentor is referred to Final EIR, Section II, Summary, Table II-1 Summary of Environmental Impacts and Mitigation Measures, Section III. Corrections and Additions to the Draft EIR, and Section V. Mitigation Monitoring Program, which includes the addition of the commentor's suggestion as Mitigation Measure F-5. The 2011 Alternative would also be subject to the conditions contained in Mitigation Measure F-5.

Response 7-5

The commentor states that historically, the project site has had many tanks and various leaking underground storage tank cases that were closed by the Los Angeles Regional Water Quality Control Board (LARWQCB). The commentor states that LACDPW does have one closed Industrial Waste file and two closed Underground Storage Tank files on record. The commentor also states that currently, remediation on the project site is being overseen by the LARWQCB Site Cleanup Unit and that all matters for the project site are referred to the LARWQCB since they are the lead and have final determination. Governmental agencies including the California Department of Toxic Substances Control (DTSC) and the United States Environmental Protection Agency (EPA) have had supervisory authority over the former NASA site in the past. See also Response Nos. 7-3 and 7-4. No additional response to this comment is necessary.

Response 7-6

The commentor suggests that the mitigation section of the Hydrology section of the Draft EIR should mention that the proposed mitigation measures in the Draft EIR will reduce any impact due to storm water runoff. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, which includes additional language regarding stormwater runoff in the Mitigation Measures and Level of Significance After Mitigation subsections clarifying that the design features and required BMP's discussed in the Draft EIR would reduce storm water runoff impacts to less than significant levels.

Response 7-7

The commentor notes that a new storm drain and associated facilities have recently been approved in the area of the Project Site and requests that detailed hydrologic analyses be performed for the existing condition and the proposed condition of the project's watershed.

As discussed in the Draft EIR (page IV.G-11), according to the Environmental Stewardship and the Utilities and Infrastructure sections of the Tierra Luna Specific Plan, a comprehensive and coordinated stormwater management system would be designed and incorporated into the Project Site. The purpose of the management system would be to minimize the amount of onsite rainfall reaching the municipal storm drain system, which might otherwise result in potential flooding or environmental degradation. Future structures developed under Tierra Luna Specific Plan shall support this management system and utilize the stormwater BMPs included in the specific plan to achieve that end. Secondary goals of the management system include "minimizing underground infrastructure" and to "eliminate stormwater detention facilities that may be acceptable in suburban locations but are inappropriate for urban areas."

Although development of the 2009 Proposed Project would reduce impervious surfaces and runoff, downstream peak flow conveyance deficiencies remain. As detailed in the stormwater management system, runoff would drain into future onsite BMPs to retain storm rainfall in accordance with the SUSMP. Stormwater would flow throughout the Project Site towards BMPs (such as infiltration chambers) for onsite capture. The Tierra Luna Specific Plan recommends using landscaped areas adjacent to the internal road network for this purpose.

Buildout of the 2009 Proposed Project would result in an increase in the amount of permeable surfaces onsite including an internal parkway and street tree network and 125,000 square feet of open space. Because of the increase in permeable surfaces onsite, the total amount of stormwater runoff would decrease compared to existing conditions as more stormwater would be able to infiltrate the subsurface areas onsite. Thus, development of the Project Site would not result in significant receiving water impacts related to surface water runoff and stormwater quality.

Since the 2009 Proposed Project would be implemented through a Specific Plan, sufficiently detailed design information is not available at this time to provide the detailed analysis requested by LACDPW. However, as the project development proceeds and connections to existing storm drains are required, detailed hydrology studies would be prepared and approved by LACDPW prior to connection to the system.

The 2011 Alternative would have less impermeable surfaces than the 2009 Proposed Project, and the 2011 Alternative would result in a lesser impact than the 2009 Proposed Project's less than significant impact.

Comment Letter No. 8

COUNTY SANITATION DISTRICTS
OF LOS ANGELES COUNTY

1955 Workman Mill Road, Whittier, CA 90601-1400
Mailing Address: P.O. Box 4998, Whittier, CA 90607-4998
Telephone: (562) 699-7411, FAX: (562) 699-5422
www.lacsd.org

STEPHEN R. MAGUIN
Chief Engineer and General Manager

April 9, 2009

File No: 02-00.04-00

Mr. Mark Sellheim, Principal Planner
City of Downey
11111 Brookshire Avenue
Downey, CA 90241

Dear Mr. Sellheim:

Tierra Luna Specific Plan

The County Sanitation Districts of Los Angeles County (Districts) received a Draft Environmental Impact Report for the subject project on April 3, 2009. The proposed development is located within the jurisdictional boundaries of District No. 2. We offer the following corrections and comments: 8-1

1. *Page IV.M-3, Joint Water Pollution Control Plant:* The JWPCP provides primary and secondary treatment for 400 million gallons per day (mgd) of wastewater and currently receives an average flow of approximately 300 mgd, with a remaining capacity of approximately 100 mgd.

2. *Page IV.M-4, 2nd paragraph:* The Los Coyotes WRP has a design capacity of 37.5 mgd and currently treats an average flow of 27.8 mgd, with a remaining capacity of approximately 10 mgd. 8-2

3. *Page IV.M-5, Project Impacts:* Based on the Districts' average wastewater generation factors, the proposed project is anticipated to generate 663,750 gallons per day (gpd) of wastewater, or a net increase of 653,498 gpd. 8-3

4. *Table IV.M-2, Proposed Project Wastewater Generation:* The Districts should not be cited as a source in this table unless the following Districts' average wastewater generation factors are used: 200 gpd/1,000 sf for Office; 150 gpd/1,000 sf for Retail; 125 gpd/room for Hotel; and 195 gpd/unit for Residential. No wastewater is anticipated from Open Space and Parking Facilities. 8-4

5. *Table IV.M-3, Cumulative Wastewater Generation:* The Districts should not be cited as a source in this table unless the Districts' average wastewater generation factors are used. For a copy of these factors, go to www.lacsd.org, Information Center, Will Serve Program, Obtain Will Serve Letter, and click on the appropriate link on page 2. 8-5

Doc #: 1243556.1

Comment Letter No. 8 (Cont)

If you have any questions, please contact the undersigned at (562) 908-4288, extension 2717.

Very truly yours,

Stephen R. Maguin

Ruth I. Frazen
Customer Service Specialist
Facilities Planning Department

RIF:rf

Comment Letter No. 8

Ruth I. Frazen, Customer Service Specialist
Facilities Planning Department
County Sanitation Districts of Los Angeles County
P.O. Box 4998
Whittier, California 90607-4998
April 9, 2009

Response 8-1

The commentor, County Sanitation Districts of Los Angeles County, Facilities Planning Department, acknowledged that they received a copy of the Draft EIR and that the 2009 Proposed Project is located within the jurisdictional boundaries of District No. 2. The commentor also included corrections to the Draft EIR. The commentor states on page IV.M-3, the Joint Water Pollution Control Plant (JWPCP) provides primary and secondary treatment for 400 million gallons per day (mgd) of wastewater and currently receives an average flow of approximately 300 mgd, with a remaining capacity of approximately 100 mgd. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, Correction No. 46, which includes corrections to the design capacity, average daily wastewater flow, and remaining capacity of the JWPCP.

Response 8-2

The commentor offers corrections to the Draft EIR. The commentor states on page IV.M-4, the Los Coyotes WRP has a design capacity of 37.5 mgd and currently treats an average flow of 27.8 mgd, with a remaining capacity of approximately 10 mgd. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, Correction No. 47, which includes corrections to the design capacity, average daily wastewater flow, and remaining capacity of the Los Coyotes WRP.

Response 8-3

The commentor provides corrections to the Draft EIR. The commentor states that under the Districts' average wastewater generation factors, the 2009 Proposed Project is anticipated to generate 663,750 gallons per day (gpd) of wastewater, or a net increase of 653,498 gpd. However, as a result, the reference to the Districts' as the source of the wastewater generation factors in Table IV.M-2 of the Draft EIR is incorrect and has been corrected in the Final EIR. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, Correction No. 48, which includes a correction to the source of wastewater generation rates cited in Table IV.M-2, 2009 Proposed Project Wastewater Generation.

The Districts' average wastewater generation factors were not used to determine the wastewater generation projections for the 2009 Proposed Project. The City of Downey Department of Public Works stated that the City does not have their own wastewater generation rates, and recommended that City of Los Angeles generation rates be used (see Draft EIR Appendix IV.M-1 for this communication). Therefore, rates from the City of Los Angeles Bureau of Sanitation were used to calculate wastewater

generation for both the 2009 Proposed Project and the 2011 Alternative. Because different generation rates were used than those provided in the comment, the amount of wastewater anticipated to be generated by the 2009 Proposed Project and the net increase of wastewater generated by the 2009 Proposed Project were not changed. Updated rates were used to provide a more accurate estimate of project wastewater generation. However, the difference in calculated wastewater generation is negligible and the calculation is only intended to provide a reasonable estimate of generation. Table VI-22 of this Final EIR compares the wastewater generation (and other utilities) of the 2009 Proposed Project to the alternatives and the 2011 Alternative. The 2011 Alternative would reduce the amount of wastewater generated by more than 1/3 compared to the 2009 Proposed Project.

Response 8-4

The commentor offers corrections to the Draft EIR. The commentor states for Table IV.M-2, 2009 Proposed Project Wastewater Generation, that the Districts should not be cited as a source in this table unless the following Districts' average wastewater generation factors are used: 200 pgd/1,000 square feet for Office; 150 pgd/1,000 square feet for Retail; 125 gpd/room for Hotel; and 195 gpd/unit for Residential. The commentor also states that no wastewater is anticipated from Open Space and Parking Facilities. The reference to the Districts as the source of the wastewater generation factors in Table IV.M-2 of the Draft EIR is incorrect and has been corrected in the Final EIR. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, Correction No. 48 which includes a correction to the source of wastewater generation rates cited in Table IV.M-2, 2009 Proposed Project Wastewater Generation. However, to provide a conservative analysis, wastewater generation projections for Open Space and Parking Facilities were not removed from the analysis. The 2011 Alternative would reduce the amount of wastewater generated by more than 1/3 compared to the 2009 Proposed Project as shown in Table VI-23 of this Final EIR.

Response 8-5

The commentor offers corrections to the Draft EIR. The commentor states for Table IV.M-3, Cumulative Wastewater Generation, that the Districts should not be cited as a source in this table unless the Districts' average wastewater generation factors are used. The commentor also provides the location where a copy of the Districts' average wastewater generation factors can be found on the internet. The reference to the Districts' as the source of the wastewater generation factors in Table IV.M-3 of the Draft EIR is incorrect and has been corrected in the Final EIR. The commentor is referred to Final EIR, Section III. Corrections and Additions to the Draft EIR, Correction No. 48, which includes a correction to the source of wastewater generation rates cited in Table IV.M-3, Cumulative Wastewater Generation.

Comment Letter No. 9

Metropolitan Transportation Authority
One Gateway Plaza
Los Angeles, CA 90012-2952
213.922.2000 Tel
metro.net

Metro

April 21, 2009

Mark Sellheim
Principal Planner
City of Downey
11111 Brookshire Avenue
Downey, CA

RECEIVED
APR 2 2 2009
PLANNING

Dear Mr. Sellheim:

Los Angeles County Metropolitan Transportation Authority (Metro) is in receipt of the Draft EIR for the Tierra Luna Specific Plan project. This letter conveys recommendations concerning issues that are germane to Metro's statutory responsibilities in relation to the proposed project.

The Traffic Impact Analysis prepared for the Draft EIR satisfies the traffic and transit requirements of the proposed project. However, the following issue should be addressed for the Final EIR:

Several transit corridors with Metro bus service could be impacted by the project. Metro Bus Operations Control Special Events Coordinator should be contacted at 213-922-4632 regarding construction activities that may impact Metro bus lines. Other Municipal Bus Service Operators may also be impacted and therefore should be included in construction outreach efforts. 9-1

Metro looks forward to reviewing the Final EIR. If you have any questions regarding this response, please call me at 213-922-6908 or by email at chapmans@metro.net. Please send the Final EIR to the following address:

Metro CEQA Review Coordination
One Gateway Plaza MS 99-23-2
Los Angeles, CA 90012-2952
Attn: Susan Chapman

Sincerely,

Susan F. Chapman
Program Manager, Long Range Planning

Comment Letter No. 9

Susan F. Chapman, Program Manager, Long Range Planning
Los Angeles County
Metropolitan Transportation Authority
One Gateway Plaza
Los Angeles, California 90012-2952
April 21, 2009

Response 9-1

The commentor, Los Angeles County Metropolitan Transportation Authority (Metro), states that it is in receipt of the Draft EIR. The commentor provides recommendations concerning issues that are germane to Metro's responsibilities in relation to the 2009 Proposed Project. The commentor also states that the Traffic Impact Analysis prepared for the Draft EIR satisfies the traffic and transit requirements of the 2009 Proposed Project but that the following issues should be addressed: (1) several transit corridors with Metro bus service could be impacted by the project; (2) Metro Bus Operations Control Special Events Coordinator should be contacted regarding construction activities that may impact Metro bus lines; and (3) other Municipal Bus Service Operators may also be impacted and therefore should be included in construction outreach efforts. The commentor is referred to Draft EIR, Section IV.L. Traffic/Transportation/Parking, pages IV.L-64 and IV.L-65, which describe the measures recommended in the traffic study analysis to reduce traffic impacts resulting from development of the 2009 Proposed Project. The commentor is also referred to page IV.L-65, which states "The results of the implementation of the recommended improvements are summarized in Table IV.L-14. As indicated in the table, the recommended improvements would fully mitigate the project-related impacts at the four impacted intersections." Further, the commentor is referred to Table IV.L-14, Summary of Intersection Level of Service Analysis – Future Conditions With Mitigation Measures, on page IV.L-66, which indicates that none of the study intersections would be impacted after implementation of the mitigation measures.

Therefore, the commentor's statement concerning contacting the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators is not required by CEQA, does not create new significant environmental effects and is not necessary to mitigate an avoidable significant effect. Notwithstanding the above, the commentor's suggestion to contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators has been included in the Final EIR. The commentor is referred to Final EIR, Section II, Summary, Table II-1 Summary of Environmental Impacts and Mitigation Measures, Section III. Corrections and Additions to the Draft EIR, and Section V. Mitigation Monitoring Program, which includes the addition of the commentor's suggestion as Mitigation Measure L-7. The 2011 Alternative would also be subject to the same conditions which are contained in Mitigation Measure L-4.

-----Original Message-----
From: Weinfurter, Buck [mailto:bweinfurter@dusd.net]
Sent: Saturday, April 25, 2009 2:06 PM
To: Mark Sellheim
Cc: Condon, Kevin
Subject: [Junk released by Allow List] Tierra Luna EIR

The Downey Unified School District takes no exception to the referenced EIR. 10-1

Good luck with the project.

Buck Weinfurter
DIR, MOT, DUSD
(562) 469-6701
fax 469-6705

Comment Letter No. 10

Buck Weinfurter
Director of Maintenance, Operations, and Transportation Services
Downey Unified School District
bwienfurter@dusd.net
April 25, 2009

Response 10-1

The commentor, Downey Unified School District (DUSD), states that DUSD takes no exception to the Draft EIR. No additional response to this comment is necessary.

Comment Letter No. 11

PIRCHER, NICHOLS & MEEKS
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May 18, 2009

VIA E-MAIL, FAX & FED EX

Mr. Mark Sellheim
Principal Planner
Downey Planning Division
11111 Brookshire Avenue
Downey, CA 90241

RE: TIERRA LUNA DRAFT ENVIRONMENTAL IMPACT REPORT AMENDMENT TO THE DOWNEY LANDING SPECIFIC PLAN

Dear Mr. Sellheim:

Our firm represents Kaiser Foundation Hospitals, Inc. ("Kaiser") in connection with the Draft Environmental Impact Report (the "DEIR") for the proposed amendment to the Downey Landing Specific Plan (the "Proposed Project"). I provide Kaiser's comments to the DEIR as follows.

The DEIR describes a 3.9 million square-foot mixed-use development comprised of commercial retail, office, hotel, residential and restaurant uses located on a 79-acre site bounded by the Downey Landing Retail Center on the north, Bellflower Boulevard on the east, Congressman Steve Horn Way to the south, and Clark Avenue and Lakewood Boulevard on the west. 11-1

The DEIR does not comply with the California Environmental Quality Act ("CEQA"), for the reasons described below. We propose that representatives of Kaiser and the City of Downey (the "City") meet at the earliest available opportunity to address Kaiser's comments in a constructive, mutually satisfactory manner.

