

RESOLUTION NO. _____

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF
COSTA MESA, CALIFORNIA, APPROVING NORTH COSTA
MESA SPECIFIC PLAN AMENDMENT SP-15-01**

THE CITY COUNCIL OF THE CITY OF COSTA MESA MAKES THE FOLLOWING FINDINGS WITH RESPECT TO THE ADOPTION OF THIS RESOLUTION:

WHEREAS, an application as filed by Justin McCusker, authorized agent for the Segerstroms, for the following:

- 1) ***Specific Plan Amendment SP-15-01 for clarifying language and minor updates to the North Costa Mesa Specific Plan for the Segerstrom Town Center subarea at the southeast corner of Bristol and Sunflower.***

No changes to the previously-approved entitlements and trip budgets are proposed.

- 2) ***Second amendment to Development Agreement DA-00-02 (Segerstrom Town Center):***
 - Extend the term of the development agreement (originally executed in 2001) for additional 20 years until 2035.
 - Include entitlements approved on January 16, 2007 by General Plan Amendment (GP-06-02) in the Development Agreement. These entitlements are described the in North Costa Mesa Specific Plan.

WHEREAS, a duly noticed public hearing was held by the Planning Commission and City Council on September 28, 2015 and October 20, 2015, respectively to allow for public comments on the proposed amendment to development agreement (DA-15-02) and North Costa Mesa Specific Plan SP-15-01 with all persons having been given the opportunity to be heard both for and against the proposed project;

WHEREAS, the second amendment to the Development Agreement will promote and encourage the development of the proposed project by providing stability and certainty to the developer, and provide to the City and its citizens the public benefits promised in the Development Agreement as specified to date;

WHEREAS, the North Costa Mesa Specific Plan amendment does not involve any material changes to the maximum allowable traffic generation beyond the currently established trip budgets for Segerstrom Town Center. The site has established maximum trip budgets for the AM Peak Hour and PM peak hour. Future proposed development of

commercial office buildings, hotels, mixed-use high rise residential buildings, etc. shall be required to comply with Specific Plan and the maximum trip budgets.

WHEREAS, the North Costa Mesa Specific Plan Amendment does not modify the previously-approved high rise residential entitlements, as adopted by the City Council in 2007. City Council adopted the Development Agreement for Segerstrom Town Center in 2001. Once the second amendment to the DA is adopted, the changes would be in place prior to the next review of the development agreement. Other than incorporating the Specific Plan entitlements and extending the life of the development agreement by another 20 years, the changes to the development agreement do not involve increased intensity or higher density.

Table 6B- Statistical Summary of Unbuilt SCPTC Components as of 2006 North Costa Mesa Specific Plan				
Map Key	Unbuilt Entitlements Approved prior to 2006	Slated for Demolition (sq. ft.)	New Construction Approved in 2006 (GP-06-02)	Maximum Building Height (above grade level)
Segerstrom Town Center Sub-Area 3				
E.	Hotel-200-key (220,000 sq. ft.) 3400 Bristol Street	2 theaters (31,500 square feet)	200-key hotel (220,000 sq. ft.) and a maximum of 50 high-rise residential units in a mixed-use development	315 ft. agl
F.	Office 336,525 sq. ft. 3420 Bristol Street	84,025 sq. ft. office building	A. 336,525 sq. ft. office OR B. Maximum 233,170 sq. ft. office and maximum 225 residential high-rise units in a mixed-use development	315 ft. agl
Source: City of Costa Mesa May 2006, North Costa Mesa High Rise Residential Projects Program Environmental Impact Report (SCH# 2006011077).				

WHEREAS, the project has been reviewed for compliance with the California Environmental Quality Act (CEQA), the CEQA guidelines, and the City's environmental procedures, and has been found to be exempt pursuant to Section 15061 (b) (3) (general rule) of the CEQA Guidelines, in that the City Council hereby finds that it can be seen with certainty that there is no possibility that the passage of this ordinance amending the Municipal Code will have a significant effect on the environment.

WHEREAS, the City Council **hereby adopts** Specific Plan Amendment SP-15-01 for clarifying language and minor updates to the North Costa Mesa Specific Plan for the Segerstrom Town Center subarea at the southeast corner of Bristol and Sunflower, as set forth in Exhibit 1.

PASSED AND ADOPTED this _____ day of _____ 2015.

Mayor of the City of Costa Mesa

ATTEST:

APPROVED AS TO FORM:

City Clerk of the City of Costa Mesa

City Attorney

STATE OF CALIFORNIA)
)ss
COUNTY OF ORANGE)

I, _____, City Clerk and ex-officio Clerk of the City Council of the City of Costa Mesa, hereby certify that the above foregoing Resolution as introduced and considered section by section at a regular meeting of said City Council held on the ____ day of _____, 2015, and thereafter passed and adopted as a whole at the regular meeting of said City Council held on the ____ day of _____, 2015, by the following roll call vote:

AYES:

NOES:

ABSENT:

IN WITNESS WHEREOF, I have hereby set my hand and affixed the Seal of the City of Costa Mesa this ____ day of _____, 2015.

