

**COLGAN, JULIE**

---

**Subject:** With great pride and confidence I support the new location of Arts & Learning Conservatory in Costa Mesa!

**ATTACHMENT 5**

**From:** Ruth DeNault [<mailto:rdenault@denaults.com>]

**Sent:** Friday, June 03, 2016 2:30 PM

**To:** BOUWENS-KILLEEN, WILLA <[WILLA.BOUWENS-KILLEEN@costamesaca.gov](mailto:WILLA.BOUWENS-KILLEEN@costamesaca.gov)>

**Subject:** With great pride and confidence I support the new location of Arts & Learning Conservatory in Costa Mesa!

Hello,

Arts & Learning Conservatory has brought outstanding educational programs in theater, music and orchestra to children of Orange County for over 10 years since it was founded by Debora Wondercheck. The instruction and programs are excellent and of great benefit to the development and confidence of the children and families. I am pleased to serve on the Board of Trustees of this fine organization.

Thank you,  
Ruth DeNault  
San Clemente, Ca.  
949-888-5200 x 102

PH-3

June 6, 2016

Costa Mesa Planning Commission

RE: CUP Application PA-16-48 for the Arts and Learning Conservatory

Dear Planning Commissioners:

Berean Community Church ("Berean") is the owner of property located at 3184-A Airway Ave, Costa Mesa, California, the subject property of the CUP application. The church is going on 19 years since the start back in April of 1997, when the church started with only 20 members. Berean has been a Costa Mesa resident since 2010.

We at Berean Community Church wholeheartedly support the approval of the CUP Application for the Arts and Learning Conservatory (the "Conservatory"). The Conservatory will be an excellent new owner of the Subject Property. Even though parking will be sufficient with the current use of Berean and the religious and cultural assembly at unit J, the use proposed by the Conservatory will significantly improve the parking impact at the business park. Therefore, we respectfully request the Planning Commission to approve the Conservatory's CUP Application.

[Signatures of Berean Members are to Follow]

**Received**  
City of Costa Mesa  
Development Services Department

JUN 06 2016

Dean Syn DEAN SYN  
 Susie Park SUSIE PARK  
 Eugene Kim  
 Philip Kim  
 Grace Yellon  
 Katherine Lee  
 Sharon Ma  
 Kevin Mao  
 Sherman Pao  
 Fujie Tang  
 Joshua Naputi  
 Stephen Moes  
 Cindy Chung  
 Jessica Bachmat  
 Tiffany Yu  
 Amber Lee  
 Elise Chin  
 Samantha Gee  
 Aaron Chen  
 Caren Oquindo  
 Alex Oquindo  
 Tanya Lee  
 Richard Lee  
 Vincent Kim

Eric Fang  
 Wai Hsi  
 Jason Paik  
 Justin Noh  
 KEVIN OSAKO  
 Jonny Wang  
 DALE SHIM  
 Joan Shipp  
 Kristen Huey  
 Amanda Lee  
 Justin Chen  
 Alysson Rae R. Gomez  
 Abigail Young  
 JANET YU  
 Randall Yee  
 Sarah Kim  
 SKYE CHO  
 Preston Lee  
 Arnold Kim

Diane Hong (Diane Hong)  
 Phil Lu (Richard Lee)  
 Samantha (Samantha Ho)  
 Jenny Chang (Wenny Chang)  
 Tyson Fong (Tyson Fong)  
 David Park (David Park)  
 ABRAHAM OH  
 Linda Tran  
 Byron Cho  
 Bryan Tong  
 Martin Mao  
 James Kim  
 Nathan Kim  
 Erick Kim  
 Linda Dang  
 Jane Lee  
 Sarah Hu  
 Tina Lin  
 John Tang  
 Jessica Tang  
 Mei Ling Peng  
 JIUN-RONG PENG  
 EMILY SUOYAMA

Joseph Myers  
 Jonathan Lie  
 HyeWan Kim  
 Tim Chang  
 Ohheeche  
 shylyun  
 Tammy You  
 Travis You  
 Sen Cho  
 Eugene Tseng

~~Lee Chy~~ Aaron Ching  
~~Lee~~ Mathew Esporas  
~~Derrick Ching~~ Derrick Ching  
~~Zachary Gong~~ Zachary Gong  
~~Wugene Chong~~ Wugene Chong  
~~Vernon Xu~~ Vernon Xu  
~~Emily Fu~~ Emily Fu  
~~Derrick Hong~~ Derrick Hong  
~~Min Hong~~ Min Hong  
~~Jin-Soo Lee~~ Jin-Soo Lee  
~~Marian Kim~~ Marian Kim  
~~Chi Hey Lee~~ Chi Hey Lee  
~~Nicklaus Y~~ Nicklaus Y  
~~Hubert Chong~~ Hubert Chong  
~~Jeremy Kim~~ Jeremy Kim  
~~Andrew Chong~~ Andrew Chong  
~~Shannon Chu~~ Shannon Chu  
~~Matthew Chen~~ Matthew Chen  
~~Melissa Yee~~ Melissa Yee  
~~ALEX YEE~~ ALEX YEE  
~~ESTHER LEE~~ ESTHER LEE  
~~ESTHER KIM~~ ESTHER KIM  
~~Helen Syn~~ Helen Syn  
~~Carrie Chong~~ Carrie Chong

~~TEREMIAH CHENG~~  
~~Diane Kim~~ Diane Kim  
~~Ashley Hamamoto~~ Ashley Hamamoto  
~~christine cha~~ christine cha  
~~Chris Choi~~ Chris Choi  
~~Donnon Oh~~ Donnon Oh  
~~Roman Quijano~~ Roman Quijano  
~~To Larry Ng~~ To Larry Ng  
~~Mitchell J. Kim, Esq.~~ Mitchell J. Kim, Esq.  
~~Grace Kim~~ Grace Kim  
~~DENISE TRAN~~ DENISE TRAN  
~~Grace Lee~~ Grace Lee  
~~Melanie Thi~~ Melanie Thi  
~~Harry Tong~~ Harry Tong  
~~Frank Chang~~ Frank Chang  
~~Linda Tang~~ Linda Tang  
~~Eve Chang~~ Eve Chang  
~~Matt Chong~~ Matt Chong  
~~James Lee~~ James Lee  
~~Hannah Chong~~ Hannah Chong  
~~Jakene Lee~~ Jakene Lee  
~~Ben Tang~~ Ben Tang

Jennifer Choi

Jeremy Chang

Josiah Lee

Philip Park

Joan Kim

Hamilton Kenney

Eunice Chan

Jennifer Lee

Christine Be

Joseph Lee

TIMOTHY ZENG

Samuel Lin

Stephanie Orzen

Anna Yang

Jessica Fang

Michelle Wong

Johnathan Yang

Chrystal Park

Timothy Park

SEAN TANG

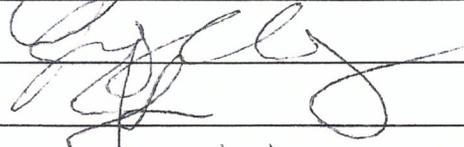
Jennifer Kang

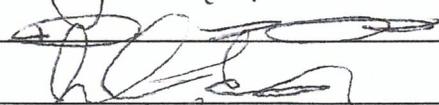
Corbin Bessie

John Kim

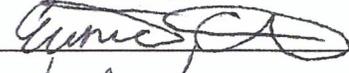
Raymond Sit

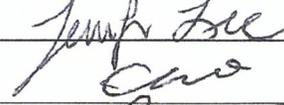


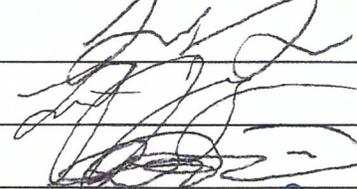


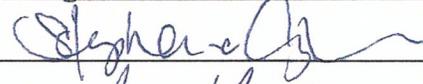


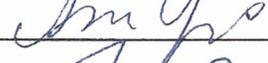


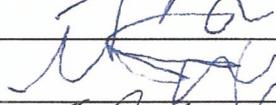


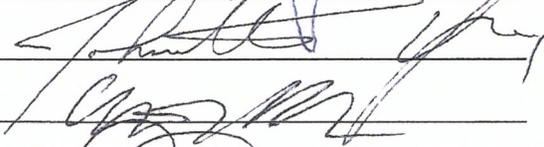


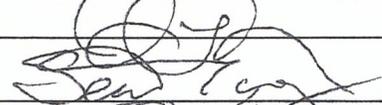


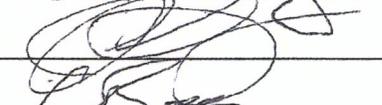




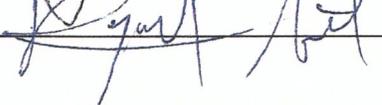












~~Jesse~~ Gerina Don  
Nichole Chong  
Breigh Dang  
Michelle Le  
Victoria Lee  
Joyce Lau  
Shelli Chan  
Angeline Xu  
Bethany Wong  
Jasmine Pang  
Claire Chu  
Esther Yang  
Carolyn Lai  
Elisa Yao  
Kristie Le  
Jennifer Lew  
sara Huete  
Michelle Choi Michelle Choi  
elissakang  
Young Shin  
samuel Tse  
Michael Chiang  
GRACE WOO  
Je Woo

Kris Ke  
David Rim  
Briah Sohe.  
Peter  
Sam Chan  
Christopher Fungre

Isaac Chung  
Alex Yi  
Paul Hsu  
Rachel Chiang  
Jeremy Wong  
Andy Wong  
Gloria Hong  
Melissa B. Wong  
Fion Ling  
Sarah Kim  
Essie Liu  
Jacqueline Lee  
Catherine Liu  
Jack Yu  
Timothy Huang  
Melissa Barlis  
MARK BARLIS  
Jack Chen  
Sincene Chen  
Sang Hwang  
Lin Hwang  
Beatriz Lim  
John Yoon  
Brian H. Lim

DAVIDS LEE  
Luke Kang





June 8, 2016

Ms. Willa Bouwens-Killeen, AICP  
Zoning Administrator  
City of Costa Mesa  
77 Fair Drive  
Costa Mesa, CA 92628-1200

RECD JUN 10 2016

**RE: MINOR CONDITIONAL USE PERMIT-APPLICATION PA-16-48  
3184A AIRWAY AVENUE  
KOLL IRVINE COMMUNITY ASSOCIATION  
COSTA MESA, CALIFORNIA**

Dear Ms. Bouwens-Killeen:

The Koll Irvine Community Association Board of Directors has requested that I contact you regarding the application for Conditional Use Permit #PA-16-48 for 3184A Airway Avenue in the Koll Irvine Community Association in Costa Mesa.