A. Cumulative Impacts

An environmental impact report ("EIR") must include a discussion of cumulative impacts when a project's impact is cumulatively considerable. CEQA Guidelines, § 15065(a)(3). "Cumulatively considerable" means that the incremental effects of an 11-2

Comment Letter No. 11 (Cont)

individual project are significant when viewed in connection with the effects of past projects, the effects of other current projects and the effects of probable future projects. CEQA Guidelines, § 15065(a)(3). A draft EIR must identify related projects, must contain a summary of the expected environmental effects to be produced by the related projects, must include a reasonable analysis of the cumulative impacts of the related projects and must provide an examination of reasonable, feasible options of mitigation measures for the project's contribution to significant cumulative effects. CEQA Guidelines, § 15130. Related projects must include existing projects, *projects under construction, projects that are approved but not built,* and projects that are currently undergoing environmental review by the lead agency. *See San Franciscans for Reasonable Growth v. City and County of San Francisco*, 151 Cal. App. 3d 61, 74 (1984).

The DEIR for the Proposed Project does not comply with CEQA because it omits Kaiser's 1,000,000 square foot medical center (the "Kaiser Project") from its evaluation of related projects. In 2002 the City approved the Kaiser Project and certified its Final EIR. Since then, Kaiser has constructed only a small portion of its Project -- a 185,000 square foot medical office building – and has begun constructing its 600,000 square foot hospital. Even after building its hospital, Kaiser will have 215,000 square feet of hospital and medical office space remaining under its entitlements. As a consequence, the Kaiser Project has a total of 815,000 square feet of approved development either under construction or unbuilt which the DEIR for the Proposed Project excludes from its evaluation of impacts. The Kaiser Project is a related project in that it has many of the same impacts as the Proposed Project, including traffic, parking, air quality, noise and circulation, and it lies *directly adjacent* to the Proposed Project. The Kaiser Project, at 1,000,000 square feet, is far more development-intensive than any of the related projects the DEIR evaluates, and both projects comprise a portion of the Downey Landing Specific Plan area. Thus, the Proposed Project's DEIR must include the Kaiser Project in its evaluation of cumulative impacts, including, but not limited to the following impacts: 11-2

1. **Traffic.** The baseline Traffic Study in the DEIR was conducted while only a fraction of the Kaiser Project was operational (185,000 of 1,000,000 approved square feet). The DEIR and the Traffic Study for the Proposed Project failed to include the Kaiser Project in the list of related projects, and thus did not analyze the cumulative traffic impacts of the 815,000 square feet of traffic-intense medical and hospital uses. Many more intersections and roadways will likely experience significant cumulative effects when the cumulative traffic impacts of the large-scale Kaiser Project and Proposed Project, along with the other related projects, are properly considered. The accuracy of the Traffic Study and the measures needed to mitigate all significant traffic impacts are of particular importance to Kaiser, as ambulances and patients need efficient and immediate access to the Kaiser Project during emergency situations. 11-3

Comment Letter No. 11 (Cont)

2. Parking. The parking element of the Traffic Study in the DEIR fails to analyze cumulative parking impacts. A portion of the parking required for the Proposed Project includes street parking along Congressman Steve Horn Way, which serves as the boundary between the Kaiser Project and the Proposed Project. Although the Kaiser Project provides its own parking, users of both the Kaiser Project and Proposed Project, which together will result in nearly 5,000,000 square feet of development, will undoubtedly park along Congressman Steve Horn Way. The DEIR does not address this obvious cumulative impact. Also, as addressed below, the DEIR lacks any evaluation of parking impacts from the Proposed Project's 1,700,000 square feet of residential uses, and discloses that the Proposed Project provides *no onsite parking* for these uses. The only onsite parking the Proposed Project includes is devoted exclusively to non-residential uses. Consequently, since the Proposed Project does not plan for any onsite residential parking, many residential users will park within the adjacent Kaiser Project site. The DEIR likewise omits any analysis of this cumulative impact. The DEIR thus fails to analyze the cumulative parking impacts on Congressman Steve Horn Way which both projects will generate, and on the Kaiser Project which the Proposed Project will cause. 11-4

3. Air Quality. The cumulative localized carbon monoxide (CO) impacts are analyzed in the DEIR by taking related projects into account, and this analysis relies on the related projects identified in the DEIR Traffic Study. Since the DEIR and the Traffic Study exclude the Kaiser Project from their cumulative impacts analysis, however, the DEIR Traffic Study does not evaluate the Kaiser Project's cumulative CO impacts. In view of the considerable CO emissions attributable to the Kaiser Project's intensive traffic generation, and since that project is a "related project", the DEIR must include an analysis of the cumulative localized CO impacts. 11-5

4. Noise. The DEIR notes that future construction associated with related projects could result in a cumulatively significant impact from temporary or periodic increases in ambient noise levels. While the DEIR describes the Desert Reign Church and Davita Dialysis Clinic, located nearly one-half mile from the Proposed Project and having only 36,528 square feet of development, as the "nearest related project", it ignores the 1,000,000 square foot Kaiser Project lying next door to the Proposed Project. This exclusion violates CEQA because, as outlined above, the Kaiser Project also is a related project, and the DEIR must include the cumulative impacts associated with the construction of these adjacent large-scale projects. The cumulative temporary or periodic increases in ambient noise levels from these two projects would likely be potentially significant, in view of the large size of each project, the sensitive uses associated with Kaiser's hospital, and the likelihood that construction of both projects could occur simultaneously. Similarly, the DEIR does not address the cumulative noise impacts the Kaiser Project's operations will cause the Proposed Project's residential uses, which are sensitive noise receptors. Finally, the DEIR does not account for the 11-6

Comment Letter No. 11 (Cont)

Kaiser Project when assessing cumulative ground borne vibration and traffic-generated noise impacts, and needs to include this assessment as well. 11-6

B. **Parking.**

1. **Residential Use Parking.** The DEIR provides that "the residential component [of the Proposed Project] would provide parking for its own use", but makes no attempt to estimate or evaluate the parking demand which would result from the 1,700,000 square feet of residential uses. Indeed, the DEIR has no discussion of the parking demand that will be created by the occupants and guests of the proposed 1,500 residential units, and proposes no parking for these units to mitigate the enormous need for parking that this scale of development will require. The demand for parking which this element of the Proposed Project will create will result in a significant environmental impact by any reasonable measure. By not identifying, evaluating or proposing to mitigate this significant environmental effect, the DEIR violates CEQA. The DEIR needs to include this information. The residential parking requirements should also be included in the analysis of cumulative parking impacts, as described above. 11-7

2. **Hotel, Office and Commercial Use Parking.** As discussed above, the DEIR fails to analyze the cumulative impacts of the 1,000,000 square foot Kaiser Project on the required parking for the Proposed Project. 11-8

C. **Project Description/Availability of the Specific Plan Amendment.**

The DEIR describes the Proposed Project in very general terms, and provides two alternative conceptual plans for development. The Proposed Project is, at this stage, the Specific Plan Amendment, but the City has confirmed that it has not completed a draft of it, and will not have it available for review during the DEIR's public review period. It thus appears that the City has not yet determined what project it will consider for approval and evaluation under CEQA since the Specific Plan Amendment remains subject to material change. The public cannot be reasonably informed about the Proposed Project and its various elements based on the uncertainty created by the DEIR's vague project description, the unavailability of the Specific Plan Amendment, and its incomplete stage. Kaiser requests that the City completes and makes available the Specific Plan Amendment before it approves the Proposed Project or certifies the EIR. 11-9

D. **Other Suggestions.**

1. **Residential Component.** Since Bellflower Boulevard is comprised mostly of industrial and commercial office uses, the proposed residential uses should be located along Lakewood Boulevard, adjacent to the park and learning center. Alternatively, 11-10

Comment Letter No. 11 (Cont)

these uses should lie to the north and center of the site of the Proposed Project, away from these highly trafficked arterials. 11-10

E. **Information Requests.**

In addition to the preceding comments, Kaiser requests additional information and/or elaboration in the DEIR with respect to the following topics:

1. **Electricity.** An Edison substation is located southeast of the subject site constructed as part of the hospital approval, paid for by Kaiser, with the understanding that it would be exclusive to Kaiser. The DEIR does not state where the power source will come from "on-site." Please verify the proposed location of the power source, or that the existing Edison sub-station dedicated to Kaiser will not be used in conjunction with the Proposed Project. 11-11

2. **Water.** According to the Utilities Section, the current potable water demand is 13,123 gallons/day. The proposed demand will increase to 617,837 gallons/day. Considering the exponential increase in potable water demand and the drought conditions currently affecting the State of California, the DEIR should include a discussion and mitigations to address probable more restrictive water regulations sure to be implemented in the future. 11-12

G. **Textual Changes.**

Kaiser provides specific textual comments on the DEIR, attached hereto as Exhibit A. 11-13

Kaiser appreciates the opportunity to comment on the DEIR. Our client looks forward to a Proposed Project that addresses the foregoing concerns and that will mutually benefit the City, its citizens, Kaiser, and Kaiser's members. We look forward to the City's reply to our request for a meeting to address these concerns.

Sincerely,

/Fernando Villa

Cc: Mr. Richard Buckrop
Ms. Elizabeth Trombley
Ms. Jo-Dee Becker
Indrajit Obeysekere, Esq.

Each via e-mail only

Attachment To Comment Letter No. 11

EXHIBIT A – TEXTUAL CHANGES

Page	Comment
I-5, Paragraph 1	Should state, "...Kaiser Hospital (currently under construction) and a new 185,000 square-foot medical office building and an existing 290,000 square-foot medical center located on the northwest corner of Imperial Highway and Bellflower Boulevard".
I-5, Paragraph 4	DEIR states, "...proposed project would involve the construction up to 4,075,000 square feet..." However, the remainder of the document states a maximum of 3,950,000 square feet.
II-8, Figure II-5	Considering that Congressman Steve Horn Way will serve as a primary access point into the proposed development, the document should identify the four (4) access points into the proposed development from this street.
III-2, Paragraph 3	Should state, "...Kaiser Hospital (currently under construction) and a new 185,000 square-foot medical office building and an existing 290,000 square-foot medical center located on the northwest corner of Imperial Highway and Bellflower Boulevard".
III-3, Paragraph 6	Should state, "....Kaiser Downey Medical Center which includes 1,000,000 square feet of entitled hospital and medical office uses".
Table III-1	Table excludes the Kaiser Hospital under construction and remaining 215,000 square feet of entitled to Kaiser (80,000 square feet hospital, 135,000 square feet medical office) per the Downey Land Specific Plan and the certified 2002 Final Environmental Impact Report.
IV.B-5, Paragraph 2	Should state, "...Kaiser Hospital (currently under construction) and a new 185,000 square foot medical office building and an existing 290,000 square-foot medical center located on the northwest corner of Imperial Highway and Bellflower Boulevard".
IV.F-2, Paragraph 1	Should state, "...Kaiser Hospital (currently under construction) and a new 185,000 square foot medical office building and an existing 290,000 square-foot medical center located on the northwest corner of Imperial Highway and Bellflower Boulevard".
IV.F-13, Paragraph 1	Should state, "...approximately 600,000 square-foot medical center and 185,000 square-foot medical office

Attachment To Comment Letter No. 11

	building with an additional 215,000 square feet entitled for hospital and medical office uses per the Downey Land Specific Plan and the certified 2002 Final Environmental Impact Report".
IV.H-1, Paragraph 7	Should state, "...approximately 600,000 square-foot hospital and 185,000 square-foot medical office building with an additional 215,000 square feet entitled for hospital and medical office uses per the Downey Land Specific Plan and the certified 2002 Final Environmental Impact Report. Directly west of the new medical center is an existing 290,000 square-foot Kaiser medical center located on the northwest corner of Imperial Highway and Bellflower Boulevard."
Table IV.L-8	Table excludes the Kaiser Hospital under construction and remaining 215,000 square feet of entitled to Kaiser (80,000 square feet hospital, 135,000 square feet medical office) per the Downey Land Specific Plan and the certified 2002 Final Environmental Impact Report.
IV.L-32, Paragraph 5	Have the traffic mitigations referenced in this section been verified as built or under construction? If under construction, when is the anticipated date of completion?

Comment Letter No. 11

Kaiser Foundation Hospitals, Inc.
Fernando Villa
Pircher, Nichols & Meeks
1925 Century Park East, Suite 1700
Los Angeles, California 90067
May 18, 2009

Response 11-1

The commentor, Fernando Villa, represents Kaiser Foundation Hospitals, Inc. and provides Kaiser's comments to the Draft EIR. The commentor proposes that representatives of Kaiser and the City meet at the earliest available opportunity to address Kaiser's comments in a constructive, mutually satisfactory manner. Representatives from Kaiser and the City of Downey held a meeting on August 20th, 2009. No additional response to this comment is necessary.

Response 11-2

The commentor suggests that the Draft EIR does not comply with CEQA because it omits Kaiser's 1,000,000 square foot medical center from its evaluation of related projects. The commentor also states Kaiser has constructed only a small portion (185,000 square feet) of its Project. Further, the commentor states that after building its hospital, Kaiser will have 215,000 square feet of hospital and medical office space remaining under its entitlements. The commentor states that the Kaiser project has a total of 815,000 square feet of approved development either under construction or unbuilt which the Draft EIR excludes from its evaluation of impacts.

Under the land use entitlements granted by the City of Downey, the Kaiser Downey Medical Center includes 1,000,000 square feet of entitled hospital and medical office uses. A 116,294 square foot Medical Office Building, and associated 30,090 square foot Central Plant have been completed, and a new 680,000 square foot hospital building was completed and occupied in September, 2009. In addition, 173,616 square feet of medical office building use is entitled, but not built. The related projects list in the Final EIR has been modified to include the 680,000 square feet of hospital use and 173,616 square feet of medical office use, which were not complete at the time the Draft EIR was prepared. All cumulative analyses contained in the Draft EIR have been updated to reflect this modification. The commentor is referred to Section III. Corrections and Additions, of this Final EIR, which provides revisions to the cumulative discussions of each section. See also Response Nos. 11-3 through 11-6.

Response 11-3

The commentor contends that the baseline traffic study in the Draft EIR did not accurately reflect the state of facilities development at the Kaiser site and that additional impacts could result if this development were properly reflected in the EIR. An updated traffic impact analysis and evaluation has been performed that incorporates the revisions to the related projects list to include the 680,000 square foot Kaiser Downey

Medical Center and 173,616 square feet of remaining medical office entitlement at the Kaiser site (See Raju Associates' Technical Memorandum dated July 8, 2009, Appendix E to this FEIR, for details). The results of this revised analysis indicate that the conclusions from the Draft EIR Traffic Study would be unchanged. The same locations that were identified to be significantly impacted in the Draft EIR would still be significantly impacted and the same mitigation measures would be effective in alleviating all the significant impacts to less than significant levels. As such, this analysis demonstrates that, with the inclusion of the adjustments to the related projects list that accurately reflect the Kaiser entitlement, no new significant impacts or substantial increase in the severity of previously identified impacts would occur.

Further, the 2011 Alternative would result in a reduction in traffic trips and intersection impacts (including an 18% percent reduction in daily trips, a 52% reduction in AM peak hour trips, and a 20% reduction in PM peak hour trips) when compared to the 2009 Proposed Project. The 2011 Alternative would impact only 3 intersections, as compared to the 2009 Proposed Project, which would impact 4 intersections. As a result, the 2011 Alternative would result in a lesser impact than the 2009 Proposed Project.

Response 11-4

The commentor contends that the parking element of the traffic study in the Draft EIR fails to analyze cumulative parking impacts and that a portion of the parking required for the 2009 Proposed Project includes street parking along Congressman Steve Horn Way, which serves as the boundary between Kaiser and the 2009 Proposed Project.

The commentor also contends that the Draft EIR lacks evaluation of parking impacts from the 2009 Proposed Project's 1,700,000 square feet of residential uses, and discloses that the 2009 Proposed Project provides no onsite parking for these uses. The commentor's contention that the 2009 Proposed Project does not include provisions for parking associated with residential uses is incorrect. The Traffic Study for the 2009 Proposed Project indicates that the residential component for the 2009 Proposed Project would provide parking for its own use. The study further indicates that no other uses would be allowed to use the residential spaces and therefore these spaces are not included in the shared parking analysis (Draft EIR, page IV.L-50).