City Clerk
City Council of the City of Costa Mesa

EXHIBIT 1
NORTH COSTA MESA SPECIFIC PLAN
AMENDMENT

AREA 4- SOUTH COAST PLAZA TOWN CENTER

Existing Land Uses

This 54-acre area is commonly referred to as South Coast Plaza Town Center (SCPTC), and it contains a variety of commercial, entertainment, and high-rise office uses, including the Segerstrom Center for the Arts ~~Orange County Performing Arts Center~~. The approval of GP-00-02 resulted in a maximum non-residential building intensity of 4,161,813 square feet.

The primary entry street into SCPTC is Anton Boulevard, which also serves as the circulation backbone. Many of the existing developments along Anton Blvd. between Bristol Street and Sakioka Drive are oriented to the pedestrian, thereby encouraging walking. An extensive greenbelt/pathway system within the SCPTC's core also links the various buildings and uses. In order to facilitate foot traffic to and from South Coast Plaza, the Unity Bridge, has been constructed across Bristol Street.

General Plan and Zoning

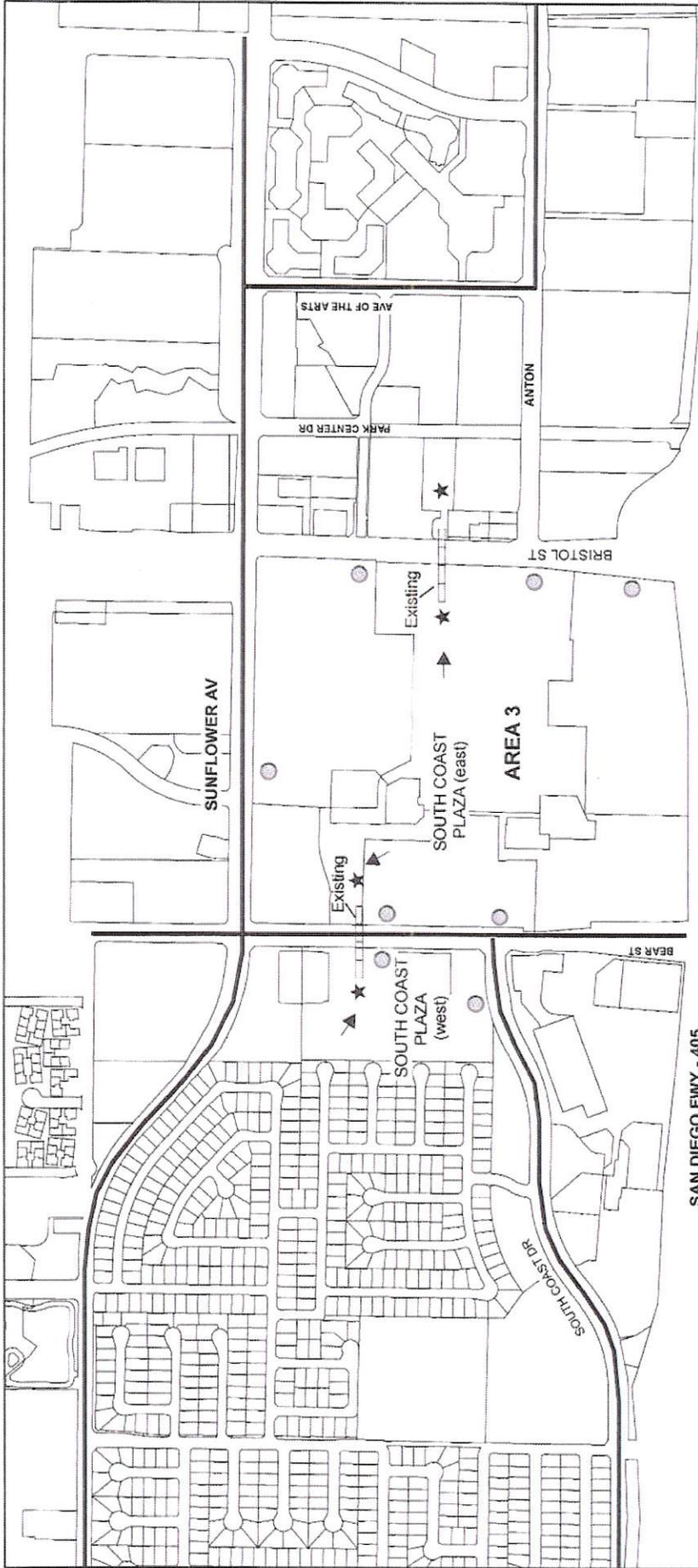
This site is designated Cultural Arts Center by the General Plan and the corresponding zoning is TC. The maximum FAR is 1.77 for the entire project area; this corresponds to a maximum non-residential building square footage of 4,161,813. The non-residential trip budget for this area is 5,180 a.m. peak hour trips and 6,632 p.m. peak hour trips. The FAR for specific non-residential developments or ownership parcels may exceed the maximum of 1.77, provided that the maximum allowable FARs shown in Table 5A for each sub-area are not exceeded.