Over the past few years the City has continued to approve Conditional Use Permits over our objections and exacerbated the parking problem here. We respectfully request you discontinue this burdensome action.

3184A Airway Avenue is part of the Koll Irvine Community Association. The Association never received notice of the proposal Conditional Use Permit for property. We only received a copy of the Notice of Public Hearing for June 13, 2016 regarding the proposed use from a concerned building owner near 3184A Airway Avenue. Based upon the recent approval of the Conditional Use Permit for 3184J Airway Avenue, its proximity to 3184A Airway Avenue and prior experience, the Board of Directors and members of the Association are very concerned for existing businesses within the business park related to the anticipated impact upon parking as a result the proposed use. The Koll Board of Directors is not in favor of the proposed use for 3184A Airway Avenue. The Board is also respectfully requesting the Planning Commission to conduct a study of the possible impact on traffic and parking of the neighboring businesses in the Koll Irvine Community Association prior to considering any such use now or in the future.

We appreciate your immediate attention to this matter. Should you have any questions, please feel free to contact me at 714-433-7300 Ext 213 or by Email at [dhasan@pacificwest.cc](mailto:dhasan@pacificwest.cc)

Sincerely,

**Pacific West  
Asset Management Corporation**

  
David Hasan  
Property Manager

-35-

Enclosure

Mailing Address ◀ P.O. Box 19068 ▶ Irvine, California 92623-9068

3191-D Airport Loop ◀ Costa Mesa, California 92626-3404 ▶ 714.433.7300 F. 714.433.7330



## OFFICIAL PUBLIC NOTICE

The Costa Mesa Planning Commission will conduct a public hearing as follows to consider:

**HEARING DATE:** June 13, 2016

**HEARING TIME & LOCATION:** 6:00 P.M. or soon thereafter  
Council Chambers City Hall  
77 Fair Drive Costa Mesa, CA

**Application Nos.:** PA-16-48  
**Site Address:** 3184 Airway Avenue,  
Suite A

**Applicant:** Matt Christensen  
**Zone:** MP

**Contact:** Planning Division  
(714) 754-5245

**Environmental Determination:** Exempt – Section 15301  
Existing Facilities

**Website:** [www.costamesaca.gov](http://www.costamesaca.gov)

**Email:** [PlanningCommission@costamesaca.gov](mailto:PlanningCommission@costamesaca.gov)

**Description:** Conditional use permit to establish a music/theater arts and learning program for elementary and middle-school age children called The Arts and Learning Conservatory. The proposed Conservatory will be located in an existing 6,000 square foot industrial building formerly utilized by the Berean Community Church. The building will be used for the following uses: administrative offices; after school music and theatre programs from 4:00 pm to 9:00 pm, Monday through Friday; summer day camp from 8:00 am to 3:00 pm, Monday through Friday; and theatrical productions on 6 weekends Friday through Sunday throughout the year. The request also includes consideration of site-specific shared parking requirements due to unique operating characteristics. A parking study prepared by LSA Associates identifies a parking demand of a maximum of 101 parking spaces for the proposed use. If approved, the proposed conditional use permit shall supersede the current conditional use permit for the Borean Church which would be revoked.

**Environmental Determination:** The project is categorically exempt under Section 15301 of the State CEQA (California Environmental Quality Act) Guidelines – Class 1 (Existing Facilities).

**Public Comments:** A copy of the application can be viewed on the City's webpage [www.costamesaca.gov](http://www.costamesaca.gov) under the Development Services Department/Planning Division heading 72 hours prior to the hearing date. Public comments in either oral or written form may be presented during the public hearing. Any written communication, photos or other materials for distribution to the Planning Commission must be received by the Planning staff (2nd floor) prior to **3:00 pm** on the day of the hearing (see date above). Please note that no copies of written communication will be made after **3:00 PM**. If the public wishes to submit written comments to the Planning Commission at the hearing 10-copies will be needed for distribution to the Commissioners, City Attorney and Staff. If you challenge this action in court, you may be limited to raising only those issues you, or someone else raised, at or prior to the hearing. For further information, telephone (714) 754-5245, or visit the Planning Division, Second Floor of City Hall, 77 Fair Drive, Costa Mesa, California. The Planning Division is open 8:00 a.m. to 5:00 p.m. Monday through Friday.

OFFICIAL PUBLIC NOTICE

# KOLL IRVINE CENTER

405 FREEWAY



# JOHN WAYNE AIRPORT

RED HILL AVENUE

AIRPORT LOOP DRIVE

AIRWAY AVENUE

Cell towers



C.U.P. Application  
PA-16-48  
PAULARINO AVENUE ↓

-37-

C.U.P. ZA-15-38

# MEYER PROPERTIES

4320 VON KARMAN • NEWPORT BEACH, CALIFORNIA 92660  
(949) 862-0500 • FAX (949) 862-0515

June 10, 2016

Via Email: Planning Commission@costamesaca.gov

Ms. Willa Bouwens-Killeen, AICPA  
Zoning Administrator  
City of Costa Mesa  
77 Fair Dr.  
Costa Mesa, CA 92628

Re: Conditional Use Permit Application PA-16-48  
The Arts and Learning Conservatory

Dear Ms. Bouwens-Killeen:

When Airway Commerce Center was developed I worked in the Commercial and Industrial Loan Department at Home Savings & Loan. We made a loan on one of the units and I remember that it was nice to see an industrial development with more than 2 parking spaces per 1000 square feet of useable building area. Over the years, the nature of the uses has changed dramatically while the number of parking spaces have not. Many of these changes were not contemplated in the CC&R's nor was the increased square footage of useable space which occurs when the inset doorways are enclosed.

The effect of these changes has been to place an unreasonable and unmanageable burden upon the owners of the business park. As you know from the parking problems that, as we anticipated and advised the City when we recommended against approving the Islamic Education Center, have occurred and the City's intervention was required. While a security guard was hired to regulate the parking problem, our property manager now has to oversee the security guard.

The business park has just under 3.5 parking spaces per 1000 square feet of usable building area. A 6000 square foot tenant should be able run his business with 21 spaces. The Arts and Learning Conservatory indicates they need 101 spaces. This is clearly unacceptable.

The hours during which the Conservatory operates is in direct conflict with the existing businesses. Remember, these buildings are primarily occupied by small business owners who operate their business not only work during normal business hours, but often work outside of normal business hours.

To the best of my knowledge the City has made no effort to study the parking issues at the business park nor to evaluate the cumulative effect of the numerous conditional use permits the it has approved.

Moreover, this is a business park and not an appropriate site for children. It is not designed to handle the drop-off and pick-up of children. Having to dodge delivery trucks would be a significant hazard. Having such a use so close to the noise and pollution coming from the Orange County Airport is particularly deleterious to children. . In addition the use and parking requirements are in violation of our Association CC&R's. Logic and reason dictate that this use is inappropriate for Airway Commerce Center

In closing I have to state that it is disappointing and distressing that the City continues to ignore the needs of current property owners.

Sincerely,  
Meyer Properties



James B. Hasty  
Senior Vice President

cc: M.H. Leifer, Esq.

June 13, 2016

Lee A. McCullough  
1002 Presidio Drive  
Costa Mesa, CA 92626

**Received**  
City of Costa Mesa  
Development Services Department

**JUN 13 2016**

Costa Mesa Planning Commission  
77 Fair Drive  
Costa Mesa, CA 92626

Re: PA-16-48  
3184\_A Airway Avenue - Music and Arts Conservatory

Disclosures:

I am a resident of Costa Mesa for forty years.  
I am the owner of 3194-C Airport Loop Drive in the same common interest development  
I am an industrial property real estate broker since 1973, with the last 25 years with Colliers International.  
These comments are my own and in no way reflect the views of Colliers International or other agents within the firm.

I object to the proposed CUP on both procedural grounds and operation specifics.

Procedural:

1. Lack of proper notice to affected properties as required by state law..  
The proposed CUP is for use of the common area of which I am an owner and association member, as are all property owners within the Common Interest Development known Koll/Irvine Center in the recorded Declarations and CC&Rs. Therefore all owner / members should have received notification.
2. Since the proposed use is not permitted under the CC&R's, which run with the land, or approved by association members, the City of Costa should not have any say in the matter
3. The current CUP with the proposed seller of the application situs, the Berean Church, should expire when the party to which it was awarded is no longer the owner of the property. This is a conditional use permit which should not be confused with the permitted uses in the Declarations and CC&R's which do run with the land.

Operation Specifics:

1. As a practicing industrial property broker in Orange County for 40 years I do not support nonconforming uses in these industrial developments. All types of uses gravitate to the industrial communities because, as developed property types go, we are the lowest priced on the food chain – but there is a reason for that. Our uses have a larger FAR because we don't employ, on average, as many people per square foot of property and we don't have as many visitors. Office and retail zoned properties, with their much higher parking ratios and, consequently, higher prices are where these people intensive uses belong to locate
2. The CC&R's regulate acceptable uses within the project, in good part, because the industrial zoning does not provide the parking for such people intensive uses. I believe our overall parking ratio is approximately 2.75 cars per one thousand square feet of building area. It was larger initially but as mandatory ADA adjustments were made the ratio dipped slightly. This 6,000 square foot learning center is entitled to 16.5 parking spaces. My 8,000 square foot unit is entitled to 22 parking spaces, all in common, none reserved. All association members pay for the maintenance and repair of the common area parking. Yet you are considering giving a benefit to one owner, for a use that is not allowed under the CC&R's and not supported by the association members, that is 6 times greater than any other similarly sized units is entitled to?

3. The proposed hours of operation are 4:00 AM to 9:00 PM Monday through Friday and 8:00 AM to 3:00 PM Monday through Friday in the summer. The administrative functions are acceptable, however the hours of the after school programs are in direct competition with the business hours of the traditional uses the project was developed to accommodate. There are industrial processes, deliveries and vehicles underway that are incompatible with middle –school aged children.

Someone might raise the argument that similar uses have been previously approved in the project. So I ask, if you pursue a course of action that later results in overwhelming negative consequences, are you obligated to continue to make that mistake again just to be “fair”?