The 2011 Alternative, which was originally drafted as Alternative F for this Final EIR, is the current preferred project. It would eliminate the residential units as compared with the 2009 Proposed Project. Therefore, there is no need to respond to a discussion of residential parking for the 2011 Alternative, as there would be none required.

In summary, all components of the 2009 Proposed Project and the 2011 Alternative would have adequate parking supply and there would be no parking intrusion impacts on both the on-street and off-street parking used by the Kaiser facility. As such, no cumulative impacts related to the parking supply and demand associated with both projects would occur.

Response 11-5

The commentor contends that that the cumulative localized carbon monoxide (CO) impacts are insufficiently analyzed in the Draft EIR because of the exclusion of the development and remaining entitlement on the Kaiser site. The analysis of localized CO impacts was revised to reflect the revisions to the related projects list to include the 680,000 square foot Kaiser Downey Medical Center and 173,616 square feet of remaining medical office entitlement at the Kaiser site. The commentor is referred to Section III. Corrections and Additions to the Draft EIR for a revised Table IV.C.1-13, Future (2020) Localized Carbon Monoxide Concentrations, which reflects the inclusion of Kaiser Downey Medical Center as a related project. This analysis shows that, with inclusion of the traffic generated by the remaining uses from the Kaiser entitlement, Federal and State CO standards would not be exceeded. Thus, no new significant impact or substantial increase in the severity of a previously identified impact would occur. The same analysis applies to the 2011 Alternative.

The 2011 Alternative would generate 18 percent fewer daily traffic trips than the 2009 Proposed Project (26,391 daily trips as compared to 32,118 daily trips). As such, impacts related to CO concentrations under this alternative would be less than significant, and less than the 2009 Proposed Project's less than significant impacts.

Response 11-6

The commentor contends that the Draft EIR construction noise analysis is insufficient because the Kaiser project is a related project and the Draft EIR must include the cumulative impacts associated with the construction of these adjacent large-scale projects. The commentor further contends that the Draft EIR does not account for the Kaiser project when assessing cumulative ground borne vibration and traffic-generated noise impacts.

The commentor accurately states that the nearest related project is the Kaiser project, which is related project No. 62 in the Final EIR. The construction noise analysis has been updated to reflect the revisions to the related projects list to include the 680,000 square foot Kaiser Downey Medical Center and 173,616 square feet of remaining medical office entitlement at the Kaiser site. As noted in the DEIR, construction noise is localized in nature and decreases substantially with distance. Consequently, under the circumstances where construction would occur concurrently at the Project Site and the Kaiser project site, sensitive receptors that are located immediately adjacent to the Project Site would primarily be exposed to construction noise levels generated at the Project Site, while those sensitive receptors that are located adjacent to the Kaiser project site would primarily be exposed to construction noise levels generated at that site.

Based on a review of the surrounding uses in the Project Site vicinity, the off-site noise-sensitive receptor that is located nearest to both the 2009 Proposed Project and the Kaiser project would be Independence Park, which is located on the east side of Bellflower Boulevard. As discussed on page IV.I-16 of the DEIR, Section 4606.5 of the Downey Municipal Code (DMC) prohibits any repair or remodeling work from exceeding 85 dBA across any property boundary at any time during the course of a 24 hour day. As

shown in Table IV.I-7 of the DEIR, outdoor construction noise levels could reach as high as 86 dBA L_{eq} at 50 feet from the construction activities. As Independence Park is located approximately 368 feet southeast of the Project Site, the noise level at this noise-sensitive receptor during construction of the 2009 Proposed Project could reach as high as approximately 69 dBA L_{eq}. In addition, with the Kaiser project located approximately 670 feet from Independence Park, the noise level associated with construction activities at this site could reach as high as approximately 64 dBA L_{eq}. Thus, should construction activities occur concurrently at the Project Site and the Kaiser site, the noise levels at Independence Park would reach as high as 70 dBA L_{eq}, which would not exceed the City's construction noise standard.

Therefore, the cumulative construction noise impact at this noise-sensitive receptor would be less than significant. Based on a review of the remaining off-site receptors that were identified in the Project Site vicinity in the DEIR, it was determined that the construction noise levels generated at the Project Site would be the dominating noise source at these receptors, and that the contribution of construction noise from the Kaiser site would be negligible. Thus, cumulative construction noise impacts would also be less than significant at these off-site receptors. The same analysis applies to the 2011 Alternative.

Moreover, construction on the Kaiser Downey Medical Center was completed in September, 2009 and therefore cumulative noise impacts from the hospital construction and construction of the 2009 Proposed Project would not occur. The only potential construction activity associated with the remaining Kaiser entitlement would be the 173,616 square foot medical office building and associated parking structure. The 173,616 square foot medical office building would be located in the interior of the Kaiser site and the parking structure would front Congressman Steve Horn Way and would stretch south toward the Central Plant. Construction of these facilities has not been scheduled, thus the potential for construction of these facilities to overlap with construction activities on the adjacent portion of the Project Site would be speculative.

The commentor also states that the Draft EIR does not address the Kaiser project's operational impacts upon the 2009 Proposed Project's residential uses, which are noise sensitive receptors. The City's Noise Element of the General Plan does not recognize hospitals or office uses as noise generating sources that are of concern in the City. As a medical facility, which itself is a noise-sensitive receptor, the Kaiser project would not operate large stationary equipment that would result in high noise levels, which are more typical for large commercial and industrial projects. The stationary equipment that would generate noise levels at the medical facility would be air conditioning, mechanical roof, and utility equipment, all of which are regulated under the City's Municipal Code. Specifically, Section 9504 of the City's Municipal Code requires that these equipment be designed and located so as to not transmit noise or vibration to abutting properties. Thus, any such equipment used at the medical facility would be properly shielded and muffled so as to avoid adverse noise impacts on any adjacent properties. In addition, based on the 2009 Proposed Project's site plan, the nearest residential uses would be located well beyond 300 feet of the medical facility. This distance would further serve to attenuate any noise generated by mechanical equipment at the medical facility at the proposed residential uses. Overall, this related project would be subject to all provisions of the City of Downey Municipal Code, Article IV, Chapter 6, and any

subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses.

The 2011 Alternative, which was originally drafted as Alternative F for this Final EIR, is the preferred project. It would eliminate the residential units as compared with the 2009 Proposed Project. Thus, there would be no concern for noise generating uses to impact the Project Site, as there would be no residential sensitive receptors.

With respect to vibration impacts, the 2009 Proposed Project would not result in a significant impact. As stated in the Draft EIR, the threshold for architectural damage caused by vibration is 0.2 PPV (peak particle velocity).[2] In order to achieve a vibration level of 0.2 PPV, a building would have to be within 15 feet of the vibration source (i.e., heavy-duty construction equipment such as large bulldozers, caisson drills, etc.). There are no sensitive receptors located within 15 feet of either the 2009 Proposed Project or the Kaiser project. Thus, vibration levels would not be exceeded at the surrounding sensitive receptors and cumulative impacts would be less than significant.

The commentor is referred to Section III. Corrections and Additions Tables IV-I-10 and IV-I-11 for a revised analysis of traffic noise, which takes into account the revisions to the related projects list to include the 680,000 square foot Kaiser Downey Medical Center and 173,616 square feet of remaining medical office entitlement at the Kaiser site and associated traffic generation. The results of this revised analysis would not change the conclusions presented in the Draft EIR. Thus, no new significant impact or substantial increase in the severity of a previously identified impact would occur. The same analysis applies to the 2011 Alternative.

Response 11-7

The commentor states that the Draft EIR provides that the residential component would provide parking for its own use, but makes no attempt to estimate or evaluate the parking demand which would result from the 1,700,000 square feet of residential uses. See Response No. 11-4. Further, the 2011 Alternative does not include residential uses and therefore this comment does not apply to the 2011 Project.

Response 11-8

The commentor states that the Draft EIR fails to analyze the cumulative impacts of the 1,000,000 square foot Kaiser project on the required parking for the 2009 Proposed Project. See Response No. 11-4.

Response 11-9

The commentor states that the Draft EIR describes the 2009 Proposed Project in very general terms and provides two alternative conceptual plans for development and requests that the City completes and makes available the Specific Plan Amendment before it approves the 2009 Proposed Project or certifies

[2] *Table IV.I-3 of the Draft EIR. Source: Federal Transit Administration, Transit Noise and Vibration Impact Assessment, May 2006.*

the EIR. As part of the approval process of the proposed Amendment to the Downey Landing Specific Plan, the amendment text will be publicly available prior to consideration by the decision making bodies of the City. The same analysis applies to the 2011 Alternative.

Response 11-10

The commentor suggests that, since Bellflower Boulevard is comprised mostly of industrial and commercial office uses, the proposed residential uses should be located along Lakewood Boulevard, adjacent to the park and learning center. The commentor states that, alternatively, theses uses should lie to the north and center of the project site, away from these highly trafficked arterials. The commentor's opinion is acknowledged and will be considered by the decision makers. However, the 2009 Proposed Project has been structured to permit development of residential units throughout the Project Site with the goal of promoting redevelopment of the site with a mix and range of compatible uses (Draft EIR, page II-11). Further, existing single family neighborhoods are located east of the Project Site across Bellflower Boulevard, both north and south of Imperial Highway. Thus, residential development on the eastern side of the Project Site would occur in proximity to other residential neighborhoods in the City.

The 2011 Alternative, which has been drafted as Alternative F for this Final EIR, would eliminate the residential units as compared with the 2009 Proposed Project.

Response 11-11

The commentor requests confirmation that the existing Edison substation dedicated to Kaiser will not be used in conjunction with the 2009 Proposed Project. The 2009 Proposed Project is an amendment to an existing Specific Plan that provides standards for the future development of the Project Site. Design of the electrical distribution system to serve future development will be conducted and coordinated with Southern California Edison at the time specific development projects are proposed. However, per the agreement between Kaiser and SCE, the substation located southeast of the subject site is exclusive to Kaiser. Any distribution facilities that may be needed to serve development under the 2009 Proposed Project or the 2011 Alternative will not include this substation.

Response 11-12

The commentor contends that the Draft EIR should include a discussion and mitigations to address probably more restrictive water regulations sure to be implemented in the future. The Draft EIR included a Water Supply Assessment (WSA, Draft EIR, Appendix IV.M-2) that analyzed the City's water supplies and demonstrated the sufficiency of City water supplies to serve the 2009 Proposed Project and all other users in the City. The WSA also addressed the Water Shortage Contingency Plans that the City currently has in place to deal with conditions of water shortage (WSA, page 33). The commentor is also referred to Section IV.M. Utilities, Water, Page IV.M-17 through IV.M-19, which described required water conservation measures and included a list of design features that are required to be incorporated into future development within the Project Site. The same analysis applies to the 2011 Alternative, although the 2011 Alternative uses even less water than the 2009 Proposed Project.

Response 11-13

The commentor states that Kaiser provides specific textual comments on the Draft EIR, which are provided as an attachment to their letter. These revisions have been incorporated into the Final EIR, except that the numbers used to describe the remaining entitlement at the Kaiser site are as indicated in Response 11-2 above (680,000 square foot Kaiser Downey Medical Center and 173,616 square feet of remaining medical office entitlement). Moreover, due to the passage of time since this comment letter was received, some of the proposed revisions are no longer applicable. The commentor is referred to Section III. Corrections and Additions of this Final EIR, which provides the specific textual comment revisions that remain appropriate and relevant to the current analysis.

LOS ANGELES CONSERVANCY

May 18, 2009

Submitted by email

Mark Sellheim, Principal Planner
City of Downey
11111 Brookshire Avenue
Downey, CA 90241
Email: msellheim@downeyca.org

Re: Draft EIR – Tierra Luna (Downey Studios) Specific Plan

Dear Mr. Sellheim:

On behalf of the Los Angeles Conservancy, thank you for the opportunity to provide these preliminary comments on the Draft Environmental Impact Report (DEIR) for the Tierra Luna (Downey Studios) Specific Plan, which proposes to demolish twelve historic buildings on site and substantial demolition of Building 1—all eligible for the National Register of Historic Places. The Los Angeles Conservancy is the largest local historic preservation organization in the United States, with almost 7,000 members throughout the Los Angeles area. Established in 1978, the Conservancy works to preserve and revitalize the significant architectural heritage of Los Angeles. The Conservancy strongly disagrees with the Draft EIR's conclusion that impacts on cultural resources will be less than significant based on implementation of token mitigation measures included in the Memorandum of Agreement between NASA, GSA, SHPO and the City of Downey.

12-1

A key policy under the California Environmental Quality Act (CEQA) is the lead agency's duty to "take all action necessary to provide the people of this state with historic environmental qualities and preserve for future generations examples of major periods of California history."[1] CEQA "requires public agencies to deny approval of a project with significant adverse effects when feasible alternatives or feasible mitigation measures can substantially lessen such effects."[2] Courts often refer to the EIR as "the heart" of CEQA because it provides decision makers with an in-depth review of projects with potentially significant environmental impacts and analyzes a range of alternatives that reduce those impacts.[3] In order to fulfill this informational function, the EIR for the proposed Tierra Luna Specific Plan should be augmented to include at least one bona fide preservation

[1] Public Resource Code, Sec. 21001 (b),(c).
[2] *Sierra Club v. Gilroy City Council* (1990) 222 Cal.App.3d 30, 41, italics added; also see PRC Secs. 21002, 21002.1.
[3] *County of Inyo v. Yorty* (1973) 32 Cal.App.3d 795; *Laurel Heights Improvement Association v. Regents of the University of California* (1993) 6 Cal.4th 1112, 1123.

alternative that reduces or avoids significant adverse impacts on cultural resources, while meeting most of the project objectives.

Despite the proposed demolition of over a dozen National Register-eligible historic buildings, the Draft EIR project nonetheless concludes that the project will not result in significant adverse impacts on cultural resources after implementation of mitigation measures in the MOA negotiated during Section 106 review under the federal National Historic Preservation Act. The sum total of this mitigation includes HABS/HAER documentation, establishment of an educational program, and retention and restoration of the façade of Building 1 in accordance with the Secretary of the Interior's Standards.

Although HABS/HAER documentation is a fairly common mitigation measure adopted under Section 106 review, it is well established under CEQA that documentation and selective preservation does not meaningfully reduce the impacts of demolition of historic resources. As recognized by the court in *League for Protection of Oakland's Architectural and Historic Resources v. City of Oakland* (1997) 52 Cal.App.4th 896: "A large historical structure, once demolished, normally cannot be adequately replaced by reports and commemorative markers. Nor, we think, are the effects of the demolition reduced to a level of insignificance by a proposed new building with unspecified design elements which may incorporate features of the original architecture into an entirely different shopping center." It appears that the Draft EIR's conclusion that the project will result in less-than-significant impacts on cultural resources is based on a faulty assumption that Section 106 and CEQA require the same level of mitigation and are essentially interchangeable, when in fact CEQA sets the bar higher by requiring the lead agency to evaluate and adopt all feasible alternatives and mitigation measures that avoid or reduce impacts on historic resources. 12-1

As a result of this erroneous assumption, the Draft EIR for the Tierra Luna Specific Plan fails to evaluate any potentially feasible preservation alternatives that avoid or significantly reduce adverse impacts on cultural resources. Accordingly, the Final EIR should evaluate the feasibility of adaptively reusing some, if not all of the historic buildings currently targeted for demolition. In crafting preservation alternative/s and assessing their feasibility, the EIR should take into account economic and code incentives available to encourage rehabilitation of historic properties, including:

- **California State Historical Building Code**: The CHBC gives property owners flexibility to find economical methods to allow for the rehabilitation of historic features while still retaining the structure's historic integrity. Many projects that would otherwise be financially impossible under today's building code are made feasible by the CHBC, whose regulations are performance-oriented rather than

prescriptive. A "qualified historical building" eligible for the CHBC includes any building which is listed by any level of government as having historic importance.

- **Federal Rehabilitation Tax Credit:** Federal law provides a federal income tax credit equal to 20% of the cost of rehabilitating a historic building for commercial use. To qualify for the credit, the property must be a certified historic structure—that is, listed on the National Register of Historic Places or contributing to a registered historic district.