In 2007, General Plan Amendment (GP-06-02) was approved to allow 535 high-rise/high-density residential units in specific locations in South Coast Plaza Town Center. Table 5A indicates the maximum number of units for each sub-area and the corresponding trip budget associated with the residential uses. See following sub-areas discussion for additional discussion.

Sub-Areas

The SCPTC was divided into three sub-areas in conjunction with the approval of GP-00-02. These three sub-areas are under separate ownership. Provided in Table 5A is a statistical summary of the maximum floor area ratio, building square footage, and trip budgets for each sub-area. Figures 14A & 14B illustrate the boundaries of the sub-areas.

To facilitate flexibility within a sub-area, building square footages may be transferred, provided that the total building square footage, floor area ratio, and trip budget for the affected sub-area are not exceeded as delineated in Table 5A. Transfers between any of the sub-areas are not permitted.



AREA 3 - SOUTH COAST PLAZA
Development Summary

Total Area: 115 Acres
 (97 acres - South Coast Plaza East
 18 acres - South Coast Plaza West)

General Plan: Regional Commercial
 Zoning: PDC

Maximum Intensity: 0.652 FAR - South Coast Plaza (east)
 0.89 FAR - South Coast Plaza (west)

Maximum Square Footage: 2,750,000 sf - South Coast Plaza (east)
 690,350 sf - South Coast Plaza (west)

Trip Budget:
 South Coast Plaza (east) - 1,166 a.m. peak hour trips
 5,036 p.m. peak hour trips
 South Coast Plaza (west) - 293 a.m. peak hour trips
 1,264 p.m. peak hour trips

Maximum Building Height: 4 stories/85 feet

LEGEND

- Project Entry
- ★ Pedestrian Directional Signage
- Pedestrian Linkage
- Bikeway
- ▬ Pedestrian Overpass

Note: The information provided in graphic form is intended to be illustrative and is not intended to be interpreted as the precise location for future land uses or structures, unless so specified in Section 4.0 Development Standards.



Figure 13

Table 5A- South Coast Plaza Town Center Sub-Area Statistics North Costa Mesa Specific Plan					
	Maximum Allowable Non-Residential FAR	Maximum Non-Residential Building Square Footage	Maximum Allowable Number of High-Rise Residential Units	Maximum A.M. Peak Hour Trip Budget	Maximum P.M. Peak Hour Trip Budget
Pacific Arts Plaza Sub-Area 1 (18.19 acres)					
Option 1	1.46 ^{1,2}	1,160,528 sq. ft. ²	180	2,111 ³	2,150
Option 2	1.55 ¹	1,227,978 sq. ft.	0	2,133	2,150
Segerstrom Center for the Arts Sub-Area 2 (11.21 acres)					
	1.67 ⁵	815,285 sq. ft.	80	283	1,029
Segerstrom Town Center Sub-Area 3 (24.5 acres)					
Option 1	1.88 ²	2,015,195 sq. ft. ²	275	2,729 ³	3,453
Option 2	1.98	2,118,550 sq. ft.	0	2,764	3,453
TOTAL SOUTH COAST PLAZA TOWN CENTER					
Option 1	1.70 ²	3,991,008 sq. ft. ²	535	5,123 ³	6,632
Option 2 ⁴	1.77 ⁵	4,161,813 sq. ft.	80	5,180	6,632
<ol style="list-style-type: none"> 1. Maximum floor area ratio calculation includes land dedicated or reserved for right-of-way for the Avenue of the Arts off-ramp and associated flood control improvements. 2. This maximum FAR and building square footage may be increased to no more than the Option 2 FAR and building square footage in direct relation to the decrease in the maximum number of high-rise residential units. 3. This maximum peak hour trip budget may be increased to no more than the Option 2 peak hour trip budget in direct relation to the decrease in the maximum number of high-rise residential units. 4. This alternative includes the 80 high-rise residential units associated with the museum site in Segerstrom Center for the Arts Sub-Area 2. 5. This maximum FAR may not be increased if the 80-unit residential component is not constructed in conjunction with art museum/art academy in Sub-Area 2. 					