Sincerely,



Lee A McCullough  
Daytime Phone- 949-874-2962

cc. Costa Mesa Planning Commission

SCHEDULE 1 - PERMITTED USES IN KOLL/IRVINE CENTER

BX 10949PG 175  
BX 1082PG 221

1. Uses primarily engaged in research activities, including, but not limited to, research laboratories and facilities, developmental laboratories and facilities, and compatible light manufacturing such as but not limited to the following list of examples:
  - a. Bio-Chemical
  - b. Chemical
  - c. Development Facilities for National Welfare on Land, Sea and Air
  - d. Film and Photography
  - e. Medical and Dental
  - f. Metallurgy
  - g. Pharmaceutical
  - h. X-ray
2. Manufacture, research assembly, testing and repair of components, devices, equipment and systems when incidental to the permitted use and parts and components such as but not limited to the following list of examples:
  - a. Coils, Tubes, Semi-Conductors
  - b. Communication, Navigation Control, Transmission and Reception Equipment, Control Equipment and Systems, Guidance Equipment and Systems.
  - c. Data Processing Equipment and Systems
  - d. Glass Edging, Beveling and Silvering
  - e. Graphics, Art Equipment
  - f. Metering Instruments
  - g. Optical Devices, Equipment and Systems
  - h. Phonographs, Audio Units, Radio Equipment and Television Equipment
  - i. Photographic Equipment
  - j. Radar, Infrared and Ultraviolet Equipment and Systems
  - k. Scientific and Mechanical Instruments.
  - l. Testing Equipment
3. Blueprinting, photostating, photo engraving, printing, publishing and bookbinding, provided that no on-site commercial service is associated with said use.
4. Administrative, professional and business offices associated with and accessory to a permitted use.
5. Headquarters offices, (Regional or home offices) of industries and which are limited to a single use and accessory to a permitted use.
6. Cafeteria, cafe, restaurant or auditorium accessory with and incidental to a permitted use.

7. Manufacturing, to include but not limited to the following list of examples:
- A. Manufacturing, and/or assembly of the following or similar products:
- a. Aircraft and Related Components
  - b. Automobiles, Trucks, Trailers and Parts
  - c. Boats
  - d. Clocks and Watches
  - e. Coffins
  - f. Ceramic Products
  - g. Concrete Products
  - h. Electrical Appliances
  - i. Farm Equipment
  - j. Heating and Ventilating Equipment
  - k. Linoleum
  - l. Machinery and Machines Tools
  - m. Musical Instruments
  - n. Neon Signs
  - o. Novelties
  - p. Oil Well Valves and Repairs
  - q. Optical Goods
  - r. Refrigeration
  - s. Screw Machine Products
  - t. Sheet Metal Products
  - u. Shoes
  - v. Silk Screens
  - w. Sporting Goods
  - x. Springs
  - y. Stencils
- B. The Manufacture of products made from the following or similar materials:
- a. Aluminum
  - b. Bags, except Burlap Bags or Sacks
  - c. Batteries
  - d. Boxes, Paper
  - e. Brass
  - f. Cans
  - g. Copper
  - h. Glass
  - i. Grinding Wheels
  - j. Iron
  - k. Linoleum
  - l. Matches
  - m. Mattresses
  - n. Paper
  - o. Steel
  - p. Tin
  - q. Tools
  - r. Wool
  - s. Yarn

- C. The manufacturing, compounding, processing or treatment of the following or similar items:
- a. Candles
  - b. Detergents
  - c. Disinfectants
  - d. Dye
  - e. Food Products
  - f. Pharmaceutical Products
  - g. Plastics
  - h. Toiletries
  - i. Vitamin Products
  - j. Waxes & Polishes
- D. Woodworking Shops (provided that, if a planer, router, sticker or moulder is maintained, all doors and windows in the outside walls of the room in which said machinery is located shall be kept closed while said machines is in use) which produce such products as box, furniture and wood products.
8. Industries engaged in the distribution and/or storage or warehousing of products similar to those listed as permitted uses in this section.
9. General contractor and construction industries relating to the building industry, such as general contractors, electrical contractors, plumbing contractors, etc.
10. Architects, Designers, Engineers, Contractor and Sub-Contractors, Service Centers, Distribution and Warehouse Facilities.



## OFFICIAL PUBLIC NOTICE

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<b>HEARING DATE:</b>	June 13, 2016	<b>HEARING TIME &amp; LOCATION:</b>	6:00 P.M. or soon thereafter Council Chambers City Hall 77 Fair Drive Costa Mesa, CA
<b>Application Nos.</b>	PA-16-48	<b>Applicant:</b>	Matt Christensen
<b>Site Address:</b>	3184 Airway Avenue, Suite A	<b>Zone:</b>	MP
<b>Contact:</b>	Planning Division (714) 754-5245	<b>Environmental Determination:</b>	Exempt – Section 15301 Existing Facilities
<b>Website:</b>	<a href="http://www.costamesaca.gov">www.costamesaca.gov</a>	<b>Email:</b>	<a href="mailto:PlanningCommission@costamesaca.gov">PlanningCommission@costamesaca.gov</a>

**Description:** Conditional use permit to establish a music/theater arts and learning program for elementary and middle-school age children called The Arts and Learning Conservatory. The proposed Conservatory will be located in an existing 6,000 square foot industrial building formerly utilized by the Berean Community Church. The building will be used for the following uses: administrative offices; after school music and theatre programs from 4:00 pm to 9:00 pm, Monday through Friday; summer day camp from 8:00 am to 3:00 pm, Monday through Friday; and theatrical productions on 6 weekends Friday through Sunday throughout the year. The request also includes consideration of site-specific shared parking requirements due to unique operating characteristics. A parking study prepared by LSA Associates identifies a parking demand of a maximum of 101 parking spaces for the proposed use. If approved, the proposed conditional use permit shall supersede the current conditional use permit for the Borean Church which would be revoked.

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-45-

**COLGAN, JULIE**

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**From:** Michelle M. Pase <MPase@ptwww.com>  
**Sent:** Monday, June 13, 2016 3:51 PM  
**To:** PLANNING COMMISSION; LEE, MEL  
**Cc:** Michael H. Leifer; Michael Kehoe; Erin Balsara Naderi  
**Subject:** Conditional Use Permit PA-16-48 for Arts and Learning Conservatory and Shared Parking Requirements at 3184 Airway Ave., Suite A  
**Attachments:** 20160613145024.pdf

At the request of Mr. Leifer, attached in PDF format is a correspondence of today's date regarding the above referenced matter. Please review.

Thank you.

**Michelle Pase | Assistant to Michael H. Leifer, Erin B. Naderi and Nazani N. Temourian**  
Palmieri, Tyler, Wiener, Wilhelm & Waldron LLP  
1900 Main Street, Suite 700 | Irvine, CA 92614  
Direct Dial (949) 851-7325 | Fax (949) 851-1554  
[mpase@ptwww.com](mailto:mpase@ptwww.com) | [ptwww.com](http://ptwww.com)

**PALMIERI TYLER**

ATTORNEYS AT LAW

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# PALMIERI TYLER

ATTORNEYS AT LAW

ANGELO J. PALMIERI (1926-1996)  
ROBERT F. WALDRON (1927-1998)

MICHAEL J. GREENE\*      RYAN M. EASTER  
DENNIS W. GHAN\*      ELISE M. KERN  
DAVID D. PARR\*      MELISA R. PEREZ  
CHARLES H. KANTER\*      MICHAEL I. KEHOE  
PATRICK A. HENNESSEY      CHADWICK C. BUNCH  
DON FISHER      ANISH J. BANKER  
GREGORY N. WEILER      RYAN M. PRAGER  
WARREN A. WILLIAMS      ERIN BALSARA NADERI  
JOHN R. LISTER      ERICA M. SOROSKY  
MICHAEL H. LEIFER      JERAD BELTZ  
RICHARD A. SALUS      JOSHUA J. MARX  
NORMAN J. RODICH      ERIN K. OYAMA  
RONALD M. COLE      KATHERINE M. SHAW  
MICHAEL L. D'ANGELO      BRIAN GLICKLIN  
STEPHEN A. SCHECK      OMAR HASHIM  
DONNA L. SNOW      NAZANI N. TEMOURIAN

ALAN H. WIENER\*, OF COUNSEL  
ROBERT C. IHRKE, OF COUNSEL  
MICHAEL C. CHO, OF COUNSEL

JAMES E. WILHELM, RETIRED  
DENNIS G. TYLER\*, RETIRED

\*A PROFESSIONAL CORPORATION

June 13, 2016

P.O. Box 19712  
Irvine, CA 92623-9712

**Michael H. Leifer**  
Direct Dial (949) 851-7294  
Direct Fax (949) 825-5412  
mleifer@ptwww.com

Refer To File No. 35458-003  
Document I.D. 1823699.1

## VIA E-MAIL

City of Costa Mesa Planning Commission  
77 Fair Drive  
Costa Mesa, California 92626

Re: Conditional Use Permit PA-16-48 for Arts and Learning Conservatory and Shared Parking Requirements at 3184 Airway Avenue, Suite A

Dear Planning Commissioners:

This office represents the association for the business park in which the 3184-A Airway Avenue property is located in--Koll-Irvine Community Association ("Association.")

The Association objects to the proposed conditional use permit. We request that this letter be included in the administrative record.

In reviewing the Staff Report, it omits material and fundamental information. It improperly presents in favor of adoption by omission and mischaracterization. In many ways, the Staff Report defies common sense about the nature of the Association's business park development and the nature of the Theater/School applicant. In short, they don't mix.

This Planning Commission is required to apply the Zoning Code even if it receives an inadequate or improper Staff Report.

The Theater/School should not be approved:

- The Theater/School is simply not compatible with the business park, the rights of the Association or the rights of its members.
- The Planning Commission cannot properly grant a conditional use permit for this proposed use. It also may not approve a deviation from the parking requirements.