- **New Markets Tax Credit:** The New Markets Tax Credit is a 39 percent credit on an equity investment to a Community Development Entity (CDE) that is claimed over a 7-year compliance period. The CDE must then make an equity investment or loan to a qualified business in a qualified Low-Income Community, defined as U.S. census tracts with a 20 percent poverty rate or household incomes at or below 80 percent of the area or statewide median, whichever is greater. Due to this liberal definition, 40 percent of all U.S. and most central business district census tracts qualify for the New Market Tax Credits. A mixed-use (residential/commercial) property can qualify as long as more than 20 percent of the gross revenue comes from commercial rents. The New Markets Tax Credit can be combined with the Federal Rehabilitation Tax Credit.

- **Mills Act Program:** The Mills Act is an economic incentive program to encourage maintenance and rehabilitation of historic buildings. The state legislation, enacted in 1972, is used by developers of commercial buildings or those who restore historic homes so they can enjoy property tax breaks in exchange for saving old buildings. The Mills Act adjusts the property tax to reflect the actual use of the site, therefore offering significant tax reductions of approximately 50% for newly improved or recently purchased properties. Under the program, the local government and a property owner enter into an agreement and property tax is reduced using a valuation approach that looks at comparable rents for nearby similar properties.

12-1

Thank you for the opportunity to comment on the Draft EIR for the proposed Tierra Luna Specific Plan. Please feel free to contact me at (213) 430-4203 or mbuhler@laconservancy.org should you have any questions.

Sincerely,

Mike Buhler, Esq.
Director of Advocacy

Comment Letter No. 12

Mike Buhler, Esq.
Director of Advocacy
Los Angeles Conservancy
523 West Sixth Street, Suite 826
Los Angeles, California 90014
May 18, 2009

Response 12-1

The City thanks the Los Angeles Conservancy (Conservancy) for its participation in this process, and appreciates the Conservancy's comments on the Draft EIR.

The Conservancy states that it disagrees with the Draft EIR's conclusion that the implementation of mitigation measures included in the Memorandum of Agreement (MOA) among NASA, GSA, SHPO and the City will render the impacts on cultural resources less than significant. The Conservancy primarily argues that the proposed demolition of twelve historic buildings and the substantial demolition of a thirteenth building represents a significant impact that cannot be mitigated except by way of preservation. As discussed below, (*i*) the City has identified and implemented appropriate mitigation as required by CEQA and the CEQA Guidelines, and (*ii*) the City's extensive efforts at adaptive reuse of the site demonstrate that preservation of the subject buildings is not feasible. Ultimately, the City has identified substantial evidence upon which it bases its conclusion that impacts to cultural resources will be mitigated to below a level of significance through implementation of identified mitigation measures.

As the lead agency under CEQA, the City is required to determine whether the project would have an impact on cultural resources. CEQA Guidelines § 15064.5. The Draft EIR analyzed the Original Proposed Project's potential CEQA impacts, and the Final EIR analyzes the 2011 Alternative's potential CEQA impacts. The 2011 Alternative is expected to result in similar impacts as the Original Proposed Project since the same number of buildings will be affected by the development.

The Draft EIR concluded that thirteen buildings onsite are historic resources as they were determined by consensus to be eligible for listing in the National Register of Historic Places. That determination by consensus occurred in November 1999, in the context of a Section 106 historic assessment of the Property. Following the Section 106 assessment, NASA, GSA, SHPO and the City entered into the MOA which placed specific limitations on whether and to what extent resources could be impacted. However, none of the resources determined by consensus to be eligible for listing were ever listed on the National Register of Historic Places or the California Register of Historic Places.

CEQA nevertheless required that the Draft EIR analyze the project's potential impact on those resources and determine whether any impacts were significant. After reviewing the history of the Project Site, and analyzing the 2009 Proposed Project, the Draft EIR concluded that demolition would constitute a significant impact. The Draft EIR then stated that implementation of two mitigation measures would reduce the impact to a less than significant level. Those mitigation measures required documentation of

the historic value of the buildings – an approach that is specifically contemplated by CEQA Guideline 15126.4(b)(2). Documentation consistent with that Guideline would preserve the legacy of the noteworthy activities that have occurred at the NASA Industrial Plant site. To this end, the MOA required NASA to transfer historical documents, records, and photographs to the City and required the City to develop an educational program to foster awareness of the property and the activities conducted thereon in order to preserve the legacy of the work conducted on the site and its importance to the nation's aeronautic and aerospace industries. In fulfillment of its MOA responsibilities, the City has overseen construction of and contributed $10 million to the development of the Columbia Memorial Space Center, located within City owned land just south of the project site. This facility, designed to document the contributions and accomplishments that occurred at the NASA Industrial Plant site to the nation's aeronautical and aerospace industries was dedicated in November, 2008 and opened in October, 2010.

The MOA process among the City, GSA, NASA and SHPO (together with extensive stakeholder input at the time the MOA was formulated) constitutes substantial evidence to support the City's conclusion that implementation of the MOA reduces impacts to below a level of significance. The Conservancy nevertheless urges the City to reach a different conclusion, based on the reasoning in *League for Protection of Oakland's Architectural and Historic Resources v. City of Oakland* (1997) 52 Cal.App.4th 896. But *League for Protection* addressed the adequacy of a mitigated negative declaration (evaluated under a "fair argument" standard of review) and this situation involves the adequacy of an EIR (evaluated under a "substantial evidence" standard of review). No appellate court has opined directly on whether, despite a thorough analysis in an EIR demonstrating the adequacy of non-preservation mitigation measures, a local agency is compelled to find a significant and unmitigable impact on cultural resources unless a preservation requirement is imposed. The City has shown that such non-preservation mitigation is sufficient, relying on the process and recommendations flowing from the Section 106 process, which recommend actions were incorporated into the 2002 Specific Plan

In addition, the Final EIR also amply demonstrates that an alternative that requires preservation of the subject buildings is infeasible. Indeed, in a practical sense the No Project Alternative has demonstrated the real-world challenges associated with the preservation/adaptive reuse urged by the Conservancy. The adoption of the Downey Landing Specific Plan in 2002, cleared the way for the operation of Downey Studios, which began operating in 2004, and continues to operate to this day. Downey Studios is a media facility that includes sound stages, studio, production and office uses, an outdoor suburban street movie set, 20 acres of back lot industrial space and associated parking lots.

Of the 1.5 million square feet of existing buildings, approximately 750,000 square feet is currently in use. Portions of Building 1, which were required by the MOA to be preserved in place, were restored in accordance with the Secretary of the Interior's Guidelines prior to commencement of the operation of Downey Studios. Other portions of Building 1 have been used for media facility purposes for the last seven years on an ongoing basis, as has Building 6/290. Therefore, the site is being adaptively reused under current conditions.

The property owner and the City Council of the City of Downey contemplated that the studio use might not be economically viable in the long-term – the Downey Landing Specific Plan allows for a transition from studio to commercial uses if the studio is not commercially viable. Unfortunately, the overall economics of the studio have been weak, particularly considering that this is a 77-acre Property. The studio has operated at a loss every year of operation, for a total aggregate loss of approximately $13 million since 2004. These losses have occurred, even after taking into consideration revenue generated by production, office and storage rentals, as well as other miscellaneous items. Nearly 75% of the Property's revenue comes from the television, movie and commercial industry, and because of a combination of industry tax credits provided by other states and the evolution of computer generated imagery (CGI), the need for large stage space in Southern California has dramatically decreased. Those changing needs help explain why Downey Studios shows a $13 million loss over the past 7 years, and the Studios' finances are expected to continue to deteriorate in the future. Because of this significant loss, and consistent with the Downey Landing Specific Plan, the property owner proposed the 2009 Proposed Project.

Shortly after the Draft EIR was released, the 2009 Proposed Project was put on hold during the recession. During that time, a second real life preservation opportunity presented itself: the opportunity for Tesla Motors to re-use approximately 50 acres of the property for the manufacture of the Model S Sedan. The property owner and the City negotiated with Tesla Motors over approximately fifteen months between February 2009 and May 2010, regarding terms for ground-leasing the majority of the site. The property owner estimates that it spent approximately $700,000 in consulting costs during the negotiations, which resulted in a draft lease that would have allowed Tesla Motors to reuse Buildings 1, 11, and 6/290. Those buildings had not been used for manufacturing for 15 years, so rehabilitating and reusing the Project Site was cost-prohibitive for Tesla Motors. Accordingly, Tesla Motors chose a more viable physical plant in Fremont, California instead of the Project Site.

As part of that extensive process, all necessary project approvals, including two parcel maps, were approved by the City before Tesla Motors broke off negotiations for the Project Site. Had the lease with Tesla Motors come to fruition, many of the historic resources would have been preserved.

CEQA defines feasible as "capable of being accomplished in a successful manner within a *reasonable period of time*, taking into account *economic*, *environmental*, *legal*, *social* and *technological* factors." CEQA Guidelines § 15364 (emphasis added). Under those parameters, neither the Downey Studios nor the Tesla Motors preservation alternatives were feasible. The City and the property owner have made great efforts to preserve the Project Site and reuse the historic resources thereon, but those attempts have failed.

For instance, Downey Studios has proven to be economically and technologically infeasible in the long-term. As shown above, losses for the studio operations total over $13 million since 2004. Since other states are willing to provide tax credits to the entertainment industry, studio operations in California cannot compete on the same footing. And, when combined with the technical achievements in the movie and television industry, particularly the evolution of CGI, it is clear that the days of large-scale studio operations are at an end.

For similar reasons, the lease negotiated with Tesla Motors epitomized an exciting adaptive reuse opportunity for the Project Site, but it also was not economically or technologically feasible, as evidenced by Tesla Motor's decision not to lease the property. To reuse the Project Site, Tesla Motors would have had to update the Project Site, an outdated aerospace facility that has not had any substantial manufacturing activity in over 15 years since Boeing closed the facility, and all significant manufacturing infrastructure was removed, abandoned or became inoperable. In contrast, Tesla Motors was able to walk into an existing and modern facility in Fremont, California that had been specifically designed to produce automobiles. The financial and technical challenges faced by Tesla Motors rendered the Project Site less attractive in the long run.

In sum, the first preservation alternative failed because Downey Studios turned out to be economically infeasible after seven years, and the second preservation alternative failed because the ultimate decision was in the hands of a third party who determined that reuse of the site was economically and technologically infeasible.

Thus, preservation of the subject buildings is not feasible. As a result, the City has identified appropriate mitigation measures to render any potential significant impact to cultural resources less than significant.

-----Original Message-----
From: Vickie Travis [mailto:vickie.travis@gmail.com]
Sent: Monday, May 18, 2009 4:29 PM
To: Mark Sellheim
Subject: Comment for Draft E.I.R. - Downey Tierra Luna Project

Dear Mr. Sellheim:

I am sending my comment regarding the Draft Environmental Impact Report for the Tierra Luna Project.

My questions pertain to:

IV. ENVIRONMENTAL IMPACT ANALYSIS
F. HAZARDS AND HAZARDOUS MATERIALS

1. The City of Downey currently gets it's water from deep wells, 800 feet deep. The hazardous chemical plume is at a shallower depth. What is being done to remove the hazardous material and to prevent it's sinking into the City's water source before it is truly remediated? 13-1

2. The majority of the environmental cleanups will not be completed before 2013. Why is there a rush to approve a project that might not be possible to ever build? 13-2

3. the Downey property has been documented as the site of a significant amount of atomic power generation and weapons development during the 40's, 50's and 60's. The draft EIR does not mention any clean up of radioactive materials. Are we to believe that there were no accidents, spills or dumping? 13-3

4. There are reports of many people that have worked at the studio facility and at the Kaiser hospital who became ill from the soil and air contamination. Why is this not addressed in the report? 13-4

Thank you very much for your time in this matter.

Sincerely,

--
Vickie Travis
Former Caregiver, Eldest Child and Daughter of Adam Wesley Arnold
http://www.kaiserpapers.org
http://kaiserpapers.info
President of The Managed Care Reform Council
http://www.themcrc.info/
MCRC is a nonprofit, nonpartisan advocacy corporation.
Your patronage is appreciated and is tax-deductible.

"Do good and avoid evil."

Comment Letter No. 13

Vickie Travis
vickie.travis@gmail.com
May 18, 2009

Response 13-1

The commentor states that the City of Downey currently gets its water from wells 800 feet deep. The commentor also states that the hazardous chemical plume is at a shallower depth. The commentor inquires as to what is being done to remove the hazardous material and to prevent it from entering the City's water source before it is truly remediated. The Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-5, states "IRAD is currently performing corrective action on the soil and groundwater to the north of the Project Site in accordance with an interim groundwater In-Situ Reactive Zone Interim Measure Source Reduction Remedial Action Plan (RAP) and soil RAP. Remedial activities on shallow soils to the north of Project Site are scheduled to be completed, pursuant to the IRAD environmental assumption agreement, by 2013. The remediation of the soil contamination, specifically the two known source areas located north of the Project Site, began in 2004 using a soil vapor extraction (SVE) system. There is no SVE on the Project Site. The SVE system has been removing VOCs from the soil to the north of the Project Site, at a known source area, and will continue to operate until specific cleanup objectives established by the Regional Water Quality Control Board-Los Angeles Region (LARWQCB) have been achieved. Once the cleanup objectives have been achieved, the remediation system will be shut down and rebound testing will be performed. Following this, confirmation soil samples will be obtained to assure that the soil concentrations have stabilized at acceptable cleanup levels. If contamination levels in the soil remain below the cleanup objectives approved by LARWQCB, the remediation will have met its objective and LARWQCB may issue a no further action ("NFA") letter. The RAPs for soil and groundwater at the former NASA Industrial Plant site, including the Project Site, set forth cleanup objectives that facilitate reuse and redevelopment of the site for commercial and industrial uses. As discussed further below in this Section, development of sensitive, e.g., residential, uses at the Project Site would require additional approvals.

The 2011 Alternative eliminate the on-site sensitive uses (residential units) as compared with the 2009 Proposed Project.

Groundwater contamination beneath the former NASA Industrial Plant site discovered to date appears to be limited to the shallow aquifer. Significant vertical migration of the contaminants to the deeper aquifers is not suspected at this time, based on available deep zone (100-130 feet below ground surface) data. It should be noted that the City of Downey uses groundwater as its exclusive source of potable water for the city. The 20 active potable water wells in the City of Downey use water that is pumped from approximately 800 feet below the surface, well below the apparent influence of the groundwater VOC plume. IRAD is also currently implementing an interim groundwater RAP approved by the Regional Board for the NASA Industrial Plant site, of which the Project Site is a part.

Remediation of the southerly-trending groundwater plume that traverses almost the entire former NASA Industrial Plant site began in 2005 and is anticipated to continue until 2013. Groundwater remediation consists of the quarterly injection of an organic compound (molasses solution) via a series of ten lines of injection wells oriented from the north to the south of the NASA Industrial Plant site. The organic compound is injected into the shallow groundwater aquifer at an interval from 45 to 75 feet below ground surface. Groundwater monitoring to track the effectiveness of the groundwater remediation program is implemented on a quarterly basis.

Based on recent groundwater monitoring results, remediation activity has generally reduced the groundwater tricholorethylene (TCE) and tetrachloroethylene or perchloroethylene (PCE) contamination across the entire former NASA Industrial Plant site. For example, in 2002, contaminant levels of PCE as high as 2,200 micrograms per liter and TCE contaminant levels as high at 1,000 micrograms per liter were observed in groundwater monitoring wells. Comparatively, groundwater monitoring results for the first quarter of 2008 for the same monitoring wells show PCE levels at 220 micrograms per liter and TCE levels at 490 micrograms per liter. This data is taken from groundwater monitoring wells located in the central and northern portion of the groundwater plume where both TCE and PCE levels have been historically highest. Additionally, concentrations of vinyl chloride, a bi-product of reductive dechlorination, have increased as concentrations of TCE and PCE have decreased, providing further evidence that the current remediation program is effectively treating the VOCs in groundwater.

The commentor is referred to Draft EIR, Appendix IV.F-4 Soils RAP, page 12, which states "groundwater at the project site is not likely to be used as a drinking water supply. Further, groundwater at the project site is not likely to mix with groundwater pumped for potable water supply. As indicated, the nearest active water supply well to the project site is City of Downey Well Number 30, which is located approximately 500 feet southwest of the project site."