Pacific Arts Plaza Sub-Area 1: GP-06-02 amended the 2000 General Plan to allow high-rise/high-density residential units in the Cultural Arts Center land use designation. In this sub-area, 180 residential high-rise residential units may be constructed at the southwest corner of Park Center Drive and Anton Boulevard in conjunction with the demolition of the existing office building. This would result in a maximum non-residential floor area ratio of 1.46 with a maximum number of 180 high-rise residential units on 1.3 acres that equals 138 units per acre (Option 1 shown in Table 5A). This maximum non-residential FAR and building square footage may be increased to no more than the Option 2 non-residential FAR of 1.55 and associated building square footage in direct relation to the decrease in the maximum allowable number of high-rise residential units.

Should the property owner determine not to develop the high-rise residential option, the maximum allowable non-residential square footage for this sub-area is 1,227,978 square feet with a corresponding FAR of 1.55; see Option 2 in Table 5A.

For both Options 1 and 2, Table 5A indicates the a.m. and p.m. trip budgets, maximum number of dwelling units, maximum non-residential building square footage and associated floor area ratio.

As shown in Table 5A, the Option 1 a.m. trip budget may be adjusted to be no more than the Option 2 a.m. trip budget in direct relation to the decrease in the maximum allowable number of dwelling units. Unbuilt entitlements for this sub-area are shown in Table 5B and Figure 14A & 14B.

Seegerstrom Center for the Arts Sub-Area 2: GP-06-02 amended the 2000 General Plan to allow high-rise/high-density residential units in the Cultural Arts Center land use designation. In this sub-area, 80 residential high-rise residential units may be constructed at the vacant southwest corner of Avenue of the Arts and the Pedestrian Plaza in conjunction with the new art museum/academy building. For this sub-area, the maximum allowable floor area ratio is 1.67 and the maximum allowable number of dwelling units is 80 units. Unlike, Sub-Areas 1 and 3, if the 80-unit residential component is not constructed in conjunction with the art museum/academy or fewer than 80 units are constructed, then the maximum allowable non-residential floor area ratio for this sub-area will not increase proportionately. The trip budget for this sub-area is 283 a.m. peak hour trips and 1,029 p.m. peak hour trips. Unbuilt entitlements for this sub-area are shown in Table 5B and Figure 14A & 14B.

Seegerstrom Town Center Sub-Area 3: GP-06-02 amended the 2000 General Plan to allow high-rise/high-density residential units in the Cultural Arts Center land use designation. In this sub-area on 3.3 acres, the following unbuilt entitlements have been approved:

- 200-key hotel (220,000 sq.ft.) and 50 residential units at 3400 Bristol Street.
- Office high rise building (336,525 square feet) at 3420 Bristol Street (OR) mixed-use development of office uses (233,170 square feet) in addition to residential units (225 units) at 3420 Bristol Street.
- ~~a mixed-use development composed of 233,170 square feet of office and 225 high-rise residential units may be constructed at the southeast corner of Bristol~~

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Street and Sunflower Avenue in conjunction with the demolition of an existing office building. Another mixed-use development composed of a 200-room hotel and 50 high-rise residential units may be constructed at the northeast corner of Bristol Street and Town Center Drive in conjunction with the demolition of two existing theaters. In order to be fully implemented, these entitlements require the demolition of the former theater uses (31,500 square feet) which have been demolished and the existing office uses of 84,025 square feet. This would result in a maximum non-residential FAR of 1.88 with a maximum number of 275 high-rise residential units (Option 1 in Table 5A) in this sub-area. This maximum non-residential FAR and building square footage may be increased to no more than the Option 2 non-residential FAR of 1.98 and associated building square footage in direct relation to the decrease in the maximum allowable number of high-rise residential units.

Forma

Should the property owner determine not to develop the high-rise residential option in any form, the maximum allowable non-residential building square footage for this sub-area would be 2,118,550 square feet with a corresponding FAR of 1.98, AM Peak Hour trip budget (2,764 trips), PM Peak Hour trip budget (3,453 trips). This is the Option 2 development scenario shown in Table 5A, and Figure 14A & 14B. Table 5A/Option 2 describes the maximum buildout potential for the Segerstrom Town Center for commercial development. The existing buildings may be demolished, and the property may be redeveloped provided that the specified maximum allowable standards for nonresidential development, as shown in Table 5A, are not exceeded. For example, the single-story (with mezzanine) Park Tower annex building (32,316 square feet) on Town Center Drive may be demolished, and new construction may occur within the Segerstrom Town Center area as described in Table 5A.

For both Options 1 and 2, Table 5A indicates the a.m. and p.m. trip budgets, maximum number of dwelling units, maximum non-residential building square footage, and associated floor area ratio.