-47-

PALMIERI TYLER

City of Costa Mesa Planning Commission

June 13, 2016

Page 2

- The application is for a theater within the MP (industrial park) zone. The theater space as proposed is more than half of the square-footage of the 3184-A unit. (Staff Report, p. 3.) Pursuant to Costa Mesa Municipal Code section 13-30, Land Use Matrix items 99 and 100, a theater is neither a permitted nor conditionally permitted use in the MP zone.
- Located next to the Freeway, the Airport and Redhill, the business park was developed for business use; not a Theater/School. The building and land ratio and configuration is business park, not Theater/School.
- The business park is subject to the CC&Rs. Staff's recommended approval is of a use that is not permitted.
- The Planning Commission cannot properly approve the requested "deviation" from parking requirements.
  - The Planning Commission cannot make the requisite findings to approve the request.
  - The parking area in the business park is part of the common area that is owned by the Association. Each member of the Association has a right to use the parking area--no one member's rights are superior or exclusive in relation to another member's.
  - Staff is recommending that the Planning Commission change the CC&Rs that govern the business park and the rights of the Association and its members by **purporting to approve a surcharge on the parking by the applicant**. Improper.
  - The Staff Report and the "analysis" provided is improper, incomplete and inadequate.
    - The "analysis" of parking appears to be focused on the "6 weekends" of performances--a total of 30 performances. It contravenes the rights of other members. The "analysis" defies common sense and the existing conditions about which the City is aware. It ignores the parking situation that will occur on a daily basis for the school and summer camp components.
    - The claim that the drop off and pick up does not need to be analyzed because "their parent's vehicle . . . does not remain on-site during the instructional period" defies commonsense and is not supported.

PALMIERI TYLER

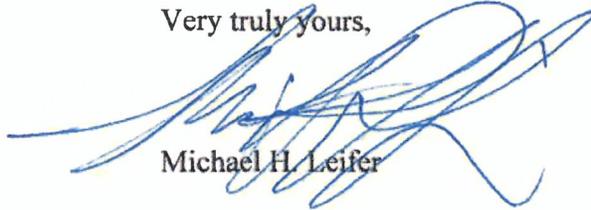
City of Costa Mesa Planning Commission  
June 13, 2016  
Page 3

- There has been no analysis of the circulation impacts on the parking area caused by having school-age children dropped off and picked up at set times during the day.

Approval of this application would purport to substantially affect important rights of the Association and its members including the rights provided in the CC&Rs. There is no evidence to support this use in the MP industrial park zone. There is no evidence to support the deviation from the Municipal Code and the significant surcharge on the parking proposed by this use.

The Association requests that the Planning Commission deny the instant application.

Very truly yours,



Michael H. Leifer

MHL:ebn

cc: Mel Lee, Senior Planner  
Client

June 13, 2016

Mel Lee  
Senior Planner  
City of Costa Mesa  
77 Fair Drive  
Costa Mesa, CA 92628-1200

**Re: CONDITIONAL USE PERMIT PA-16-48 FOR THE ARTS AND LEARNING CONSERVATORY**

Dear Ms. Lee:

I am a member and one of the leaders of Berean Community Church. I am also an attorney practicing in the area of real property and frequently deal with land use issues with various cities in California. I am writing today to submit my support for the above-referenced CUP application and to address some of the letters in opposition to the CUP.

I would like to address some concerns brought up in the letter from the association. In the letter, it states that it is "clearly unacceptable" for the proposed use to have 101 parking spaces. I hope it is clear to the commissioners that the 101 spaces are only anticipated during special performance dates, which are held 6 weekends per year. These include Friday evening, Saturday, and Sunday, which should not impact any of the existing uses. Also, the letter states that the Conservatory will have hours that is in direct conflict with the existing businesses. Please note that for the majority of business hours, the space will be used as an administrative office for 8 employees, who will only use 8 of the required 17 parking spaces. It is only from 4:00 pm to 9:00 pm that there will be classes held for 15 students, daily. The cars that do arrive will not be staying, as they will be parking mainly for drop-off purposes. Moreover, the LSA Associates, Inc. parking analysis at top of page 3 states regarding the parking impact during regular business hours as follows: "...Therefore, the proposed project is not anticipated to impact parking at 3184 Airway Avenue during regular business hours."

Additionally, the association claims that the City has made no effort to study the parking issues, nor evaluate the effects of previous discretionary approvals. This statement is contrary to the record. I believe that the planning staff has provided a thorough staff report and has done an excellent job in considering the parking impact from the previous entitlements to Suite A and Suite J. Also, the extensive parking study performed by LSA Associates is substantial evidence supporting a finding of sufficient parking for the proposed use.

Furthermore, I am attaching as **Exhibit A** a letter sent by the association regarding CUP application for 3184 J Airway Avenue. The association letter for this CUP application and **Exhibit A** are almost identical in wording and seems to be a standard cut and paste letter.

I would also like to address the claim that the site is not appropriate for children. Suite A is located immediately adjacent to Airway Avenue, and is the first building you see when you turn into the entrance. Because it is located on the edge of the industrial park, the dropping off of students will not impact the surrounding uses. It will not be necessary for the parents to drive through the entire parking lot to arrive at Suite A. Furthermore, children will not have to travel around any other suites to reach Suite A, as the parents can park directly in front of the proposed location. I believe that this is a prime location that avoids disturbance to the neighboring uses. (See attached photographs)

**Mel Lee**  
**June 13, 2016**  
**Page 2**

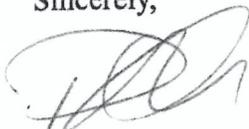
As for the area being a hazard to young children, I ask that the Commission be consistent with the past discretionary approvals. Berean Community Church has more than 50 children attending Sunday school each week, and the newly approved religious education center in Suite J will also have children. There is no basis of these claims of hazard for the children.

Finally, I am also attaching as **Exhibit B** and **Exhibit C** two letters submitted in opposition to CUP application for 3184 J Airway Avenue. In those letters, the neighbors pleaded with the City that only one religious organization should be approved within the business park. If the the planning commission approves the application that is before you today, the concerns of these neighbors will have been addressed.

In conclusion, on March 15, 2016, the City Council of Costa Mesa found that the existing parking supply for the complex (493 spaces) has been determined to be adequate to accommodate two religious assembly. The current application will reduce the parking demand at the complex. It stands to reason that this commission must find that the parking supply for the complex (493) is adequate for the use contemplated by the application before you today.

I hope that you will trust the planning staff's recommendation and approve the conditional use permit. Thank you.

Sincerely,



Philip Y. Kim

Encl:



*Via Certified and First Class Mail*

November 30, 2015

REC'D DEC 02

Ms. Willa Bouwens-Killeen, AICP  
Zoning Administrator  
City of Costa Mesa  
77 Fair Drive  
Costa Mesa, CA 92628-1200

**RE: MINOR CONDITIONAL USE PERMIT-APPLICATION ZA-15-38  
3184J AIRWAY AVENUE  
KOLL IRVINE COMMUNITY ASSOCIATION  
COSTA MESA, CALIFORNIA**

Dear Ms. Bouwens-Killeen:

The Koll Irvine Community Association Board of Directors has requested that I contact you regarding the application for Minor Conditional Use Permit #ZA-15-38 for 3184J Airway Avenue in the Koll Irvine Community Association in Costa Mesa.

Based upon prior experience, the Board of Directors is very concerned for existing businesses within the business park related to the anticipated impact upon parking with this type of use. The Board is respectfully requesting the Planning Commission to conduct a study of the possible impact on traffic and parking of the neighboring businesses in the Koll Irvine Community Association prior to approving any such use now or in the future.

We appreciate your immediate attention to this matter. Should you have any questions, please feel free to contact me at 714-433-7300 Ext 213 or by Email at [dhasan@pacificwest.cc](mailto:dhasan@pacificwest.cc)

Sincerely,

Pacific West  
Asset Management Corporation

A handwritten signature in black ink, appearing to read "D. Hasan", is written over the printed name.

David Hasan  
Property Manager

Enclosures

Mailing Address ◀ P.O. Box 19068 ▶ Irvine, California 92623-9068  
3191-D Airport Loop ◀ Costa Mesa, California 92626-3404 ▶ 714.433.7300 F. 714.433.7330

Ex A

SJH Airway LLC  
3184 K Airway Avenue  
Costa Mesa, CA 92626

February 8, 2016

Costa Mesa Planning Commission  
77 Fair Drive  
Costa Mesa, CA 92626

Re: Proposed Conditional Use request for 3184 J, Airway Avenue, Costa Mesa

To Whom It May Concern:

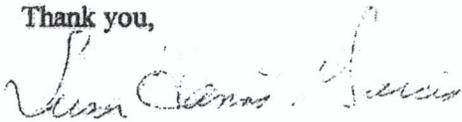
I am the owner of the property immediately adjacent to 3184 J and am very concerned about the impact another religious entity will have on not only my long term tenant, Howard Building Corporation, but also on the fair market value of my property if two religious entities are allowed within the same business campus complex.

You may not be aware that the Berean Community Church owns the property at 3184 A and also leases a portion of 3184 B, both directly across from my parcel. It is my firm belief that one religious group is all that should be allowed at the 3184 location. With two in residence, these groups would be competing for parking spaces leaving it that much more difficult for the remaining businesses to locate convenient parking.

Further, I do not believe that I received proper notification of this pending entitlement request.

Please seriously consider denying this request.

Thank you,



Susan Hanna Garcia  
SJH Airway LLC

Ex B

February 8, 2016

Costa Mesa Planning Commission  
77 Fair Drive  
Costa Mesa, CA 92626

Re: Conditional Use request for 3184 J Airway Avenue, Costa Mesa, CA

To Whom It May Concern:

I am an owner of 3184 L and a tenant of 3184 K. I am writing to inform you that I strongly object to having a second religious organization sharing the several buildings comprising the 3184 campus.

To have two churches competing for limited parking spaces makes no sense. While the Request for Use may indicate that they will have excess parking needs only on Sundays and other special holidays, the City of Costa Mesa has already granted such Conditional Use to our neighbor directly across from our building entrances, the Berean Community Church. To issue a second Conditional Use will no doubt prove to be a burden to my company and our employees. HBC typically has from a half dozen to a dozen employees spending some hours at our office on Saturdays and Sundays. While we can work in cooperation with one organization, it would certainly be much more difficult with a second religious entity adjacent to us.

Additionally, if this second request is granted, who is going to monitor their abiding by the mandates of the permit? I am not confident that the city will monitor this. No, once this Conditional Use is granted, there is no turning back.

Please do not approve this use.

Thank you,



Mike Howard  
Howard Building Corporation  
CHM, LLC

Exc





June 27, 2016

Lee A. McCullough  
1002 Presidio Drive  
Costa Mesa, CA 92626

Costa Mesa Planning Commission  
77 Fair Drive  
Costa Mesa, CA 92626

Re: PA-16-48  
3184-A Airway Avenue - Music and Arts Conservatory CUP

I was unable to attend referenced the conditional use hearing on June 13<sup>th</sup>, but I watched the video and know that the letter I submitted was received. There were several comments made or questions posed that I would have responded to.