Response 13-2

The commentor states that the majority of the environmental cleanups will not be completed before 2013. The commentor inquires as to why there is a rush to approve a project that might not be possible to ever build. In response, it is important to point out that soil and groundwater remedial activities do not preclude development of the Project Site. The commentor is referred to the Draft EIR, Section IV.F. Hazards and Hazardous Materials, Figure IV.F-2, Soil Contamination Area, page IV.F-6, which indicates that Buildings 257 and 244, which are known soil contamination source areas, are located north of the Project Site on the site of the adjacent Downey Landing Retail Center. This area directly north of the Project Site is currently completely developed with various commercial-retail and restaurant uses and associated paved surface parking areas. As discussed in Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-5, soil contamination remediation of this area began in 2004 and is scheduled to be completed, pursuant to the IRAD environmental assumption agreement, by the year 2013. Therefore, remedial activities have continued on the developed Downey Landing Retail Center site to the north of the project site. Further, the commentor is referred to Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-12, which states "At the time of the property transfer from NASA to the City of Downey, future commercial/industrial development of the CPA was anticipated. In order to address the

potential for encountering soil impacted with contaminants of concern during future development activities, a Risk Management/Soil Management Plan (RMSMP) was prepared and submitted to LARWQCB in October 2004. The RMSMP, which was approved by LARWQCB in April 2005, established a pre-approved protocol for implementation of contingency actions necessary or appropriate to address previously unidentified impacted soil areas discovered during site development activities.

The protocol established in the RMSMP was incorporated into the Environmental Responsibility Assumption Agreement between IRAD and the City of Downey. This agreement sets forth responsibilities in the event that a previously unidentified impacted soil area (termed Newly Discovered Condition) is discovered, as follows:

- Upon written notice from a property owner of the existence of a Newly Discovered Condition, IRAD shall immediately take steps to characterize the potential Newly Discovered Condition including, but not limited to, observation or testing in accordance with the RMSMP, for purpose of determining whether the condition will require remediation, and upon completion of such observation or receipt of any such test results shall:

    - Proceed, at IRAD's cost, to remediate such Newly Discovered Condition pursuant to the RMSMP or

    - Proceed, at IRAD's cost, to negotiate and enter a task order with the respective RMSMP subcontractor and cause such RMSMP subcontractor to remediate such Newly Discovered Condition under the direction of IRAD or the Remediation Contractor pursuant to a Special RMSMP Agreement, or

    - Within no more than four business days after IRAD's receipt of Owner's written notice of the potential Newly Discovered Condition, notify the Owner that IRAD believes that (i) such Newly Discovered Condition is not an Environmental Condition; (ii) that the RMSMP does not require remediation of the Newly Discovered Condition; or (iii) that further time is required by IRAD to determine whether the Newly Discovered Condition is an Environmental Condition that requires remediation under the agreement, or to determine the appropriate methodology for remediation of the Newly Discovered Condition.

Response 13-3

The commentor states that the Downey property has been documented as the site of a significant amount of atomic power generation and weapons development during the 40s, 50s, and 60s. The commentor also states that the Draft EIR does not mention any clean up of radioactive materials. Section 15204(c) of the CEQA Guidelines advises reviewers that comments should be accompanied by factual support:

> *Reviewers should explain the basis for their comments, and, should submit data or references offering facts, reasonable assumptions based on facts, or expert opinion supported by facts in support of the comments. Pursuant to Section 15064, an effect shall*

not be considered significant in the absence of substantial evidence.

The commentor does not include data or references offering facts, reasonable assumptions based on facts, or expert opinion supported by facts that support such assertions and an effect is not considered significant in the absence of substantial evidence. The commentor is referred to the Draft EIR, Section III. Environmental Setting, pages III-1 and III-2; and Draft EIR, Section IV.D. Cultural Resources, 1. Historic Resources, which describe the history of uses on the Project Site.

Additionally, as described in the Draft EIR, Section III. Environmental Setting, page III-1, "The Tierra Luna Specific Plan comprises a geographic area that was a key aerospace-related production facility for about 75 years. Aerospace activity at the site commenced in 1929, when the EM Smith Company constructed the first facility to produce commercial aircraft and continued through the 1930s and early 1940s, when Vultee Aircraft had firmly established itself at the site, and the production facilities had doubled in size. With the onset of World War II activities switched from commercial aircraft applications to the manufacturing of wartime aircraft, specifically focused on producing training aircraft for U.S. Army, Navy, and Air Force pilots.

After World War II, the Vultee Plant changed its direction from military aircraft production to development of long-range missile systems, including intercontinental guided missiles powered by rocket engines. Vultee also began to coordinate its efforts with North American Aviation, another military contractor that produced aircraft for U.S. forces in WWII. In the mid to late 1950's, research and development at the Downey site was focused on jet aircraft, supersonic aerodynamics, and rocket propulsion. North American Aviation subsequently won a major Air Force contract for The Navajo Project, a rocket engine development program, and intended to carry out most of the research and development for it at the Vultee Plant, now called Air Force Plant 16 (AFP 16). From 1953 to 1964, the site saw development of new missile and missile-related technology projects. North American Aviation, by then the primary contractor at AFP 16, was successful in winning an unprecedented two major contracts from the federal government: for the development of the Apollo spacecraft landing vehicle and a contract to provide the rocket technology to power the Apollo landing vehicle to the moon. After securing these contracts, North American ramped up production in Downey, eventually employing more than 35,000 employees in support of the space travel contracts. In 1964, Downey AFP 16 was transferred from the Air Force to NASA. In 1967, North American Aviation was merged with Rockwell and renamed North American Rockwell Corporation. Rockwell and the Downey Industrial Plant, as it was renamed by NASA, was the site of significant research, development, and production contributions to one of mankind's most significant peacetime accomplishments: successfully and safely landing a man on the moon.

During the mid to late 1970s through the late 1980's at the NASA Industrial Plant, Rockwell, in conjunction with NASA, developed, tested, and placed into service four space shuttle aircrafts, one test space shuttle, and one replacement craft as part of the U.S. Space Shuttle Program.

With the scaling back and eventual end of the U.S. Space Shuttle Program, the NASA Industrial Plant also began to shrink in size. In 1996, the Boeing Corporation acquired Rockwell and reorganized

operations; as a result of this, the Downey Industrial Plant was not a part of Boeing's future plans. Shortly after Boeing's actions, NASA declared the NASA Industrial Plant to be in excess of the government's needs and the U.S. government moved forward with disposing of the property. In 1998, the City of Downey purchased approximately 66 acres of the NASA Industrial Plant and in 2003 the City of Downey acquired the balance of the property (approximately 94 acres). In 2002, the City of Downey adopted the Downey Landing Specific Plan, which governs redevelopment of the former NASA Industrial Plant site from 2002 until today. The City of Downey has successfully facilitated the redevelopment of the former NASA Industrial Plant into an approximately 375,000 square foot commercial shopping center, a new Kaiser Permanente hospital and related medical office facilities, a new public park, the Columbia Memorial Space Science Learning Center, and Downey Studios, a television and movie production facility that includes multiple sound stages and filming locations."

Furthermore, according to the Boeing Company Report, "Radiation Survey of the Downey Facility", dated June 20, 2001 prepared by the National Aeronautics and Space Administration, Joel Walker, Acting Director, Center Operations Directorate (this report is included as Appendix D to this Final EIR). "A radiation survey was preformed of the northeastern portion of Building 001 of the Downey facility that once housed a 4-watt nuclear reactor… The survey included 464 total alpha and beta surface contamination instrument measurements, and 460 removable alpha and beta surface contamination wipe samples…The survey also included 464 surface gamma exposure rate measurements, all of which were shown to be within back ground range…No evidence of radioactive contamination was found in the facility and regulatory clean-up standards promulgated by the DOE, NRC, and California DHS were met. The area is therefore suitable for release for 'unrestricted use' with no radiological restrictions." The comment is acknowledged for the record and will be forwarded to the decision-making bodies for their review and consideration.

Response 13-4

The commentor states that there are reports of many people that have worked at the studio and at the Kaiser hospital who became ill from the soil and air contamination. The commentor inquires as to why this issue is not addressed in the Draft EIR. As discussed in Response 13-3, an effect is not considered significant in the absence of substantial evidence and, pursuant to Section 15204(c) of the CEQA Guidelines, comments should be accompanied by factual support. The commentor does not include data or references offering facts, reasonable assumptions based on facts, or expert opinion supported by facts that support such assertions and an effect is not considered significant in the absence of substantial evidence.

Draft EIR, Section IV.F. Hazards and Hazardous Materials, analyzes the environmental effects of all hazardous materials known to exist and that could potentially exist on-site. As discussed in Responses 13-1 and 13-2, remediation activities of both the soil and groundwater contaminants have been put into place and are currently on-going. In addition, as discussed in Response 13-2, a protocol has been established for implementation of contingency actions necessary to address previously unidentified impacted soil areas discovered during site development activities. Further, Draft EIR, Section IV.F. Hazards and Hazardous Materials, page IV.F-24, includes Mitigation Measures F-1 through F-3, which

are required to be implemented before development to ensure that hazardous material/waste impacts associated with the previous uses at the Project Site are less than significant. The comment is acknowledged for the record and will be forwarded to the decision-making bodies for their review and consideration.

Comment Letter No. 14

G. HAROLD TSEKLENIS

May 11, 2009

Mark Sellheim, Principal Planner

Downey City Hall

11111 Brookshire Ave.

Downey, CA 90241

RE: Tierra Luna draft EIR

The subject draft EIR does not address, or adequately address, a number of issues including:

--The City, with public approval and support, awarded the development of the better part of the Downey Landing site for a filming studio on the premise that the development would attract high value jobs by attracting the preproduction, postproduction and production support operations on the site.

There has not been adequate evidence provided that that the developer has promoted the Downey Studios to the extent necessary to make it successful under the agreement to reach the original proposal and attendant City just expectations. 14-1

A full justification for the proposed change to the existing specific plan being sought is warranted.

--If indeed a change in the specific plan is justifiable, an adequate analysis of potential other uses of the subject site has not been presented

--For the benefits to the City of the proposed use of the site to be adequately evaluated, the following need to be more fully addressed:

- the number and value of the jobs to be provided post construction of the development.
- where would the 4,883 residents of the proposed 1,500 residential units be employed. 14-2
- the justification for the additional housing units in light of the current surplus of available residential units has not been made.
- what is the projected occupancy and source of guests at the proposed 450 room hotel, and the market studies to support those projections. 14-3
- there is not sufficient evidence nor market studies to justify the proposed retail component.
- how have the demographics of the City been considered in the proposed action. 14-4

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Comment Letter No. 14 (Cont)

G. HAROLD TSEKLENIS

-- Since the proposed site is subject to liquefaction making high rise buildings problematic, what specific foundation/structural design criteria and provisions are proposed for the design of structures on the site. 14-5

--Given the reality of the pending implementation AB 32, yet the draft EIR does not address how its provision are accommodated in the proposed development. 14-6

--Finally, not scheduling a series of well publicized full public hearings diminishes the importance of the proposed action and it is not acceptable. It raises questions and suspicions of possible improprieties, in addition to denying the opportunity of the voters of Downey to participate in the decision of how City resources are being committed. 14-7

Respectfully,

Harold Tseklenis

Comment Letter No. 14

Harold Tseklenis
7828 8th Street
Downey, California 90241
May 11, 2009

Response 14-1

The commentor states that the Draft EIR does not adequately address a number of issues. The commentor states that with public approval and support, the City awarded development of the better part of the Downey Landing site for a filming studio on the premise that the development would attract high value jobs by attracting the preproduction, postproduction and productions support operations on-site. The commentor states that adequate evidence has not been provided that the developer has promoted the Downey Studios to the extent necessary to make it successful under the agreement. Additionally, the commentor states that a full justification for the proposed change to the existing specific plan being sought is warranted and that if a change in the specific plan is justifiable, an adequate analysis of potential other uses of the site has not been presented.

The comments are acknowledged and will be considered by the decision makers. However, when the City of Downey sold the 59-acre site to IRG, it did so with the expectation that Downey Studios would generate a substantial number of high-paying employment opportunities. A key city objective was that Downey Studios, together with the newly-developing Kaiser Medical Complex, the 30-acre medical facility located next door, would replace a sizeable portion of the jobs that were lost when the Boeing Company shuttered their facility.

Unfortunately, Downey Studios has not generated the job numbers that were originally anticipated. Further, employment at the studios has turned out to be cyclical and obviously dips when production slows. Downey Studios currently employs only about 45 people on a full-time basis.

The 2009 Proposed Project, by contrast, will establish the framework for a town center development-type and estimates indicate that it will generate about 5,262 employment opportunities at buildout. Estimates indicate the development's commercial office component (675,000 square feet of commercial office space) will generate about 2,700 employment opportunities, while the retail component (1.2 million square feet) will provide 2,182 jobs; the proposed hotel uses (450 rooms) will provide the balance: 425 jobs. In addition, a portion of the jobs that the office component will house could be filled by health sector companies given development's proximity to the Kaiser Downey Medical Center. The 2011 Alternative would result in a net increase of approximately 3,286 jobs on-site. Employment growth would be within SCAG employment forecasts for the City of Downey.

Equally important, the Specific Plan will provide the framework and guidance, through its form-based development code, to transform the redevelopment of the former aerospace manufacturing plant into a unique, multi-block, mixed-use town center that evolves into a regional destination. The proposed uses of the 2009 Proposed Project will include hotel rooms, office, retail, and restaurant uses, and up to 1,700,000

square feet of residential uses (1,500 units) with choices that will include live/work units and for-sale and for-rent units. Development will also feature a 125,000 square foot landscaping and public open space network that will be divided amongst public parks, plazas and town squares.

Section 21002.1 of the Public Resources Code discusses the intended purpose and use of an EIR. Section 21002.1(a) states:

> *The purpose of an environmental impact report is to identify the significant effects on the environment of a project, to identify alternatives to the project, and to indicate the manner in which those significant effects can be mitigated or avoided.*

Section 15382 of the CEQA Guidelines (Significant Effect on the Environment) defines what constitutes a significant effect on the environment. Section 15382 states:

> *"Significant effect on the environment" means a substantial, or potentially substantial, adverse change in any of the physical conditions within the area affected by the project including land, air, water, minerals, flora, fauna, ambient noise, and objects of historic or aesthetic significance. An economic or social change by itself shall not be considered a significant effect on the environment. A social or economic change related to a physical change may be considered in determining whether the physical change is significant.*

The commentor's request for the provision of adequate evidence that the developer has promoted Downey Studios to the extent necessary to make it successful as well as their request for justification that the 2009 Proposed Project is warranted, is outside of the scope and purpose of the EIR as defined in Section 21002.1 of the Public Resources Code. As described in Section 15382 of the CEQA Guidelines, the EIR needs only to identify significant adverse change(s) in the physical environment that is/are likely to occur as a result of development of the 2009 Proposed Project. The Draft EIR analyzes the potential for such significant adverse physical changes in all parameters described under Section 15382 of the CEQA Guidelines, and thus fulfills the requirements under CEQA.

The commentor states that an adequate analysis of potential other uses of the site has not been presented. The commentor is referred to the Draft EIR, Section VI. Alternatives to the 2009 Proposed Project, which analyzes a total of five feasible alternatives to the 2009 Proposed Project, including an alternate use of the site (Alternative E, All-Commercial Alternative). The alternatives analysis also considered continuation of the Project Site under the existing Downey Landing Specific Plan (Alternative B, Existing Specific Plan Buildout). Further, Alternative F (the 2011 Alternative) has been added to this Final EIR, which examines an additional project that does not include residential uses. The 2011 Alternative is the current preferred project.

Section 15126.6 of the CEQA Guidelines describes the criteria for determining the range of reasonable alternatives to a project. Section 15126.6(a) states:

> *Alternatives to the Proposed Project. An EIR shall describe a range of reasonable alternatives to the project, or to the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project, and evaluate the comparative merits of the alternatives. An EIR need not consider every conceivable alternative to a project. Rather it must consider a reasonable range of potentially feasible alternatives that will foster informed decisionmaking and public participation. An EIR is not required to consider alternatives which are infeasible. The Lead Agency is responsible for selecting a range of project alternatives for examination and must publicly disclose its reasoning for selecting those alternatives. There is no ironclad rule governing the nature or scope of the alternatives to be discussed other than the rule of reason.*

Further, Section 15126.6(f) states:

> *Rule of Reason. The range of alternatives required in an EIR is governed by a "rule of reason" that requires the EIR to set forth only those alternatives necessary to permit a reasoned choice. The alternatives shall be limited to ones that would avoid or substantially lessen any of the significant effects of the project. Of those alternatives, the EIR need examine in detail only the ones that the Lead Agency determines could feasibly attain most of the basic objectives of the project. The range of feasible alternatives shall be selected and discussed in a manner to foster meaningful public participation and informed decision making.*

As described in Section 15126.6 of the CEQA Guidelines, the EIR need only analyze those alternatives which would substantially lessen any of the significant impacts resulting from the 2009 Proposed Project, and the range of alternatives need not be exhaustive. The six alternatives to the 2009 Proposed Project presented in the Final EIR, which include consideration of alternate uses of the site, other than the 2009 Proposed Project, constitute a reasonable range of alternatives, pursuant to Section 15126.6 of the CEQA Guidelines.