As with the maximum FAR and building square footage, the Option 1 a.m. trip budget may be adjusted to be no more than the Option 2 a.m. trip budget in direct relation to the decrease in the maximum allowable number of dwelling units. Unbuilt entitlements for this sub-area are shown in Table 5B.

Table 5B and Figures 14A & 14B provide further detail and illustrations of the anticipated permitted development within each of the three sub-areas. Precise building uses, locations, and square footages will be determined in conjunction with final master plan approvals for the SCPTC.

Preliminary and Final Master Plan

Forma

Title 13 of the Costa Mesa Municipal Code sets forth the processing procedures for preliminary and final master plans. Unbuilt entitlements and other proposed development shall require approval of a final master plan by the Planning Commission, or other final review authority as indicated in the Zoning Code. Proposed development may be constructed in a variety of mixed-use or nonresidential development scenarios subject to

master plan approval and conformance with the North Costa Mesa Specific Plan.

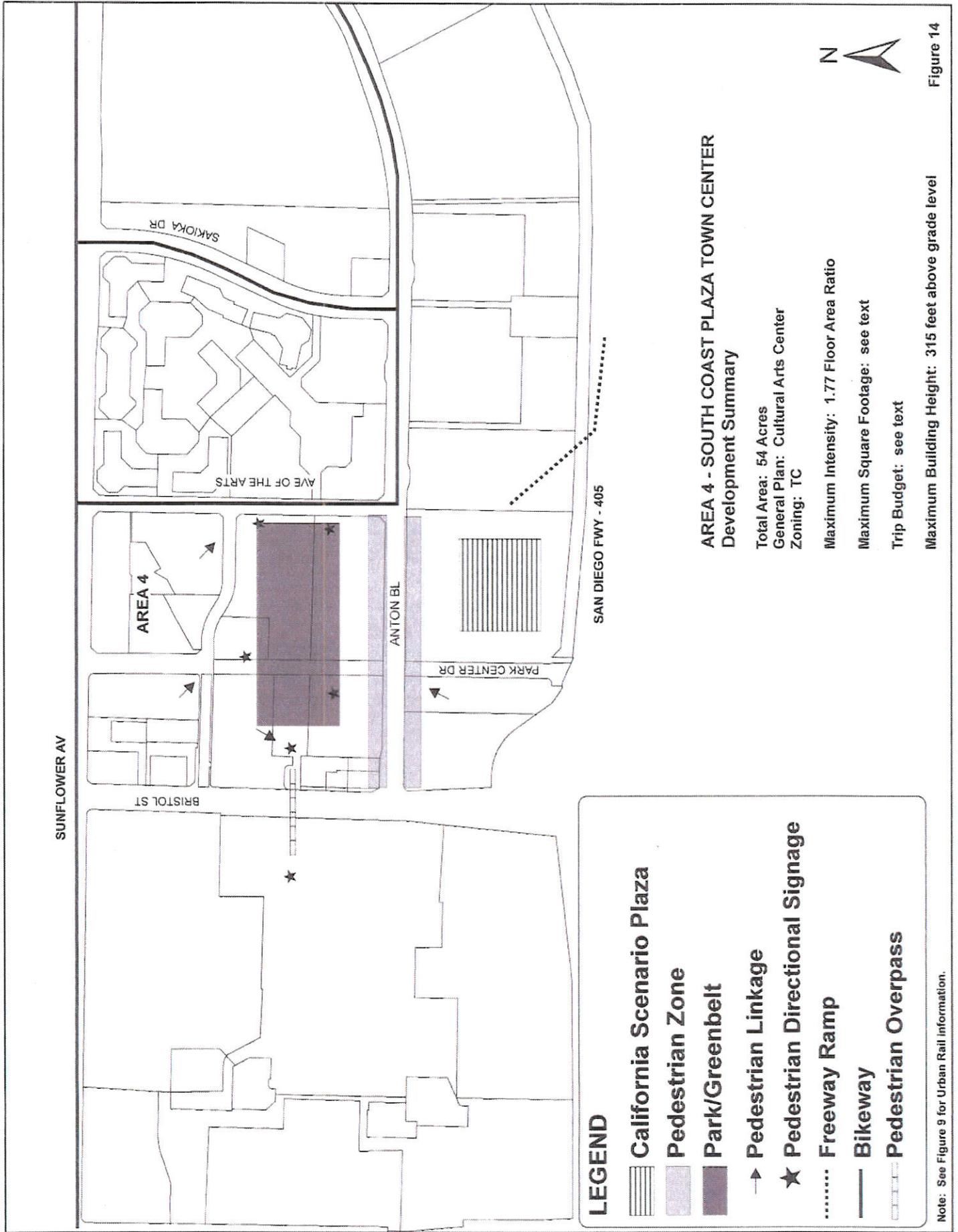
Land Use Compatibility/Integration