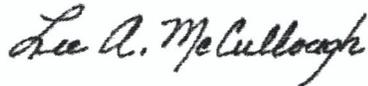
The issue of proper legal notification seemed to be minimized. However, a look at the City of Costa Mesa's conditional use permit application clearly shows that the Owner of the property must sign the application. This is a CUP requirement consistent among all cities, as it should be. If a prospective occupant for one of the units located in the development at the North East corner of Baker Street and Fairview wanted to pursue a CUP you would first require that CJ Segerstrom, as the owner of the property, sign the application – yet this requirement seems to be consistently ignored when it comes to areas under ownership by the association.

This proposed use, along with the church it would replace, is a "Conditional" use and as such, the planning commission and the city council can require any number of reasonable conditions. In my opinion, the first *reasonable* condition should be that the use has been approved by the association or, at the very least, is not in direct conflict with the underlying CC&R's.

Please remember this is private property so my basic question is - do you, as a commission, or the city council, have the right to give the use of private property to someone else just because they want it?

Imagine there is a large family living down the street from you and they own 9 cars which they do have enough room to park on their own property. So, I give them YOUR driveway. Mind you, I don't give it to them all the time, just 6 times a year for 3 days each time along with some short term use after 4:00 pm, but also earlier during the summer. You might object to that, but since most of the time when I drive by your house your driveway is empty, why shouldn't these nice people have access to something they need and you obviously aren't utilizing? Why? Because it should be up to them to find a solution to their parking needs that doesn't involve the taking of your right to use your private property.

Sincerely,



Lee A McCullough  
Daytime Phone- 949-874-2962

**Received**  
City of Costa Mesa  
Development Services Department

**JUN 28 2016**

**ADDITIONAL DOCUMENTS FOR**

**PH-2**

**APPEAL OF CONDITIONAL USE**

**PERMIT**

**PA - 16 - 48**



July 28, 2016

Mr. Steve Mensinger, Mayor  
City of Cost Mesa  
77 Fair Drive  
Costa Mesa, California 92626

Dear Mr. Mensinger,

We were introduced to Debora Wondercheck a few years back after being invited by a friend to see "Beauty and the Beast". We were floored by the performance especially after talking too Debora Wondercheck and finding out that most of the children in the cast had no vocal or acting ability. We also loved that fact that Debora has a love for music and the arts.

She started Arts & Learning in 2004 before the Orange County bankruptcy. The first thing to go in situations like that is always the Arts. And being that Orange County is rich in the Arts with Bowers Museum and Segerstrom Center, Debora knew she had to find a way to bring Music and there theatre back to our public schools. Arts & Learning Conservatory is in over 25 schools and is even starting to branch out to Riverside County.

Debora's love for the arts is infectious and right in line with what my wife and I love. My son has even been in small plays they have done. Seeing and hearing, from present and past children that have been involved with Arts & Learning, is why we have been financial partners with the Arts & Learning Conservatory.

We have stepped up to be the primary funders of getting the new building which is presently the Berean Church. The new building fits Arts & Learning perfectly. The Church is giving Arts & Learning all the chairs, sound equipment and has already been upgrade by Berean Church to meet all city and state codes. It had angled walls which makes it perfect for a class room setting and conservatory workshops.



As for the concern about parking and traffic in the business center, that shouldn't be a problem as there is plenty of curbside parking and the kids will be dropped off. They have on the minimum 6 productions a year for fundraisers that would only occur a few weekends a year. They do have small class productions, with all of the children being dropped off and picked up by their parents after school or on Saturdays.

They definitely won't have as much traffic as the church which has been operating there for years. The benefit of this space for Arts & Learning as well as for Orange County I believe far outweighs any cons for this use.

Thank you for your time,

Michael Borland  
Caryn Hildebrand Borland  
[pinghead@cox.net](mailto:pinghead@cox.net)

Cc: Mayor Pro Tem Jim Righeimer  
Council Members:  
Katrina Foley  
Sandra Genis  
Gary Monahan  
CEO Tom Hatch

## ADDITIONAL DOCUMENTS FOR PH-2



### *NEWPORT-MESA Unified School District*

2985 Bear Street • Costa Mesa • California 92626 • (714) 424-5000

BOARD OF TRUSTEES

Dana Black • Walt Davenport • Martha Fluor

Judy Franco • Charlene Metoyer • Vicki Snell • Karen Yelsey

Dr. Frederick Navarro, Superintendent

July 28, 2016

Mr. Steve Mensinger, Mayor  
City of Cost Mesa  
77 Fair Drive  
Costa Mesa, California 92626

Dear Mr. Mensinger,

The Arts & Learning Conservatory has been partnering with the Newport-Mesa Unified School District for over eight years. I have served with Ms. Debora Wondercheck, Founder and CEO of Arts & Learning Conservatory, on our Newport-Mesa Visual and Performing Arts Committee for over four years. She is a valuable and contributing member.

In Newport-Mesa, we believe the arts, both visual and performing, are a necessary part of a student's education. We believe that the arts cut across all language, socio-economic, and ethnic barriers. The arts inspire students to think creatively, engage in collaboration and develop leadership skills.

Dr. Terry Bergeson, State Superintendent of Public Instruction of Washington State, said in November of 2001,

***"The Arts are an essential part of public education. From dance and music to theatre and the visual arts, the arts give children a unique means of expression, capturing their passions and emotions, and allowing them to explore new ideas, subject matter, and cultures. They bring us joy in every aspect of our lives.***

***Arts education not only enhances students' understanding of the world around them, but it also broadens their perspective on traditional academics. The arts give us the creativity to express ourselves, while challenging our intellect. The arts integrate life and learning for all students and are integral in the development of the whole person.***

***The Arts communicate and speak to us in ways that teach literacy and enhance our lives. We must continue to find a place for arts programs and partnerships not only for what it teaches students about art, but for what it teaches us all about the world we live in."***

It is my understanding the Arts and Learning Conservatory Board is interested in purchasing an arts building in Costa Mesa. I enthusiastically support this purchase and I encourage the City Council to approve this acquisition. The Arts & Learning Conservatory is widely known throughout our communities for making arts accessible to students throughout our district and beyond. Specifically they have written grants for several of our Title I schools (Sonora,

BOARD OF EDUCATION

-61-

TeWinkle, Rea and Wilson), who otherwise would have been unable to provide theater to these students. They have an ongoing relationship with many of our schools, including Harbor View, for bringing high quality productions to the students, and have worked with other westside Costa Mesa schools including Adams and Whittier.

Their teaching staff is second to none, many holding master's degrees. They are true professional caring deeply about our students, inspiring them to engage, perform and create in thoughtfully crafted productions which meet the needs of our diverse communities.

Thank you for your continued partnership with Newport-Mesa and support of our students and families. Once again, I urge to support the Arts & Learning Conservatory's acquisition of a permanent home within the City of Costa Mesa.

Respectfully,

Martha Fluor  
Member, NMUSD Board of Education  
Past President, CA School Boards Association

Cc: Mayor Pro Tem Jim Righeimer  
Council Members:  
Katrina Foley  
Sandra Genis  
Gary Monahan  
CEO Tom Hatch



## *Charles W. TeWinkle Intermediate School*

### **ADDITIONAL DOCUMENTS FOR PH-2**

August 1, 2016

Mr. Steve Mensinger, Mayor  
City of Costa Mesa  
77 Fair Drive  
Costa Mesa, California 92626

Dear Mayor Steve Mensinger,

Tewinkle Middle School has had the honor of having the Arts & Learning Conservatory bring theater arts programs to our campus since 2006. For the past 2 years, I have worked directly with the of Arts & Learning Conservatory as the ASB Coordinator in promoting theater to our youth who have a limited amount of extracurricular programs offered to them each year. Many of these students would not have access to these programs outside of school due to their low socioeconomic status. With Tewinkle being a Title One school, the Arts & Learning Conservatory offers the opportunity to develop students into well-rounded individuals. Language skills are developed through theater which is essential for the growth of English Language Learners which is a large population at our school. In addition, students are also developing collaboration, communication, problem solving, and creative thinking skills which align with literacy standards in California.

The Arts & Learning Conservatory has been consistent in faithfully presenting their program to the students, bringing in professional instructors that truly care about the needs of our students. Their curriculum also aligned with the English department as a support to instruction occurring during the school day. By allowing enrichment opportunities that the Arts & Learning Conservatory provides, enables students to apply what they are learning in the classroom which will create more meaning in their lives. I have personally seen students who do not have many friends get involved with the program. By being a part of something positive in the theater has developed students' self-esteem which will essentially drive them to be more successful individuals.

On behalf of Tewinkle and the NMUSD, I highly support the Arts & Learning Conservatory's obtaining a site here within the City of Costa Mesa. They are a valuable asset to our school, and a crucial component in developing of the arts in Costa Mesa, CA.

Sincerely,  
Krissy Benson  
TeWinkle Middle School  
ASB Coordinator  
7<sup>th</sup> Grade World History Teacher  
kbenson@nmusd.us



# Sonora Elementary

966 Sonora Road, Costa Mesa, CA92626 (714)424-7955 Fax (714)424-4751

**Christine Anderson**  
Principal

**Cindy Henthorn**  
Administrative Assistant

August 1, 2016

To Whom It May Concern:

I am extremely pleased to write this letter of support for Debora Wondercheck and the Arts & Learning Conservatory in support of the many professional and exciting performing art experiences they offer for students who may not otherwise have these powerful opportunities. I met Debora at our community arts planning session and was impressed with her knowledge and high quality theatrical experiences provided for students through the Arts & Learning Conservatory. Debora is a wonderful collaborator with all stakeholders involved in our Community Arts meetings. She brings years of experience and expertise to our discussions and planning. In these bi-annual meetings, teachers, principals, directors, board members, and various community leaders from Costa Mesa and Newport Beach collaborate to enhance the visual and performing arts for all students in our cities. Debora has been an integral part of continuing and growing the arts in our schools. She is a strong advocate for children and their involvement in the arts.

In the spring of 2016, Arts & Learning brought an amazing theatrical experience for about 40 of our students in grades 4-6. Because our school is a "No Excuses University School" with a focus on going to college, the play chosen was "High School Musical" with a twist on being college bound. The Arts & Learning Staff was highly engaging, professional and very knowledgeable in teaching our students all aspects of theater and skills to perform in a major production. Students were thrilled with their experiences all through the process and over the top excited about the actual performance. Teachers, parents and community members were not only entertained but amazed at the quality of the production and the acting and singing of the students performing. Our students learned a great deal as well as experiencing the excitement of performing for an audience.