The comment is acknowledged for the record and will be forwarded to the decision-making bodies for their review and consideration.

Response 14-2

The commentor includes a list of items that they state need to be more fully addressed for the benefits of the 2009 Proposed Project to be adequately evaluated including: the number and value of jobs to be provided post construction of the development; where the 4,883 residents of the proposed 1,500 residential units would be employed; and justification for the additional housing units in light of the current surplus of available residential units.

As discussed in Draft EIR, Section IV.J. Population, Housing, and Employment, Table IV.J-2, 2009 Proposed Project Estimated Employment and Existing Employment Generation, page IV.J-6, the 2009 Proposed Project is estimated to generate a net total of up to 5,262 jobs. These jobs would be long term

on-site office, retail, and hotel use jobs. In addition, the 2009 Proposed Project would generate short term specialized construction jobs during the development of the 2009 Proposed Project. Employment for the residents would be available on-site and in the community. As discussed in the Draft EIR, Section IV.J. Population, Housing, and Employment, on page IV.J-6, "the 2009 Proposed Project would be within the projections for housing unit growth Citywide and the GCCOG subregion."

The commentor is referred to Draft EIR, Section IV.J. Population, Housing, and Employment, page IV.J-5 which states "Based on the year 2003 census data provided by the 2008 Regional Transportation Plan, the City of Downey had a total of 34,176 housing units; according to the California Department of Finance, as of January 1, 2008, the City had a total of 35,071 housing units. SCAG expects the Citywide housing supply to increase by 1,642 units between 2003 and 2020 (anticipated project buildout). The 2009 Proposed Project involves the removal of 1,500,000 square feet of movie and television production space and the construction of up to 1,500 residential units. This would be within the City's and SCAG's anticipated growth rate, though representing a large portion of, representing approximately 91.4 percent of the Citywide total growth in housing units for the period of 2003 to 2020." Further, the project has a long-term horizon for buildout (2020). As such, it is more appropriately considered within the context of the long-term housing and population projections for the City, rather than the context provided by short-term economic conditions.

The 2011 Alternative would result in a net increase of approximately 3,286 jobs on-site,[3] which is 1,976 fewer jobs than under the 2009 Proposed Project.

Additionally, as discussed in Draft EIR, Section IV.H. Land Use and Planning, page IV.H-12, the 2009 Proposed Project would be consistent with programs and policies outlined in the City of Downey General Plan with respect to housing. Specifically, Policy 2.2 of the Housing Element (Chapter 3) of the City's General Plan "Encourage[s] infill development and recycling of land to provide adequate residential sites." "The Proposed Project would include demolition of the media production uses currently existing on-site and the development of a mix of uses to include up to 1,500 new residential units. Therefore, the Proposed Project would be consistent with this policy."

The 2011 Alternative has been originally drafted as Alternative F for this Final EIR. It would eliminate the residential units as compared with the 2009 Proposed Project. However, the 2011 Alternative would still contain a mix of uses, including retail, office, and hotel uses, and it would be generally consistent with most General Plan policies as shown in Table VI-13 and VI-14 of Section III, Corrections and Additions, of this Final EIR.

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[3] *Calculated using the same employment generation factors as were used for the 2009 Proposed Project. 0.004 employees per sf office x 300,000 sf = 1,200 employees, 0.001818 employees per sf retail x 1,100,000 sf = 2,000 employees, 0.0011325 employees per sf hotel, based on 116,000 sf hotel or 131 employees. Subtracting the existing 45 employees results in a net total of 3,286 employees.*

Response 14-3

The commentor inquires as to the projected occupancy and source of guests at the proposed 450 room hotel and the market studies to support those projections. The commentor also states that sufficient evidence or market studies do not exist to justify the proposed retail component.

As described in Response 14-1 above, Section 21002.1 of the Public Resources Code states that the intended purpose of the EIR is to identify significant effects on the environment resulting from development of a project. The commentor's request for market studies to support occupancy and sources of guests of the proposed hotel uses and justification of the proposed retail component is outside of the scope and purpose of the EIR as defined in Section 21002.1 of the Public Resources Code. The Draft EIR analyzes the potential for significant adverse impacts in all parameters described under Section 15382 of the CEQA Guidelines as explained in Response 14-1. Therefore, the Draft EIR satisfies CEQA. The comment is acknowledged for the record and will be forwarded to the decision-making bodies for their review and consideration.

Response 14-4

The commentor inquires as to how the demographics of the City have been considered in the proposed action. The commentor is referred to Draft EIR, Section IV.J. Population, Housing, and Employment, which uses SCAG projections for analysis of population, housing, and employment impacts of the 2009 Proposed Project. The SCAG projections utilized in the analyses reflect year 2003 Census data from the Regional Transportation Plan for the City of Downey, as well as for Census Tract 5511.00 (the Census Tract containing the project site).

The 2011 Alternative would result in a net increase of approximately 3,286 jobs on-site,[4] which is 1,976 fewer jobs than under the 2009 Proposed Project. Employment growth associated with the 2009 Proposed Project and the 2011 Alternative would both be within SCAG employment forecasts for the City of Downey.

Response 14-5

The commentor states that the Project Ssite is subject to liquefaction, making high rise buildings problematic, and inquires as to what specific foundation/structural design criteria and provisions are proposed for the design of structures on the site. The commentor is referred to the Draft EIR, Section IV.E. Geology/Soils, page IV.E-4, which states "…because the Project Site exhibits a relatively low ground water level, the liquefaction potential on-site is considered relatively low." The commentor is also referred to Draft EIR, Section IV.E. Geology/Soils, page IV.E-8 (also in Appendix IV-E

[4] *Calculated using the same employment generation factors as were used for the 2009 Proposed Project. 0.004 employees per sf office x 300,000 sf = 1,200 employees, 0.001818 employees per sf retail x 1,100,000 sf = 2,000 employees, 0.0011325 employees per sf hotel, based on 116,000 sf hotel or 131 employees. Subtracting the existing 45 employees results in a net total of 3,286 employees.*

Geotechnical Reports of the Draft EIR) , which states "…because the risk of liquefaction on-site would be no greater than many other places in the region and with compliance with modern building practices and the State of California Building Code, development of the 2009 Proposed Project would not expose people or property to a substantial adverse effect. Therefore, impacts with respect to liquefaction, including seismic settlement and differential compaction, would be less than significant." Furthermore, the 2009 Proposed Project would comply with the foundation and structural design criteria and provisions set forth in the State of California Building Code. The same applies to the 2011 Alternative.

Response 14-6

The commentor states that the Draft EIR does not address how provisions of AB 32 are accommodated in the proposed development. This contention is incorrect. The Draft EIR includes a complete discussion of the effects of the 2009 Proposed Project with respect to greenhouse gas emissions, global warming and climate change, including requirements established under AB 32 (Draft EIR, Section IV.C.2, pages IV.C-1 through IV.C-24, and Appendix IV.C-2, Global Warming Technical Report). This analysis includes consideration of an extensive list of project design features designed to improve energy efficiency, increase water conservation, enhance solid waste recycling and reduce transportation-related GHG emissions (Draft EIR, pages IV.C.2-14 through IV.C.2-20).

As shown in the Draft EIR (Table IV.C.2-4), an overall reduction in greenhouse gas emissions of 63 percent from "business as usual" would be achieved by the 2009 Proposed Project, which would exceed the reduction of approximately 30 percent that has been determined by CARB to be necessary to achieve the AB32 2020 goals for GHG reductions.

Because the 2011 Alternative would represent a smaller scale development than the 2009 Proposed Project, the reduction in vehicle trips would result in a reduced volume of greenhouse gas emissions (measured as metric tons of CO_2 equivalent ($mtCO_2e$) when compared to the 2009 Proposed Project (67,210 $mtCO_2e$ compared to 98,547 $mtCO_2e$). In addition, the reduced size of the 2011 Alternative would result in a lower demand for energy and water supplies and would generate less solid waste that would decrease the overall generation of greenhouse gas emissions during the operational phase (9,775 $mtCO_2e$ compared to 18,953 $mtCO_2e$).

Response 14-7

The commentor states that not scheduling a series of well publicized full public hearings diminishes the importance of the proposed action and is unacceptable. The commentor also states that it raises questions and suspicions of possible improprieties, in addition to denying the opportunity of the voters of Downey to participate in the decision of how City resources are being committed. The commentor's statement is acknowledged and will be considered by the decision makers. However, the commentor's opinion does not state a specific concern or question regarding the adequacy of the analysis contained in the Draft EIR.

A Notice of Preparation (NOP) was sent to interested agencies, parties, organizations, and persons. The NOP listed a public scoping meeting on May 15, 2008 and accepted comments from May 2, 2008 to June 2, 2008.[5]

The Draft EIR was available for public review from April 2 to May 18, 2009, a 45-day time frame consistent with the public review period requirements under CEQA. In addition, the 2009 Proposed Project will be considered by the City's decision makers in legally-noticed public hearings that will be conducted by, but not necessarily limited to, the Planning Commission and City Council.

[5] *Notice of Preparation found in Appendix I-1 NOP of the Draft EIR.*

V.A. MITIGATION MONITORING PROGRAM (2009 PROJECT)

MITIGATION MONITORING PROGRAM PROCEDURES

Section 21081.6(a) of the Public Resources Code requires a Lead Agency to adopt a "reporting or monitoring program for the changes made to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment" (Mitigation Monitoring or Reporting Program, Section 15097 of the CEQA Guidelines provides additional direction on mitigation monitoring or reporting). The City of Downey Community Development Department, Planning Division (Planning Division), is the Lead Agency for the Proposed Tierra Luna Project.

This Mitigation Monitoring Program (MMP) is based on the Planning Division's adopted CEQA Findings, and is designed to monitor implementation of the mitigation measures required for the Proposed Tierra Luna EIR Project. The required mitigation measures are listed and categorized by impact area, with an accompanying identification of the following:

- Monitoring Phase, the phase of the project during which the mitigation measure shall be monitored:
    - Pre-Construction, including the design phase
    - Construction
    - Occupancy (post-construction);
- The Enforcement Agency, the agency with the power to enforce the mitigation measure; and
- The Monitoring Agency, the agency to which reports including feasibility, compliance, implementation, and development are made.

The MMP for the Proposed Tierra Luna Project will be in place throughout all phases of the project. The project developer(s) of all future developments constructed shall be responsible for implementing all mitigation measures unless otherwise noted. These project developer(s) shall also be obligated to provide certification, as identified below, to the appropriate monitoring agency and the appropriate enforcement agency that compliance with the required mitigation measure(s) has been implemented. The City of Downey's existing planning, engineering, review, and inspection processes will be used as the basic foundation for the MMP procedures and will also serve to provide the documentation for the reporting program.

The substance and timing of each certification report that is submitted to the Planning Division shall be at the discretion of the Planning Division. Generally, each report will be submitted to the Planning Division in a timely manner following completion/implementation of the applicable mitigation measures and shall include sufficient information to reasonably determine whether the intent of the measure has been

satisfied. The Planning Division, in conjunction with future project developer(s), shall assure that project implementation occurs in accordance with the MMP. The South Coast Air Quality Management District (SCAQMD) shall be responsible for the implementation of corrective actions relative to violations of SCAQMD rules associated with mitigation. Departments listed below are all departments of the City of Downey unless otherwise noted.

A. IMPACTS FOUND TO BE LESS THAN SIGNIFICANT

Agricultural Resources

No mitigation measures are required.

Biological Resources

A-1. To avoid impacting nesting birds, one of the following must be implemented:

(a) Conduct vegetation removal and/or grading activities from September 1 through January 31, when birds are not likely to be nesting on the site;

-OR-

(b) Conduct pre-construction surveys for nesting birds if construction is to take place during the nesting season. A qualified wildlife biologist shall conduct a pre-construction nest survey no more than five days prior to initiation of grading to provide confirmation on presence or absence of active nests in the vicinity (at least 300 feet around the Project Site). If active nests are encountered, species-specific measures shall be prepared by a qualified biologist in consultation with the CDFG and implemented to prevent abandonment of the active nest. At a minimum, grading in the vicinity of the nest shall be deferred until the young birds have fledged. A minimum exclusion buffer of 100 feet shall be maintained during construction, depending on the species and location. The perimeter of the nest-setback zone shall be fenced or adequately demarcated with staked flagging at 20-foot intervals, and construction personnel and activities restricted from the area. A survey report by the qualified biologist verifying that (1) no active nests are present, or (2) that the young have fledged, shall be submitted to the City prior to initiation of grading in the nest-setback zone. The qualified biologist shall serve as a construction monitor during those periods when construction activities will occur near active nest areas to ensure that no inadvertent impacts on these nests will occur.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Mineral Resources

No mitigation measures are required.

B. AESTHETICS

B-1. Project lighting shall be directed onto the Project Site, and all lighting shall be shielded from adjacent roadways and off-site properties.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

B-2. Atmospheric light pollution shall be minimized by utilizing lighting fixtures that cut-off light directed to the sky.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

B-3. The proposed buildings shall incorporate non-reflective exterior building materials (such as plaster and masonry) in their design. Any glass to be incorporated into the final façades of the building shall be either of low-reflectivity, or accompanied by a non-glare coating. Reflective materials such as mirrored glass shall not be permitted.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C. AIR QUALITY

Criteria Pollutants

Construction-Related Project Impacts

C-1. The Project Developer(s) shall implement measures to reduce the emissions of pollutants generated by heavy-duty diesel-powered equipment operating at the Project Site throughout the Project construction phases. The Project developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Keep all construction equipment in proper tune in accordance with manufacturer's specifications.

- Use late model heavy-duty diesel-powered equipment at the Project Site to the extent that it is readily available in the South Coast Air Basin (meaning that it does not have to be imported from another air basin and that the procurement of the equipment would not cause a delay in construction activities of more than two weeks).

- Limit truck and equipment idling time to five minutes or less.

- Rely on the electricity infrastructure surrounding the construction sites rather than electrical generators powered by internal combustion engines to the extent feasible.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-2. The Project Developer(s) shall implement fugitive dust control measures in accordance with SCAQMD Rule 403. The Project Developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Use watering to control dust generation during demolition of structures or break-up of pavement.

- Water active grading/excavation sites and unpaved surfaces at least three times daily.

- Cover stockpiles with tarps or apply non-toxic chemical soil binders.

- Limit vehicle speed on unpaved roads to 15 miles per hour.

- Sweep daily (with water sweepers) all paved construction parking areas and staging areas.

- Provide daily clean-up of mud and dirt carried onto paved streets from the site.

- Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site.

- Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more.

- 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.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-3. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered construction equipment used onsite be retrofitted with either lean-NO_x or diesel oxidation catalysts that would reduce NO_x emissions by 40 percent to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.)

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.).

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-5. The Project Developer(s) shall include in construction contracts the required application of paints and primer at the Project Site during construction to have a VOC rating of 125 grams per liter or less, and that only a maximum of 214 liters (57 gallons) of such paints can be used on any given day.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

Greenhouse Gases, Global Warming and Climate Change

No mitigation measures are required.

D. CULTURAL RESOURCES

Historic Resources

Documentation

D-1. Historic American Engineering Record (HAER) reports were prepared for all of the historic resources on the Project Site in 2006. These reports were prepared as mitigation pursuant to the Memorandum of Agreement (MOA). However, the HAER report for Building 1 did not document that portion planned for preservation. Although the Project will preserve that same portion of Building 1, the report should be completed so that the entirety of Building 1 is documented.

Prior to the commencement of the Project, Level II Historic American Buildings Survey (HABS) documentation shall be prepared for that portion of Building 1 planned for preservation. One original copy of the report as specified above shall be assembled and offered to the National Park Service, State Office of Historic Preservation, and the City of Downey.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Planning Division, State Office of Historic Preservation
Monitoring Agency:	Planning Division, National Park Service, and State Office of Historic Preservation

Compliance with the Secretary of the Interior's Standards

D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for review and approval.