The remaining 1.64-acre parcel located adjacent to the Renée and Henry Segerstrom Concert Hall on Avenue of the Arts is in a well-defined urban area. A 140,000 square-foot museum and 80 high-rise residential units are approved for this site. The Segerstrom Hall Orange County Performing Arts Center, South Coast Repertory, Renee and Henry Segerstrom Concert Hall, Samueli Theater, and Plaza Tower are also in the immediate vicinity. Future development of the museum site should be complementary to these surrounding developments, and where possible, linked physically by sidewalks and open space/greenbelts. Anticipated development for this area is detailed in Table 5B and Figure 14A & 14B. Street level and pedestrian appeal should also be taken into account during site design. The site design should also consider The Lakes apartments located across Avenue of the Arts, so as to not cause significant shade or shadow impacts.

Pedestrian-oriented directional signage should be added within the existing 3-acre open space easement in Town Center. Signage should be placed at key entry points, particularly adjacent to the hotel, to guide pedestrians to the various attractions.

Building Heights

Building heights shall be limited to 315 feet above grade level. Buildings above 173 feet above grade level in height will require a Federal Aviation Agency (FAA) determination of no hazard.



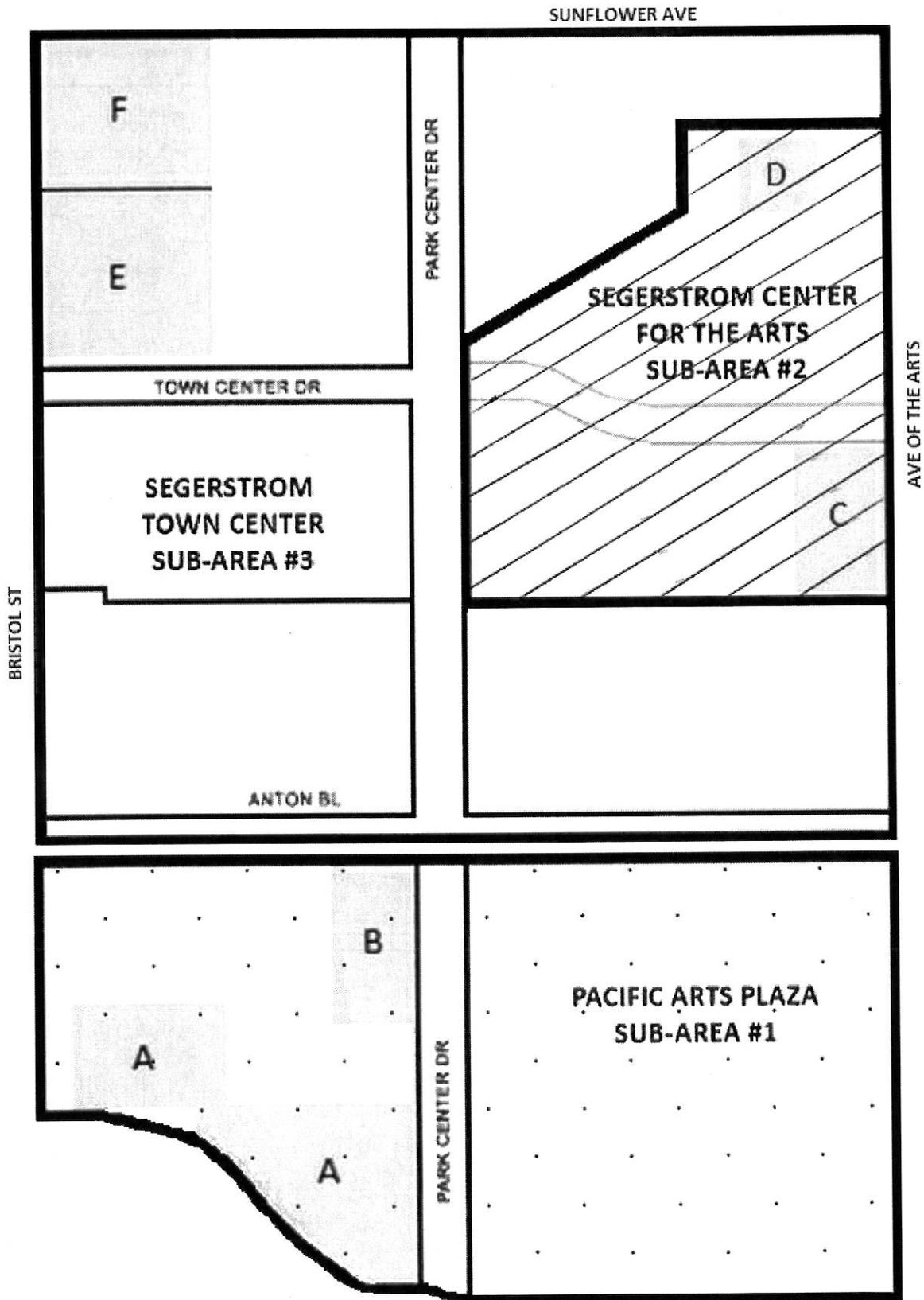
AREA 4 - SOUTH COAST PLAZA TOWN CENTER
 Development Summary