Our school district has many children of poverty who would not have the opportunity to pay for such a learning experience or attend plays at our local theaters. For many, this is the only way they will ever have such wonderful, life-changing performing art experiences. Arts & Learning is so valuable in our community because they continue to promote the arts in our school district, working collaboratively with our district and community members to keep the arts in the forefront of our district leaders and school board members. Arts & Learning exemplifies all that is excellent in providing art opportunities for students in our school and in our district! We look forward to many more years of a strong partnership with Arts & Learning in bringing outstanding, high quality experiences to the art programs for our students!

Sincerely,

Christine P. Anderson  
Principal

## ADDITIONAL DOCUMENTS PH-2



### *NEWPORT-MESA Unified School District* *Visual and Performing Arts Department*

1050 Arlington Drive • Costa Mesa • CA 92626 • (714) 424-7930 x2144 • fax (714) 424-4761

BOARD OF TRUSTEES

Vicki Snell • Charlene Metoyer • Martha Fluor

Karen Yelsey • Judy A. Franco • Dana Black • Walt Davenport

Dr. Frederick Navarro, Superintendent

2985 Bear Street  
Costa Mesa, CA 92626

To the City Council of Costa Mesa:

It is with deep gratitude that I write to support the partnership the Newport-Mesa Unified School District enjoys with Debora Wondercheck and the Arts & Learning Conservatory. I am genuinely excited about the prospect of their move to our wonderful "City of the Arts!"

Mrs. Wondercheck has been a member of the District Arts Commission since its inception and served as an arts partner as we have developed and refined our Strategic Plan for the Arts.

Debora and I taught music together when she was an elementary music teacher with N-MUSD. Teachers and students alike admired her knowledge and professionalism.

Many of my students participate in her after school programs and parents are impressed with the professionalism and care in which their children are given. Arts & Learning is known for its quality and detail to attention. This quality includes instruction, as well as logistical details.

Parents have stated that the Conservatory's calculated sign-in and out system for families, and specified parking areas during instruction times, are professionally run. The safety and care of the students are above and beyond and to the families, it shows.

Debora Wondercheck is a consummate professional; a talented and sought after conductor, a superb cellist and a tireless arts education advocate. Today the Arts & Learning Conservatory is a model arts organization thanks to her leadership.

If you have any questions or would like more information about this amazing organization, please do not hesitate to contact me.

Very Respectfully,

A large, stylized handwritten signature in black ink, appearing to read 'S Fitzpatrick'.

Scott Fitzpatrick  
[sfitzpatrick@nmusd.us](mailto:sfitzpatrick@nmusd.us)

Teacher on Special Assignment, K-12 Visual and Performing Arts

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**Subject:**

FW: Conditional Use Permit PA-16-48 for Arts and Learning Conservatory and Shared Parking Requirements at 3184 Airway Avenue, Suite A

---

**ADDITIONAL DOCUMENTS FOR PH-2**

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**From:** Christensen, Matt [<mailto:Matt.Christensen@am.jll.com>]

**Sent:** Tuesday, August 02, 2016 2:12 PM

**To:** CITY COUNCIL <[CITYCOUNCIL@ci.costa-mesa.ca.us](mailto:CITYCOUNCIL@ci.costa-mesa.ca.us)>

**Cc:** GREEN, BRENDA <[brenda.green@costamesaca.gov](mailto:brenda.green@costamesaca.gov)>; LEE, MEL <[MEL.LEE@costamesaca.gov](mailto:MEL.LEE@costamesaca.gov)>; [pyklaw@gmail.com](mailto:pyklaw@gmail.com)

**Subject:** Conditional Use Permit PA-16-48 for Arts and Learning Conservatory and Shared Parking Requirements at 3184 Airway Avenue, Suite A

For the Council's review,

Please find the below list directly from the City of Costa Mesa. The highlighted demonstrate previous Conditional Use Permits approved/applied for within the Koll-Irvine Community Association.

Matt Christensen

**JLL**

tel +1 949 885 2989

mobile +1 310 922 4555

[matt.christensen@am.jll.com](mailto:matt.christensen@am.jll.com)

Lic #: 01840863

---

**From:** ARIOS, JUSTIN [<mailto:JUSTIN.ARIOS@costamesaca.gov>]

**Sent:** Thursday, June 30, 2016 3:02 PM

**To:** Christensen, Matt <[Matt.Christensen@am.jll.com](mailto:Matt.Christensen@am.jll.com)>

**Subject:** RE: CUP Directory Costa Mesa

Hello,

We don't have a master list that we keep for public reference. I was able to search through our internal permit system and compiled the following MCUP/CUP's for addresses on Airport Loop Drive and/or Airway Ave:

- 3194 B Airport Loop Dr (PA-99-28): CUP to allow a deviation from parking requirements.
- 3194 B Airport Loop Dr (ZA-99-20): MCUP to deviate from shared parking requirements due to off-set hours of operation for a church proposed under PA-99-28.
- 3197 Airport Loop Dr (ZA-03-77): MCUP to allow an increase in overall height of an existing antenna from 60' to 75' due to the raising of the adjacent Red Hill overcrossing (previously approved as ZA-00-54).
- 3197 Airport Loop Dr (ZA-99-70): MCUP to install two new antennas to an existing 61' high monopole and two equipment cabinets.
- 3197 F Airport Loop Dr (ZA-15-28): MCUP to deviate from shared parking requirements due to unique operational characteristics for a CrossFit gym.
- 3198 J Airport Loop Dr (PA-06-11) CUP to allow ISC/lecture Hall in the Industrial Park zoning, with a MCUP for a deviation from shared parking requirements due to off-set hours of operation.
- 3198 Airport Loop Dr (ZA-10-60): MCUP for a martial arts studio with a deviation from shared parking requirements due to unique operational characteristics
- 3199 A2 Airport Loop Dr (PA-05-23): CUP for a private school serving autistic children, grades 5 through 12.
- 2920 Airway Ave (ZA-07-75): MCUP for outdoor storage/staging area under proposed attached canopy.

-66-

- 2925 B Airway Ave (ZA-12-17): MCUP to allow fitness training studio (CrossFit) in an industrial zone with a deviation from parking requirements due to offset hours of operation.
- 2925 J Airway Ave (ZA-13-12): MCUP for fitness and nutrition training facility w/group classes.
- 2950 Airway Ave (PA-01-19): CUP to legalize a counseling center in an existing industrial building.
- 2960 Airway Ave, A103 (ZA-08-45): MCUP for modeling and acting school for children and to deviate from shared parking requirements.
- 2970 Airway Ave (PA-10-12): CUP for a sports entertainment center "Sky High Sport" in an existing 40,392 sq. ft. building.
- 3000 Airway Ave (ZA-99-67): MCUP to install 5 antennas on each of three exterior elevations on an existing industrial building.
- 3080 Airway Ave (ZA-06-63): MCUP to deviate from shared parking requirements to allow offices, meeting and training center for Rock Harbor Church.
- 3100 Airway Ave (ZA-14-37): MCUP to deviate from parking requirements based on unique operating characteristics for a personal training studio (one-on-one and by appointment only).
- 3100 Airway Ave, Suite 119 (ZA-04-98): MCUP for a group counseling center in an Industrial Park zone and to allow a reduction in parking requirements due to special operational characteristics.
- 3120 Airway Ave (ZA-08-28): MCUP for a reduction in parking requirements.
- 3130 Airway Ave (ZA-04-25): MCUP for storage of private collection vehicles within the warehouse building.
- 3132 Airway Ave (PA-11-03): CUP to install a 40' long x 40' wide helipad/helistop on the roof of an existing industrial building.
- 3151 Airway Ave (ZA-14-31): MCUP to deviate from shared parking requirements for an optometry practice.
- 3151 Airway Ave (ZA-16-11): MCUP to deviate from shared parking requirements for a chiropractic practice due to unique operating characteristics.
- 3151 Airway Ave (ZA-99-55): MCUP to allow two of the required parking spaces to be covered by a garage for the storage of maintenance equipment.
- 3151 F107 Airway Ave (ZA-15-18): MCUP to deviate from shared parking for a recovery facility for men (individual and group counseling) based on unique operating characteristics.
- 3151 M003 Airway Ave (ZA-10-21): request to establish a medical use within a business park.
- 3184 Airway Ave (PA-16-48): CUP for the following:
  - To establish a music/theater arts and learning program for elementary and middle-school age children called Arts and Learning Conservatory. The proposed Conservatory will be located in an existing 6,000 square foot industrial building formerly utilized by the Berean Community Church. The building will be used for the following uses: administrative offices; after school music and theatre programs from 4:00 pm to 9:00 pm, Monday through Friday; summer day camp from 8:00 am to 3:00 pm, Monday through Friday, from June 15th through August 15th; and theatrical productions on 6 weekends Friday through Sunday throughout the year.
  - To approve a site-specific shared parking arrangement due to unique operating characteristics. A parking study prepared by LSA Associates identified a parking demand of 101 parking spaces
- 3184 J Airway Ave (ZA-15-38): A minor conditional use permit for a deviation from shared parking requirements due to off-set hours of operation for a religious education and cultural assembly use:
  - Monday through Sunday 4:00 a.m. - 6:00 a.m. and 7:00 p.m. - 9:30 p.m.
  - Saturday 10:00 a.m. - 2:00 p.m.
  - Sunday 10:00 a.m. - 2:00 p.m. (10 times per year)
- 3188 E Airway Ave (PA-10-28): CUP for a physical therapy and spinal cord injury treatment facility.

If you have any other questions or concerns, please feel free to contact me.

Thanks,  
Justin Arios  
Assistant Planner  
City of Costa Mesa

714-754-5667

---

**From:** Christensen, Matt [mailto:Matt.Christensen@am.jll.com]  
**Sent:** Tuesday, June 28, 2016 8:58 PM  
**To:** PLANNING COMMISSION <PLANNINGCOMMISSION@ci.costa-mesa.ca.us>  
**Subject:** CUP Directory Costa Mesa

Good Afternoon,

I am looking to obtain a list of past/present CUP or MCUP applications for the Koll/Irvine Business Park.