Monitoring Phase:	Pre-Construction/Construction
Enforcement Agency:	Building Division
Monitoring Agency:	Building Division

Archaeological and Paleontological Resources

Archaeological Resources

D-3. If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes.

Monitoring Phase:	Construction
Enforcement Agency:	Planning Division, and Building Division
Monitoring Agency:	Planning Division, and Building Division

Paleontological Resources

D-4. If any paleontological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of a paleontologist shall be secured by contacting the Center for Public Paleontology – University of Southern California (USC), University of California at Los Angeles (UCLA), California State University at Los Angeles, California State University at Long Beach, or the Los Angeles County Natural History Museum to assess the resources and evaluate the impact. Copies of the paleontological survey, study, or report shall be submitted to the Los Angeles County Natural History Museum.

Monitoring Phase:	Construction
Enforcement Agency:	Planning Division, and Building Division
Monitoring Agency:	Planning Division, and Building Division

Human Remains

D-5. If human remains are discovered at the Project Site during construction for future projects pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the NAHC shall be adhered to in the treatment or disposition of the remains.

Monitoring Phase: Construction
Enforcement Agency: Planning Division, and Building Division
Monitoring Agency: Planning Division, and Building Division

E. GEOLOGY/SOILS

No mitigation measures are required.

F. HAZARDS AND HAZARDOUS MATERIALS

F-1. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

F-2. Prior to the issuance of a demolition permit for any existing on-site structure not previously surveyed, the structure shall undergo an asbestos survey to document the presence of any potential asbestos-containing materials (ACMs) within the structure. Any ACMs identified as part of this survey shall be abated in accordance with all applicable laws and regulations including without limitation applicable NESHAP provisions, OSHA worker safety regulations, and SCAQMD Rule 1403 as well as any other applicable city, state, and federal regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

F-3. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a lead-based paint (LBP) survey to document the presence of any potential LBP within the structure. Any LBP identified as part of this survey shall be abated in accordance with all applicable city, state, and federal regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public

Works' Environmental Programs Division shall be contacted at the start of the planning phase for required approvals and operating permits.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: County of Los Angeles Department of Public Works Environmental Programs Division
Monitoring Agency: County of Los Angeles Department of Public Works Environmental Programs Division

F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Planning Division, and Building Division
Monitoring Agency: Planning Division, and Building Division

G. HYDROLOGY/WATER QUALITY

No mitigation measures are required.

H. LAND USE AND PLANNING

No mitigation measures are required.

I. NOISE

Construction Noise

I-1. The Proposed Project shall comply with the City of Downey Municipal Code, Article IV, Chapter 6, and any subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-2. Construction activities shall be restricted to the hours of 7:00 A.M. to 7:00 P.M and no construction on Sundays and holidays.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and Code Enforcement
Monitoring Agency: Building Division, and Code Enforcement

I-3. Noise and groundborne vibration construction activities whose specific location on the Project Site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-4. Construction activities shall be scheduled so as to avoid operating several pieces of equipment simultaneously, which causes high noise levels.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-5. To the extent feasible, the use of those pieces of construction equipment or construction methods with the greatest peak noise generation potential shall be minimized. Examples include the use of drills, jackhammers, and pile drivers.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-6. Project contractor(s) shall exert commercially reasonable efforts to use power construction equipment with state-of-the-art noise shielding and muffling devices.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-7. Barriers such as plywood structures or flexible sound control curtains shall be erected around the Project Site to minimize the amount of noise on the surrounding off-site sensitive receptors to the maximum extent feasible during construction.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-8. All construction truck traffic shall be restricted to truck routes approved by the City of Downey, which shall avoid residential areas and other sensitive receptors to the extent feasible.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division, and Building Division
Monitoring Agency: Planning Division

Operational Noise

I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties.

Monitoring Phase: Pre-Construction/Construction/Occupancy
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

I-10. The Project Applicant shall comply with the Noise Insulation Standards of Title 24 of the California Code Regulations, which ensure an acceptable interior noise environment.

Monitoring Phase: Pre-Construction/Construction/Occupancy
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-11. All exterior windows within the residential units on the Project Site shall be constructed with double-pane glass and use exterior wall construction which provides a Sound Transmission Class of 50 or greater as defined in UBC No. 35-1, 1979 edition or any amendment thereto. The applicant, as an alternative, may retain an acoustical engineer to submit evidence, along with the application for a building permit, any alternative means of sound insulation sufficient to mitigate interior noise levels below a CNEL of 45 dBA in any habitable room.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division

J. POPULATION, HOUSING, AND EMPLOYMENT

No mitigation measures are required.

K. PUBLIC SERVICES

Fire Protection

K-1. The Applicant of the Proposed Project and all development projects constructed under the Tierra Luna Specific Plan's framework shall submit a Master Plan to the Downey Fire Department prior to issuing building permits, for review and approval, which shall provide the capacity of the fire mains serving the Project Site. Any required upgrades shall be

identified and implemented prior to the issuance of building permits for the Proposed Project and future developments.

Monitoring Phase: Pre-Construction
Enforcement Agency: Public Works Department, and Downey Fire Department
Monitoring Agency: Public Works Department, and Downey Fire Department

K-2. The Proposed Project and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, onsite automatic sprinklers, and hydrant placement. Prior to issuing permits for any phase of the project, Applicant shall implement all fire code and ordinance requirements applicable at the time of development to the satisfaction of the Downey Fire Department.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

K-3. The design of the Proposed Project and all development projects constructed within the Tierra Luna Specific Plan framework shall provide adequate access for Downey Fire Department equipment and fire fighters onto and throughout the Project Site and future structures.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

K-4. The Proposed Project and all development projects constructed within the Tierra Luna Specific Plan's framework shall provide adequate offsite public and onsite private fire hydrants as determined necessary by the Downey Fire Department.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

K-5. The project applicant shall provide for additional fire fighting equipment including one aerial ladder truck and fire fighters for the truck, one paramedic unit and two paramedics.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

Police Protection

K-6. The Proposed Project design shall be reviewed and approved by the Downey Police Department pursuant to General Plan Program 5.4.2.6. prior to the issuance of a building permit.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

K-7. Prior to issuance of building permits, the Applicant shall complete an analysis of projected employee populations over two 24-hour (one day during the week and one during the weekend) periods. The number of projected employees will be added to the projected number of residents (approximately 4,883) and will be used to determine applicable shifts/periods of time to which police personnel could be added to ensure that a sufficient number of officers is on staff for the total projected population at the Project Site. The project Applicants shall pay fees for any additional police personnel determined to be required after such determination is made and shall enter into an agreement with the City of Downey and DPD for payment of such fees.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

K-8. Prior to the issuance of building permits, the Applicant shall provide an onsite security plan for the development, to be approved by the City of Downey and the Downey Police Department.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

K-9. Prior to the issuance of building permits, the Applicant shall provide an onsite police substation, and the project Applicant shall pay fees for any additional police personnel determined to be required after such determination is made and shall enter into an agreement with the City of Downey and DPD for payment of such fees.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

Schools

K-10. The Applicant of the Proposed Project and all developments constructed therein shall pay school fees to the satisfaction of the Downey Unified School District.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Downey Unified School District, and Building Division
Monitoring Agency:	Downey Unified School District

Recreation and Parks

K-11. The project Applicant shall pay the applicable in-lieu park fees as determined by the City of Downey, which shall scale up on an annual basis with the increase in the Consumer Price Index (CPI) for the Los Angeles metropolitan area.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Community Services Department, and Building Division
Monitoring Agency:	Community Services Department

Libraries

K-12. The Proposed Project Applicant shall pay a mitigation fee as determined by the City of Downey Public Library, based upon the projected employee and residential population of the development. The funds will be used for books, computers, and other library materials and information services.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Community Services Department
Monitoring Agency:	Community Services Department, and Building Division

L. TRAFFIC/TRANSPORTATION/PARKING

Intersection Improvements

City of Downey

L-1. Lakewood Boulevard/Gallatin Road – Option 1: The improvement at this intersection includes a separate northbound right-turn lane. This improvement can be achieved by widening Lakewood Boulevard by two feet on the east side of the street for approximately 200 feet. The northbound approach would provide a left-turn lane, two through lanes, and a separate right-turn lane.

Monitoring Phase:	Pre-Construction/Construction
Enforcement Agency:	Engineering Division
Monitoring Agency:	Engineering Division

L-2. Option 2: This improvement includes a second eastbound left-turn lane. This improvement can be achieved by restriping the existing eastbound through lane to a shared left-through lane. The eastbound approach would provide a left-turn lane, a shared left-through lane and a separate right-turn lane. The traffic signal would be modified to include split phasing operations for the eastbound and westbound Gallatin Road approaches.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division
Monitoring Agency: Engineering Division

L-3. Lakewood Boulevard/Stewart and Gray Road – The improvement at this intersection includes a separate eastbound right-turn lane. This improvement can be achieved by removing the median island on the west leg of the intersection and widening on the south side of Stewart and Gray Road by two to four feet for approximately 125 feet. The eastbound approach would provide a left-turn lane, two through lanes and a separate right-turn lane.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division
Monitoring Agency: Engineering Division

L-4. Bellflower Boulevard/Imperial Highway – The improvement at this intersection includes dual left-turn lanes on the northbound and southbound approaches. This improvement can be achieved by widening on the west side of Bellflower Boulevard (north of Imperial Highway) and on the east side of Bellflower Boulevard (south of Imperial Highway) by approximately two to twelve feet for approximately 250 feet. The northbound and southbound approaches would provide dual left-turn lanes, two through lanes and a separate right-turn lane.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division
Monitoring Agency: Engineering Division

City of Norwalk/CALTRANS

L-5. I-605 Southbound Ramps/Firestone Boulevard – The improvement at this intersection includes a second westbound left-turn lane. This improvement can be achieved by restriping the existing painted chevron on the westbound approach. The westbound approach would provide dual left-turn lanes and two through lanes.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division, City of Norwalk, and CALTRANS
Monitoring Agency: Engineering Division

Project Design Features

L-6. Bellflower Boulevard/Washburn Road – As part of the Tierra Luna Specific Plan, a fourth leg of the intersection, the west leg, will be constructed. The eastbound approach would provide a left-turn lane and a shared through-right turn lane.

Monitoring Phase:	Pre-Construction/Construction
Enforcement Agency:	Engineering Division
Monitoring Agency:	Engineering Division

L-7. The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Los Angeles County Metropolitan Transportation Authority
Monitoring Agency:	Los Angeles County Metropolitan Transportation Authority

M. UTILITIES

Wastewater

No mitigation measures are required.

Water

No mitigation measures are required.

Solid Waste

No mitigation measures are required.

Electricity

M-1. Design windows (e.g., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Building Division
Monitoring Agency:	Building Division

M-2. Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-3. Install high-efficiency lamps for all outdoor security lighting.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-4. Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-5. Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division, and Planning Division

Natural Gas

No mitigation measures are required.

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V.B. MITIGATION MONITORING PROGRAM (2011 ALTERNATIVE)

MITIGATION MONITORING PROGRAM PROCEDURES

Section 21081.6(a) of the Public Resources Code requires a Lead Agency to adopt a "reporting or monitoring program for the changes made to the project or conditions of project approval, adopted in order to mitigate or avoid significant effects on the environment" (Mitigation Monitoring or Reporting Program, Section 15097 of the CEQA Guidelines provides additional direction on mitigation monitoring or reporting). The City of Downey Community Development Department, Planning Division (Planning Division), is the Lead Agency for the Proposed Tierra Luna Project.

This Mitigation Monitoring Program (MMP) is based on the Planning Division's adopted CEQA Findings, and is designed to monitor implementation of the mitigation measures required for the Proposed Tierra Luna EIR Project. The required mitigation measures are listed and categorized by impact area, with an accompanying identification of the following:

- Monitoring Phase, the phase of the project during which the mitigation measure shall be monitored:
  - Pre-Construction, including the design phase
  - Construction
  - Occupancy (post-construction);
- The Enforcement Agency, the agency with the power to enforce the mitigation measure; and
- The Monitoring Agency, the agency to which reports including feasibility, compliance, implementation, and development are made.

Alternative F: 2011 Alternative

The MMP for Alternative F: 2011 Alternative is substantially similar to the MMP for the 2009 Proposed Project, with some exceptions. This is due to the same site being used, and a similar type of development (office, retail, and hotel uses). However, the 2011 Alternative reduces the amount of development to 1,516,000 total square feet from 3,950,000 (for the Proposed Project) and eliminates the 1,500 residential units.

The MMP for the Proposed Tierra Luna Project will be in place throughout all phases of the project. The project developer(s) of all future developments constructed shall be responsible for implementing all mitigation measures unless otherwise noted. These project developer(s) shall also be obligated to provide certification, as identified below, to the appropriate monitoring agency and the appropriate enforcement agency that compliance with the required mitigation measure(s) has been implemented. The City of Downey's existing planning, engineering, review, and inspection processes will be used as the basic

foundation for the MMP procedures and will also serve to provide the documentation for the reporting program.

The substance and timing of each certification report that is submitted to the Planning Division shall be at the discretion of the Planning Division. Generally, each report will be submitted to the Planning Division in a timely manner following completion/implementation of the applicable mitigation measures and shall include sufficient information to reasonably determine whether the intent of the measure has been satisfied. The Planning Division, in conjunction with future project developer(s), shall assure that project implementation occurs in accordance with the MMP. The South Coast Air Quality Management District (SCAQMD) shall be responsible for the implementation of corrective actions relative to violations of SCAQMD rules associated with mitigation. Departments listed below are all departments of the City of Downey unless otherwise noted.

A. IMPACTS FOUND TO BE LESS THAN SIGNIFICANT

Agricultural Resources

No mitigation measures are required.

Biological Resources

A-1. To avoid impacting nesting birds, one of the following must be implemented:

(a) Conduct vegetation removal and/or grading activities from September 1 through January 31, when birds are not likely to be nesting on the site;

-OR-

(b) Conduct pre-construction surveys for nesting birds if construction is to take place during the nesting season. A qualified wildlife biologist shall conduct a pre-construction nest survey no more than five days prior to initiation of grading to provide confirmation on presence or absence of active nests in the vicinity (at least 300 feet around the Project Site). If active nests are encountered, species-specific measures shall be prepared by a qualified biologist in consultation with the CDFG and implemented to prevent abandonment of the active nest. At a minimum, grading in the vicinity of the nest shall be deferred until the young birds have fledged. A minimum exclusion buffer of 100 feet shall be maintained during construction, depending on the species and location. The perimeter of the nest-setback zone shall be fenced or adequately demarcated with staked flagging at 20-foot intervals, and construction personnel and activities restricted from the area. A survey report by the qualified biologist verifying that (1) no active nests are present, or (2) that the young have fledged, shall be submitted to the City prior to initiation of grading in the nest-setback zone. The qualified biologist shall serve as a construction monitor during

those periods when construction activities will occur near active nest areas to ensure that no inadvertent impacts on these nests will occur.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

Mineral Resources

No mitigation measures are required.

B. AESTHETICS

B-1. Project lighting shall be directed onto the Project Site, and all lighting shall be shielded from adjacent roadways and off-site properties.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

B-2. Atmospheric light pollution shall be minimized by utilizing lighting fixtures that cut-off light directed to the sky.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

B-3. The proposed buildings shall incorporate non-reflective exterior building materials (such as plaster and masonry) in their design. Any glass to be incorporated into the final façades of the building shall be either of low-reflectivity, or accompanied by a non-glare coating. Reflective materials such as mirrored glass shall not be permitted.