- Total Area: 54 Acres
- General Plan: Cultural Arts Center
- Zoning: TC
- Maximum Intensity: 1.77 Floor Area Ratio
- Maximum Square Footage: see text
- Trip Budget: see text

Maximum Building Height: 315 feet above grade level

Note: See Figure 9 for Urban Rail information.

Figure 14



LEGEND

 Future Development Area

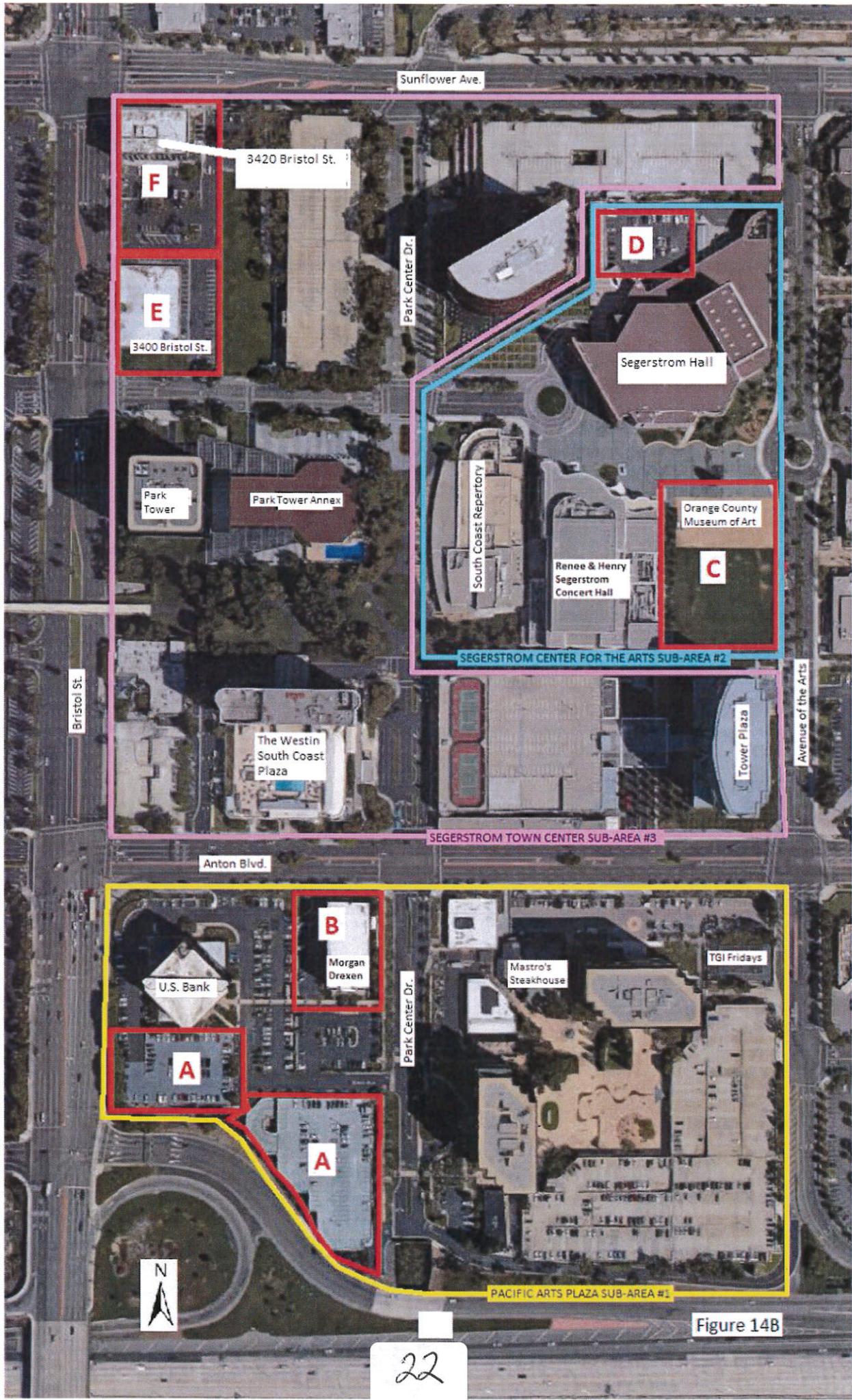
Note: See Table 5B for project information.