Cheers,

Matt Christensen

**JLL**

tel +1 949 885 2989

mobile +1 310 922 4555

[matt.christensen@am.jll.com](mailto:matt.christensen@am.jll.com)

Lic #: 01840863

[JLL Orange County Website](#)

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# PALMIERI TYLER

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ROBERT F. WALDRON (1927-1998)

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DENNIS W. GHAN*	MELISA R. PEREZ
DAVID D. PARR*	MICHAEL I. KEHOE
CHARLES H. KANTER*	CHADWICK C. BUNCH
PATRICK A. HENNESSEY	ANISH J. BANKER
DON FISHER	RYAN M. PRAGER
WARREN A. WILLIAMS	ERIN BALSARA NADERI
JOHN R. LISTER	ERICA M. SOROSKY
MICHAEL H. LEIFER	JERAD BELTZ
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P.O. Box 19712  
Irvine, CA 92623-9712

August 2, 2016

**Michael H. Leifer**  
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Refer To File No. 35458-003  
Document I.D. 1864509.1

## VIA E-MAIL

City Council for the City of Costa Mesa  
77 Fair Drive  
Costa Mesa, California 92626

Re: Conditional Use Permit PA-16-48 for Arts and Learning Conservatory and Shared Parking Requirements at 3184 Airway Avenue, Suite A

Dear Honorable Mayor and Members of the Costa Mesa City Council:

This office represents Koll-Irvine Community Association ("Association"). The Association is the fee owner of all of the parking associated with the business park of which 3184 Airway Avenue, Suite A is a component unit.

The Association appeals the Planning Commission's improper and unsupported approval of the theater/school use proposed for 3184-A Airway Avenue. We request that this letter and its enclosures be included in this administrative record.<sup>1</sup>

The Staff Report improperly addresses the Association's objections. The Staff Report inaccurately seems to try to limit the Association's appeal by saying that it is based upon the incompatibility of the proposed use. "Use" was one of a number of substantive issues raised.

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<sup>1</sup> We obtained a copy of the Staff Report on Thursday evening, July 28th from the City's website. We immediately noted that the Staff Report was dated July 21, 2016. Unfortunately for all concerned, the Staff Report represented that a copy of the Staff Report was sent to our office. We highly doubt that it was, because we did not receive it. On Friday, July 29th, my office emailed Mel Lee to advise that a copy of the Staff Report had not been received by mail or e-mail. His email auto-responded that he was out of the office. A copy of the Staff Report was eventually received by my office via mail on August 1 for an August 2 hearing.

PALMIERI TYLER

City Council for the City of Costa Mesa  
August 2, 2016  
Page 2

The CC&Rs govern 3184-A and the industrial business park as a whole. The Appeal addressed CC&R's, parking and the purported scope of the Planning Commission's approval. Yet, there is no mention, attachment or analysis of the CC&Rs in the Staff Report.

The CUP being sought by the applicant for a theater use at 3184-A Airway Avenue should be denied. At the very minimum, the City should appropriately condition the approval to make clear that it is subject to the rights and authority of the Association and the CC&Rs.

**1. The City is not the arbitrator of parking. It cannot approve a "site specific shared parking arrangement" without consent.**

In this business park, the Association owns the parking. (See Exs. 1, 12.) The Association sets the rules concerning parking. (See Ex. 1-3.)

On its own, 3184-A does not have any parking. (See Exs. 4, 5; see also Applicant's Letter, Attachment 8 to Staff Report ["require the use of association . . . parking"; "Applicant requests that the Koll/Irvine Center Association grant the right to use . . .".]) Parking arises from the rights and restrictions attendant with the CC&Rs.

The LSA "analysis" is irrelevant. LSA cannot and does not have the right to arbitrate rights or rules relating to parking. Nor does the City.

At the Planning Commission Meeting, the City Attorney asserted that the City is not concerned with the CC&Rs and that the CC&Rs are left up to the private parties.

If that is truly the case that the City is not concerned with the actual rights of the members and the Association, that is a colossal error and misperception. The business park operations are subject to CC&Rs which were legally adopted and put into effect decades ago. Later actions are "subject to" prior title rights. Moreover, the determination as to how parking may be "shared" by the units is subject to the jurisdiction of the Association.

Without the CC&Rs, the Applicant unit has no parking. The City purports to interject itself into the management, regulation and sharing of parking that occurs on property that is owned by the Association and is to be managed and regulated solely by the Association. The City is purporting to approve a "site-specific shared parking arrangement." The City is purporting to grant to the applicant exclusive and superior parking rights over someone else's property without consent. It does not have the authority in this context.

In certain circumstances a public agency may take CC&Rs by eminent domain if necessary and for a public use. If the City proceeds without consent, the City will be treated as inversely condemning the rights of the Association and its members.

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**2. Prior City approvals expressly do not provide precedential effect. The City's prior approval of the Berean Church does not provide it with the authority to grant this CUP over the Association's objection.**

The Staff Report indicates that the prior City approval for 3184-A "allocated 109 parking spaces" to the Berean Church. The Staff Report makes it appear as though the City allocated parking in order to make it appear as though the City is within its authority to grant this approval. It is anticipated that the Applicant will make similar arguments.

Such assertions are incorrect. In fact, the City and Berean Church have repeatedly recognized that the Association not the City is the authority on parking. (See Exs. 6-10.) **Even this Applicant has admitted that it requires use of the Association's property and that it requests the Association to grant the right to use additional parking.** (See Applicant's Letter, Attachment 8 to Staff Report.)

Further, conditional approval adopted by the City concerning the Berean Church CUP **explicitly does not create a precedent upon which future approvals can rely.** (See Ex. 9.)

**3. The City and City Staff have not conducted an independent investigation to analyze the proposed use and impacts.**

It is unfortunate for all that the Staff Report omits material and fundamental information. It makes sweeping characterizations and mischaracterizations. The City cannot omit and ignore the actual facts in order to make "findings" that are not supported by reality.

If it approves, the City staff has not done sufficient due diligence of the Applicant and its operations. Staff ignores factual information that is far more credible and available. Instead, it portrays as true the representations of the Applicant that are entirely undone by readily available statements by the Applicant which are available to the public.

As one example, the Staff Report repeats the Applicant's assertion that a "parent's vehicle does not remain on-site during the instructional period." (The pretend parking "analysis" conducted by LSA ignored reality and ignored that theater kids have stage moms and dads.)

With all due respect, in this day and age, the Applicant's position that the kids' parents are not going to park on the property is bogus. It demonstrates either an incredible bias by City Staff or abject naiveté. Absolutely no one could credibly believe that position.

The claim that no parking would be utilized in the drop-off/pick-up of elementary and middle school children is flatly ridiculous. The claim in the LSA "analysis" that the use of the

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parking spaces would be temporary is equally ridiculous. All parking is temporary. Whether a space is used for 5 minutes, 30 minutes or an hour, it is parking.

Add to the facts that these are theater school kids, the assumption should reasonably be that moms (and dads) of theater school kids will be at least as attentive, if not more so, than parents of soccer kids, dance kids, etc. In fact, it is very likely that parents will park on-site and walk their children in to the program. Then, they will watch their young thespian perform. It is certain that all parents will park some of the time and some will park there all of the time. Yet, the Applicant misrepresented. The Applicant's paid parking expert ignored. The City Staff bought in.

Further, the information the Applicant makes publicly available demonstrates that for the daily after-school programs during peak pm traffic periods, the Applicant offers 30-minute, 45-minute and 60-minute classes. (See Ex. 11.) Some parents will stay at the site all of the time. All will stay there some of the time. To assert that all stage parents will forego the opportunity to experience the training of their young thespians by driving away for the thirty minute class is an insult to the intelligence of the people of Costa Mesa in particular and the County of Orange in general.

The Applicant's website further contradicts many of the representations made in the Staff Report. (See Ex. 11.)

The City cannot ignore the far more credible publicly available information in order to make the findings to approve the CUP. The Applicant represents certain things to the public and contradictory things to the City. The City simply cannot accept demonstrated falsehoods for the purpose of a property approval. It is particularly improvident and inequitable to do so when such an approval burdens the rights of the Association and its members.

**4. The City cannot make the requisite findings to support the adoption of the CUP.**

- A. The City cannot find that the proposed use is "substantially compatible with uses in the same general area and would not be materially detrimental to other properties within the area."

There is no evidence that the proposed use will be compatible. In fact, it is not compatible. That is demonstrated by the City's land use matrix and the CC&Rs.

The use being sought is a theater use. That is evident from the plans submitted. Allegedly, there will be 30 performances at the site during the year. As pointed out by the Planning Commission, there is no restriction to prevent the Applicant from renting out the theater to someone else.

PALMIERI TYLER

City Council for the City of Costa Mesa  
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The City's land use matrix sets forth that a theater is not permitted in this zone. That should be the end of the issue.

Neither theater nor school uses are permitted by the CC&Rs. (Exs. 1, 2.) Incompatibility is set forth as a matter of law. The City cannot make a determination of compatibility when the governing contract by and between all of the property owners and occupants determines otherwise.

- B. The City cannot find that the proposed use will "not be materially detrimental . . . or otherwise injurious to property or improvements within the immediate neighborhood."

The governing recorded contract between the properties and the property owners sets forth that the Association has the jurisdiction and authority to regulate and oversee the shared parking. (See Exs. 1-3.)

To the extent that the City is purporting to usurp that authority and jurisdiction it is acting illegally and improperly. In the proposed findings, the City claims that "the parking supply for the complex has been determined adequate." That finding is legally and factually improper.

Again, the City is purporting to grant rights to the applicant over property the applicant does not own. The City does so without any mention or review of the CC&Rs. The City does not require the Applicant to make any demonstration that it has such rights. There is no such proposed condition in the conditions of approval.

In fact, the Applicant does not have such rights. The only rights provided are pursuant to the CC&Rs. The CC&Rs vest the authority in the Association to control and manage the parking--not the City.

Further, the City's reliance on the LSA study is improper. The LSA study is inadequate. It is based upon assumptions that are patently false and purposefully ignores or withholds true information about Applicant's operations. Such as it was, the "analysis" of the "6 weekends" of performances and no parental parking is flatly bogus. For the Theater applicant, LSA just played a role. LSA's performance, however, was pitiful. LSA forgot its lines.

LSA forgot that operations will occur on a daily basis for the school/summer camp components and forgot about stage Moms, Dads, Grandmas and Grandpas parking to drop off and provide an audience for their junior thespians.