Monitoring Phase: Pre-Construction
Enforcement Agency: Planning Division
Monitoring Agency: Planning Division

C. AIR QUALITY

Criteria Pollutants

Construction-Related Project Impacts

C-1. The Project Developer(s) shall implement measures to reduce the emissions of pollutants generated by heavy-duty diesel-powered equipment operating at the Project Site throughout the Project construction phases. The Project developer(s) shall include in construction

contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Keep all construction equipment in proper tune in accordance with manufacturer's specifications.
- Use late model heavy-duty diesel-powered equipment at the Project Site to the extent that it is readily available in the South Coast Air Basin (meaning that it does not have to be imported from another air basin and that the procurement of the equipment would not cause a delay in construction activities of more than two weeks).
- Limit truck and equipment idling time to five minutes or less.
- Rely on the electricity infrastructure surrounding the construction sites rather than electrical generators powered by internal combustion engines to the extent feasible.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-2. The Project Developer(s) shall implement fugitive dust control measures in accordance with SCAQMD Rule 403. The Project Developer(s) shall include in construction contracts the control measures required and recommended by the SCAQMD at the time of development. Examples of the types of measures currently required and recommended include the following:

- Use watering to control dust generation during demolition of structures or break-up of pavement.
- Water active grading/excavation sites and unpaved surfaces at least three times daily.
- Cover stockpiles with tarps or apply non-toxic chemical soil binders.
- Limit vehicle speed on unpaved roads to 15 miles per hour.
- Sweep daily (with water sweepers) all paved construction parking areas and staging areas.
- Provide daily clean-up of mud and dirt carried onto paved streets from the site.
- Install wheel washers for all exiting trucks, or wash off the tires or tracks of all trucks and equipment leaving the site.
- Suspend excavation and grading activity when winds (instantaneous gusts) exceed 15 miles per hour over a 30-minute period or more.
- 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.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-3. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered construction equipment used onsite be retrofitted with either lean-NO_x or diesel oxidation catalysts that would reduce NO_x emissions by 40 percent to the extent that it is economically feasible and the equipment are readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.)

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-4. The Project Developer(s) shall require by contract specifications that all heavy-duty diesel-powered equipment operating and refueling at the Project Site, excluding haul trucks, be equipped with diesel particulate filters that would reduce PM_{10} and $PM_{2.5}$ emissions by 85 percent to the extent that it is economically feasible and the equipment is readily available in the South Coast Air Basin (meaning that the cost of the equipment use is not more than 20 percent greater than the cost of standard equipment and that the equipment does not have to be imported from another basin). (This measure does not apply to diesel-powered trucks traveling to and from the Project Site.).

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

C-5. The Project Developer(s) shall include in construction contracts the required application of paints and primer at the Project Site during construction to have a VOC rating of 125 grams per liter or less, and that only a maximum of 214 liters (57 gallons) of such paints can be used on any given day.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

Greenhouse Gases, Global Warming and Climate Change

No mitigation measures are required.

D. CULTURAL RESOURCES

Historic Resources

Documentation

D-1. Historic American Engineering Record (HAER) reports were prepared for all of the historic resources on the Project Site in 2006. These reports were prepared as mitigation pursuant to the Memorandum of Agreement (MOA). However, the HAER report for Building 1 did not document that portion planned for preservation. Although the Project will preserve that same portion of Building 1, the report should be completed so that the entirety of Building 1 is documented.

Prior to the commencement of the Project, Level II Historic American Buildings Survey (HABS) documentation shall be prepared for that portion of Building 1 planned for preservation. One original copy of the report as specified above shall be assembled and offered to the National Park Service, State Office of Historic Preservation, and the City of Downey.

Monitoring Phase:	Pre-Construction
Enforcement Agency:	Planning Division, State Office of Historic Preservation
Monitoring Agency:	Planning Division, National Park Service, and State Office of Historic Preservation

Compliance with the Secretary of the Interior's Standards

D-2. The rehabilitation of the remaining historic resources on the Project Site shall comply with the Secretary of the Interior's Standards. According to the schematic plans, the Project appears to comply with the Standards. However, the plans are expected to evolve to a greater level of detail, including construction materials and treatment of features. As such, a qualified historic architect shall monitor the design and the construction of the Project to ensure that it continues to comply with the Standards. The historic architect shall prepare a report at the conclusion of the design phase of the Project analyzing compliance with the Standards. That report shall be submitted to the City of Downey for review and approval.

Monitoring Phase:	Pre-Construction/Construction
Enforcement Agency:	Building Division, Planning Division
Monitoring Agency:	Building Division

Archaeological and Paleontological Resources

Archaeological Resources

D-3. If any archaeological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of an archaeologist shall be secured by contacting the Center for Public Archaeology – California State University at Fullerton, or a member of the Society of Professional Archaeologists (SOPA) or a SOPA-qualified archaeologist to assess the resources and evaluate the impact. Copies of the archaeological survey, study or report shall be submitted to the UCLA Archaeological Information Center. A covenant and agreement shall be recorded before grading resumes.

Monitoring Phase:	Construction
Enforcement Agency:	Planning Division, and Building Division
Monitoring Agency:	Planning Division, and Building Division

Paleontological Resources

D-4. If any paleontological materials are encountered during the course of development of all future projects constructed pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, the project shall be halted. The services of a paleontologist shall be secured by contacting the Center for Public Paleontology – University of Southern California (USC), University of California at Los Angeles (UCLA), California State University at Los Angeles, California State University at Long Beach, or the Los Angeles County Natural History Museum to assess the resources and evaluate the impact. Copies of the paleontological survey, study, or report shall be submitted to the Los Angeles County Natural History Museum.

Monitoring Phase:	Construction
Enforcement Agency:	Planning Division, and Building Division
Monitoring Agency:	Planning Division, and Building Division

Human Remains

D-5. If human remains are discovered at the Project Site during construction for future projects pursuant to the Amended Specific Plan for the Tierra Luna Marketplace, work at the respective construction site shall be suspended, and the City of Downey and County Coroner shall be immediately notified. If the remains are determined by the County Coroner to be Native American, the Native American Heritage Commission (NAHC) shall be notified within 24 hours, and the guidelines of the NAHC shall be adhered to in the treatment or disposition of the remains.

Monitoring Phase: Construction
Enforcement Agency: Planning Division, and Building Division
Monitoring Agency: Planning Division, and Building Division

E. GEOLOGY/SOILS

No mitigation measures are required.

F. HAZARDS AND HAZARDOUS MATERIALS

F-1. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a survey to document the presence of any potential polychlorinated biphenyls (PCBs) within any equipment or otherwise on or beneath the structure. Any PCBs identified as part of this survey shall be properly disposed of in accordance with all applicable regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

F-2. Prior to the issuance of a demolition permit for any existing on-site structure not previously surveyed, the structure shall undergo an asbestos survey to document the presence of any potential asbestos-containing materials (ACMs) within the structure. Any ACMs identified as part of this survey shall be abated in accordance with all applicable laws and regulations including without limitation applicable NESHAP provisions, OSHA worker safety regulations, and SCAQMD Rule 1403 as well as any other applicable city, state, and federal regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and SCAQMD
Monitoring Agency: Building Division, and SCAQMD

F-3. Prior to the issuance of a demolition permit for any existing on-site structure, the structure shall undergo a lead-based paint (LBP) survey to document the presence of any potential LBP within the structure. Any LBP identified as part of this survey shall be abated in accordance with all applicable city, state, and federal regulations.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

F-4. Should any future operation of the Project include the construction, installation, modification, or removal of underground storage tanks, the County of Los Angeles Department of Public

Works' Environmental Programs Division shall be contacted at the start of the planning phase for required approvals and operating permits.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: County of Los Angeles Department of Public Works Environmental Programs Division
Monitoring Agency: County of Los Angeles Department of Public Works Environmental Programs Division

F-5. Should any excavated soil be contaminated by or classified as hazardous waste by an appropriate agency, the soil shall be managed and disposed in accordance with applicable Federal, State, and local laws and regulations.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Planning Division, and Building Division
Monitoring Agency: Planning Division, and Building Division

G. HYDROLOGY/WATER QUALITY

No mitigation measures are required.

H. LAND USE AND PLANNING

No mitigation measures are required.

I. NOISE

Construction Noise

I-1. The 2011 Alternative shall comply with the City of Downey Municipal Code, Article IV, Chapter 6, and any subsequent ordinances, which prohibit the emission or creation of noise beyond certain levels at adjacent uses unless technically infeasible.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-2. Construction activities shall be restricted to the hours of 7:00 A.M. to 7:00 P.M and no construction on Sundays and holidays.

Monitoring Phase: Construction
Enforcement Agency: Building Division, and Code Enforcement
Monitoring Agency: Building Division, and Code Enforcement

I-3. Noise and groundborne vibration construction activities whose specific location on the Project Site may be flexible (e.g., operation of compressors and generators, cement mixing, general truck idling) shall be conducted as far as possible from the nearest noise- and vibration-sensitive land uses.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-4. Construction activities shall be scheduled so as to avoid operating several pieces of equipment simultaneously, which causes high noise levels.

Monitoring Phase: Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-5. To the extent feasible, the use of those pieces of construction equipment or construction methods with the greatest peak noise generation potential shall be minimized. Examples include the use of drills, jackhammers, and pile drivers.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-6. Project contractor(s) shall exert commercially reasonable efforts to use power construction equipment with state-of-the-art noise shielding and muffling devices.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-7. Barriers such as plywood structures or flexible sound control curtains shall be erected around the Project Site to minimize the amount of noise on the surrounding off-site sensitive receptors to the maximum extent feasible during construction.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

I-8. All construction truck traffic shall be restricted to truck routes approved by the City of Downey, which shall avoid residential areas and other sensitive receptors to the extent feasible.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division, and Building Division
Monitoring Agency: Planning Division

Operational Noise

I-9. All new mechanical equipment shall not exceed, by more than three decibels, the ambient noise level on the premises of other occupied properties.

Monitoring Phase: Pre-Construction/Construction/Occupancy
Enforcement Agency: Building Division, and Planning Division
Monitoring Agency: Building Division, and Planning Division

I-10. The Project Applicant shall comply with the Noise Insulation Standards of Title 24 of the California Code Regulations, which ensure an acceptable interior noise environment.

Monitoring Phase: Pre-Construction/Construction/Occupancy
Enforcement Agency: Building Division
Monitoring Agency: Building Division

J. POPULATION, HOUSING, AND EMPLOYMENT

No mitigation measures are required.

K. PUBLIC SERVICES

Fire Protection

K-1. The Applicant of the 2011 Alternative and all development projects constructed under the Tierra Luna Specific Plan's framework shall submit a Master Plan to the Downey Fire Department prior to issuing building permits, for review and approval, which shall provide the capacity of the fire mains serving the Project Site. Any required upgrades shall be identified and implemented prior to the issuance of building permits for the Proposed Project and future developments.

Monitoring Phase: Pre-Construction
Enforcement Agency: Public Works Department, and Downey Fire Department
Monitoring Agency: Public Works Department, and Downey Fire Department

K-2. The 2011 Alternative and all future development projects pursuant to the Tierra Luna Specific Plan shall comply with all fire code and ordinance requirements in effect at the time for building construction, emergency access, water mains, fire flows, onsite automatic sprinklers, and hydrant placement. Prior to issuing permits for any phase of the project,

Applicant shall implement all fire code and ordinance requirements applicable at the time of building permit to the satisfaction of the Downey Fire Department.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

K-3. The design of the 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan framework shall provide adequate access for Downey Fire Department equipment and fire fighters onto and throughout the Project Site and future structures.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

K-4. The 2011 Alternative and all development projects constructed within the Tierra Luna Specific Plan's framework shall provide adequate offsite public and onsite private fire hydrants as determined necessary by the Downey Fire Department.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Downey Fire Department
Monitoring Agency: Downey Fire Department

Police Protection

K-5. The 2011 Alternative design shall be reviewed and approved by the Downey Police Department pursuant to General Plan Program 5.4.2.6. prior to the issuance of a building permit.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

K-6. Prior to the issuance of building permits, the Applicant shall provide an onsite security plan for the development, to be approved by the City of Downey and the Downey Police Department.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Police Department
Monitoring Agency: Downey Police Department

Schools

K-7. The Applicant of the 2011 Alternative and all developments constructed therein shall pay school fees to the satisfaction of the Downey Unified School District.

Monitoring Phase: Pre-Construction
Enforcement Agency: Downey Unified School District, and Building Division
Monitoring Agency: Downey Unified School District

Recreation and Parks

No mitigation measures are required.

Libraries

No mitigation measures are required.

L. TRAFFIC/TRANSPORTATION/PARKING

Intersection Improvements

City of Downey

L-1. Intersection No. 24: Bellflower Boulevard/Imperial Highway – The improvement at this intersection includes dual left-turn lanes on the northbound and southbound approaches. This improvement can be achieved by widening on the west side of Bellflower Boulevard (north of Imperial Highway) and on the east side of Bellflower Boulevard (south of Imperial Highway) by approximately two to twelve feet for approximately 250 feet. The northbound and southbound approaches would provide dual left-turn lanes, two through lanes and a separate right-turn lane.

L-2. Intersection No. 38: Lakewood Boulevard/Gallatin Road - This improvement includes a second eastbound left-turn lane. This improvement can be achieved by restriping the existing eastbound through lane to a shared left-through lane. The eastbound approach would provide a left-turn lane, a shared left-through lane and a separate right-turn lane. The traffic signal would be modified to include split phasing operations for the eastbound and westbound Gallatin Road approaches.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division
Monitoring Agency: Engineering Division

City of Norwalk/CALTRANS[1]

L-3. Intersection No. 77: I-605 Southbound Ramps/Firestone Boulevard – The improvement at this intersection includes a second westbound left-turn lane. This improvement can be achieved by restriping the existing painted chevron on the westbound approach. The westbound approach would provide dual left-turn lanes and two through lanes.

Monitoring Phase: Pre-Construction/Construction
Enforcement Agency: Engineering Division, City of Norwalk, and CALTRANS
Monitoring Agency: Engineering Division

Project Design Features

L-4. The Applicant shall contact the Metro Bus Operations Control Special Events Coordinator and other Municipal Bus Service Operators prior to the start of construction.

Monitoring Phase: Pre-Construction
Enforcement Agency: Los Angeles County Metropolitan Transportation Authority
Monitoring Agency: Los Angeles County Metropolitan Transportation Authority

M. UTILITIES

Wastewater

No mitigation measures are required.

Water

No mitigation measures are required.

Solid Waste

No mitigation measures are required.

Electricity

M-1. Design windows (e.g., tinting, double pane glass, etc.) to reduce thermal gain and loss and thus cooling loads during warm weather, and heating loads during cool weather.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-2. Install thermal insulation in walls and ceilings that exceed requirements established by the State of California Energy Conservation Standards.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-3. Install high-efficiency lamps for all outdoor security lighting.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-4. Time control interior and exterior lighting. These systems must be programmed to account for variations in seasonal daylight times.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division

M-5. Finish exterior walls with light-colored materials and high-emissivity characteristics to reduce cooling loads. Finish interior walls with light-colored materials to reflect more light and thus increase lighting efficiency.

Monitoring Phase: Pre-Construction
Enforcement Agency: Building Division
Monitoring Agency: Building Division, and Planning Division

Natural Gas

No mitigation measures are required.

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VI. ADDENDUM TO ADDRESS FIRE STATION LOCATION

During the negotiation of the development agreement for the Project, the City and the applicant agreed that an approximately 8,000 square foot portion of the existing Building 1 may be utilized in the future for a Fire Station. Construction of the Fire Station will be subject to all rules, requirements, and mitigation measures set forth in the Draft EIR and in this Final EIR. Construction of the Fire Station will not result in an increase in the total square footage of development authorized to occur on the Project site. As a result, no additional impact to aesthetics, air quality, biological resources, greenhouse gas emissions, cultural resources, geology/soils, hazards and hazardous materials, hydrology and water quality, land use planning, noise, population/housing/employment, public services, recreation and parks, traffic/transportation/parking, or utilities are anticipated.

By building the Fire Station on the Project site, the City will achieve a greater diversity and distribution of fire station facilities, which will reduce overall response times and increase overall public safety. In addition, since retail shopping centers are typically significant generators of calls for service from fire stations, placement of a fire station within the Project site maximizes the fire department's ability to quickly respond, while minimizing the distance of travel in responding to calls for service. Minimizing the distance of travel will reduce the number of events that require the use of sirens, and will also reduce the duration of time during which sirens will need to be used. In short, putting a fire station within the Project Site will result in a reduction in siren noise.

Likewise, achieving a greater distribution of fire station locations and placing a fire station within an area susceptible to a disproportionately large number of calls for service will reduce the amount of traffic disturbance that fire engines will cause. At the same time, daily and peak hour traffic trips caused by the construction of a fire station are not anticipated to be any greater than those that would otherwise be caused by 8,000 square feet of retail space. Therefore, no additional impact to traffic is anticipated.

As a result, the inclusion of a fire station within the Project site will not result in any impacts that are more significant than those disclosed in the Draft EIR and this Final EIR.