**South Coast Plaza Town Center
Conceptual Location of Future Projects**

21



Figure 14A



Sunflower Ave.

3420 Bristol St.

F

E

3400 Bristol St.

Park Center Dr.

D

Segerstrom Hall

Park Tower

Park Tower Annex

South Coast Repertory

Renee & Henry Segerstrom Concert Hall

Orange County Museum of Art

SEGERSTROM CENTER FOR THE ARTS SUB-AREA #2

Bristol St.

The Westin South Coast Plaza

Tower Plaza

Avenue of the Arts

SEGERSTROM TOWN CENTER SUB-AREA #3

Anton Blvd.

B

Morgan Drexen

A

U.S. Bank

Park Center Dr.

Mastro's Steakhouse

TGI Fridays



A

PACIFIC ARTS PLAZA SUB-AREA #1

Figure 14B



Table 5B- Statistical Summary of Unbuilt SCPTC Components as of 2006 North Costa Mesa Specific Plan				
Map Key	Unbuilt Entitlements Approved prior to 2006	Slated for Demolition (sq. ft.)	New Construction Approved in 2006 (GP-06-02)	Maximum Building Height (above grade level)
Segerstrom Town Center Sub-Area 3				
E.	Hotel-200-key (220,000 sq. ft.) <u>3400 Bristol Street</u>	2 theaters (31,500 square feet)	200-key hotel (220,000 sq. ft.) and a maximum of 50 high-rise residential units in a mixed-use development	315 ft. agl
F.	Office 336,525 sq. ft. <u>3420 Bristol Street</u>	84,025 sq. ft. office building	A. 336,525 sq. ft. office OR B. No less than Maximum 233,170 sq. ft. office and no more than maximum 225 residential high- rise units in a mixed-use development.	315 ft. agl
Source: City of Costa Mesa May 2006, <u>North Costa Mesa High Rise Residential Projects Program Environmental Impact Report (SCH# 2006011077)</u> .				



Circulation

The street network for this sub-area is in place. However, the Master Plan of Bikeways indicates a new bikeway on Avenue of the Arts and Sakioka Drive. The widening of the Bristol Street interchange with the I-405 is completed. Figure 9 indicates one urban rail alignment to the east of the project site.

Parks and Recreation

As stated in Section 2, Development Setting, the 3-acre open space/greenbelt easement boundaries were reconfigured and slightly expanded in 2001. In addition, it was secured as part of GP-00-02, as a permanent private open space area in Segerstrom Town Center and Segerstrom Center for the Arts. Also, in conjunction with the Pacific Arts Plaza approval of GP-00-02, the property owner is to preserve and maintain the California Scenario sculpture garden substantially in accordance with its existing configurations and function, commencing immediately and continuing for the useful life of the existing office buildings adjacent to the garden.

In conjunction with high-rise residential projects, private on-site recreational amenities shall be provided to serve the high-rise residents. These amenities may be located on the ground level, rooftop, and/or on a podium.

Theater and Arts District Plan

A Theater and Arts District (TAD) Plan was prepared in conjunction with the development of Town Center. The TAD Plan details the strategy to foster and enhance a unified look and feel for the area. Entry and monument signs, and other signs identifying the Theater and Arts District prominently include the name of the City. The plan addresses public access and parking fee restrictions for SCPTC parking structures for patrons of the cultural arts facilities, and the financing mechanisms for public street amenities. The TAD Plan is included as Appendix D.

Parking

Although the project area is composed of multiple ownerships, the parking demand analysis for SCPTC has always considered the project as a single development. Specifically, parking need not be located on the same parcel as the building for which it is required; all parking facilities are to be available to employees and visitors of all South Coast Plaza Town Center uses. Consistent with the historical analysis of parking demand for this project, any future parking studies need to continue to examine the South Coast Plaza Town Center as a single project.

Persons who are residents of the City of Costa Mesa attending a cultural arts venue during evenings (after 6 p.m.) or on weekends shall be provided a discount of fifty percent



(50%) off the price for parking otherwise applicable to the general public. For the high-rise residential units, the following parking rate range shall be appropriately applied to the residential development in conjunction with approval of any residential final master plan. The parking rate shall take into consideration the shared parking arrangements that exist in the South Coast Plaza Town Center.

Tenants: 1.5 to 2.0 parking spaces per unit

Guests: 0.5 parking spaces per unit for the first 50 units and 0.25 parking spaces for each unit above 50.

Furthermore in the final master plan for any high-rise residential development, consideration may be given to the feasibility of valet parking, tandem parking, and mechanical lift parking devices in order to fully meet the residential parking demands.