City Council for the City of Costa Mesa

August 2, 2016

Page 6

- C. The City cannot make the finding that "Granting the conditional use permit will not allow a use, density or intensity which is not in accordance with the general plan designation for the property."

This business park is designated Industrial Park in the General Plan. The City has already decided that a theater use is not permitted in the Industrial Park zone.

**5. As shown by the Planning Commission approval and the Staff Reports, the City has not been impartial.**

The City's Staff Report omits and ignores the actual facts in order to support "findings." When one omits facts and ignores countervailing information, they are biased and not impartial.

Further evidence of the City's lack of partiality is in the Planning Commission's Approved Minutes (Attachment 7 of the Staff Report). The Planning Commission's Minutes are not an accurate statement of what transpired at the Planning Commission Meeting.<sup>2</sup>

As one example, the Minutes claim: "Commissioner Andranian asked the applicant if they would lease the building to other theater companies. Ms. Wondercheck responded: No, it will be limited to only their own productions." (See Attachment 7 to Staff Report.)

That is not what Ms. Wondercheck said at the Planning Commission meeting.

In actuality, review of the video from the Planning Commission meeting demonstrates that Ms. Wondercheck responded, "I hadn't thought about that . . . that's not something that we've discussed at this point in time, **it's something we would probably be open to . . .**" (See Video of Planning Commission at 1:05.)

Unfortunately, the City is involved in attempting rewrite the history of events. That is an improper attempt to skew information in order to support approval of the proposed use. The City is not acting in an impartial and unbiased manner in considering the application and the Association's appeal.

**6. Conclusion.**

Approval of this application would purport to substantially affect important rights of the Association and its members including the rights provided in the CC&Rs. There is no evidence to support this use in the MP industrial park zone. There is no evidence to support the deviation from the Municipal Code and the significant surcharge on the parking proposed by this use. There is no evidence that the Applicant has a right to such parking. In fact, it does not.

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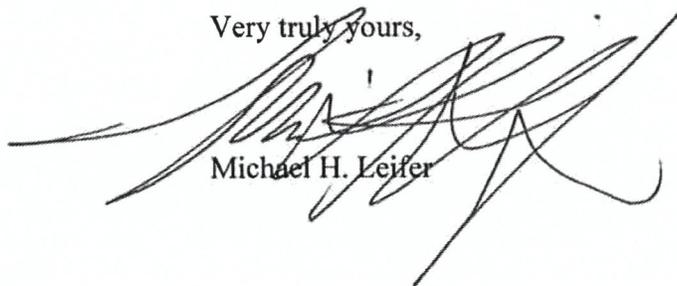
<sup>2</sup> The Association specifically requests that the transcript from the Planning Commission be included in the Administrative Record for this matter.

PALMIERI TYLER

City Council for the City of Costa Mesa  
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The Association requests that the City Council deny the instant application.

Very truly yours,

A large, stylized handwritten signature in black ink, appearing to read 'Michael H. Leifer', is written over the typed name.

Michael H. Leifer

MHL:ebn  
Enclosures

cc: Brenda Green, City Clerk  
Mel Lee, Senior Planner  
Client



17785

16523

M10949M 162

When recorded return to:  
Irvine Industrial Complex  
2122 Campus Drive  
P. O. Box 4404  
Irvine, Calif., 92664  
Attn: Daniel L. Curtis

\$ 18.00 LOOK

RECORDED AT REQUEST OF  
TITLE INS. & TRUST CO.  
IN OFFICIAL RECORDS OF  
ORANGE COUNTY, CALIF.  
OCT 17 1973  
J. WYLIE CARLYLE, County Recorder

M10949M 208

KOLL/IRVINE CENTER

RECEIVED

OCT 2 1973

IRVINE INDUSTRIAL COMPLEX

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

TRACT NO. 8208  
AS SHOWN ON A MAP  
RECORDED IN BOOK 327, PAGES 18 TO 20, INCLUSIVE  
MISCELLANEOUS MAPS, RECORDS OF ORANGE COUNTY, CALIFORNIA

THIS DECLARATION, made this 27th day of August, 1973, by IRVINE INDUSTRIAL COMPLEX, a California corporation, hereinafter referred to as "Declarant:"

WITNESSETH:

WHEREAS, Declarant is the owner of the real property in the County of Orange, State of California, described as:

Tract No. 8208 as shown on a map recorded in Book 327, Pages 18 to 20 inclusive Miscellaneous Maps, Records of Orange County, California

WHEREAS, Declarant recorded, on May 21, 1965, as Document No. 16662 in Book 7529, page 600 of Official Records of Orange County, California, a Declaration of Restrictions covering the above-described land and other lands owned by Declarant, governing use and improvement of the above-described property;

WHEREAS, Declarant deems it desirable to initially set aside the area described as Lot 20 of said Tract 8208 as a common area for the use of the owners of Lots 1 through 19, inclusive, of said Tract 8208, and any additional property which may be annexed thereto pursuant to the provisions of this Declaration, to create a corporation to which shall be delegated and assigned the powers of maintaining and administering said common area, and collecting and disbursing funds pursuant to the assessments and charges hereinafter created and referred to; and

WHEREAS, Koll-Irvine Community Association, a nonprofit corporation, will be incorporated under the laws of the State of California for the purpose of exercising the powers and functions aforesaid; and

WHEREAS, Declarant will convey title to all of said lots on said tract map subject to certain protective covenants, conditions and restrictions hereinafter set forth;

NOW, THEREFORE, Declarant hereby covenants, agrees and declares that all of said lots and property described above and such additions thereto as may hereafter be made pursuant to Article II hereof shall be held, sold and conveyed subject to the following covenants, conditions, restrictions and easements which are hereby declared to be

RECORDING REQUESTED BY  
TITLE INSURANCE & TRUST CO.

RECORDED IN OFFICIAL RECORDS  
OF ORANGE COUNTY, CALIFORNIA  
15 MIN. 12 P.M. FEB 25 1974  
J. WYLIE CARLYLE, County Recorder

MI 10821 209

MI 10949 163

for the benefit of the whole parcel and all of the property described herein and the owners thereof; their successors and assigns. These covenants, conditions, restrictions and easements shall run with the said real property and shall be binding on all parties having or acquiring any right, title or interest in the described real property or any part thereof and shall inure to the benefit of each owner thereof and are imposed upon said real property and every part thereof as a servitude in favor of each and every parcel thereof as the dominant tenement or tenements.

#### ARTICLE I DEFINITIONS

The following terms used in these covenants, conditions and restrictions shall be applicable to this Declaration and also to any supplemental Declaration recorded pursuant to Article II hereof and are defined as follows:

Section 1. "Association" shall mean and refer to Koll-Irvine Community Association, a nonprofit corporation, incorporated under the laws of the State of California.

Section 2. "Property" shall mean and refer to all of the real property known as, described and included in Tract No. 8208 as shown on a map recorded in Book 327, Pages 18 to 20, inclusive, Miscellaneous Maps, Orange County, California, and any additions thereto as may hereafter be brought within the jurisdiction of the Association pursuant to Article II hereof.

Section 3. "Common area" shall mean all real property known as Lot 20 of Tract No. 8208 as shown on a map recorded in Book 327, Pages 18 to 20, inclusive, Miscellaneous Maps, Official Records of Orange County, California, maintained and administered by the Association for the common use and enjoyment of the members of the Association, and such other real property hereto as may, in the future be conveyed to the Association in connection with the annexation as provided in Article II hereof.

Section 4. "Lot" shall mean and refer to a recorded parcel within the existing property or any other properties annexed pursuant to this Declaration, except for a Lot or Lots comprising all or some portion of the Common Area.

Section 5. "Member" shall mean and refer to every person or entity who holds membership in the Association.

Section 6. "Owner" shall mean and refer to the person or entity who is the record owner of a fee simple title to any lot which is a part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 7. "Declarant" shall mean and refer to Irvine Industrial Complex, a California corporation, its successors and assigns.

Section 8. "Deed of trust" shall mean the conveyance of any Lot or other portion of the property to secure the performance of an obligation.

Section 9. "Conveyance" shall mean and refer to conveyance of a fee simple title, or lease of any part of the property.

Section 10. "Community services" shall include any and all of the purposes set forth in the Articles of Incorporation of the Association, or the amendments thereto, including but not limited to the landscaping and maintenance of the Common Area and the other improvements (including exterior painting and the exterior walls of such buildings, driveways, sidewalks and off-street parking areas within the Common Area.

ARTICLE II  
ANNEXATION OF ADDITIONAL PROPERTY

The real property described on Exhibit "A" attached hereto, may be annexed to and become subject to this Declaration by any of the methods set forth hereinafter in this article, as follows:

Section 1. Annexation Without Approval and Pursuant to General Plan. All or any part of the real property described on Exhibit "B" attached hereto may be annexed to and become subject to this Declaration and subject to the jurisdiction and a part of the Association without the approval, assent or vote of the Association or its Members, providing and on condition that:

(a) Any annexation pursuant to this section shall be made prior to the expiration of five (5) years from the date of the recording of this Declaration;

(b) A Supplementary Declaration of Covenants, Conditions and Restrictions, as described hereinafter in Section 2 of this Article covering said real property described on Exhibit "A" attached hereto, shall be executed and recorded by Irvine Industrial Complex, the Owner of said real property, or its successors and assigns. The recordation of said Supplementary Declaration shall constitute and effectuate the annexation of the said real property described therein, making said real property subject to this Declaration and subject to the functions, powers and jurisdiction of the Association, and thereafter all of the Owners of Lots in said real property shall automatically be Members of the Association.

Section 2. Supplementary Declarations. The addition authorized under the foregoing section shall be made by filing of record a Supplementary Declaration of Covenants, Conditions and Restrictions, or similar instrument, with respect to the additional property which shall extend the plan of this Declaration to such property.

Such Supplementary Declarations contemplated above may contain such complementary additions and modifications of the covenants, conditions and restrictions contained in this Declaration as may be necessary to reflect the different character of any of the added property and as are not inconsistent with the plan of this Declaration. In no event, however, shall any such Supplementary Declaration, merger or consolidation, revoke, modify or add to the covenants established by this Declaration within the existing property, except as hereinafter otherwise provided.

The recordation of said Supplementary Declaration shall constitute and effectuate the annexation of the said real property described therein, making said real property subject to this Declaration and subject to the functions, powers and jurisdiction of the Association, and thereafter all of the Owners of said Lots in said real property shall automatically be Members of the Association.

Section 3. Mergers or Consolidations. Upon a merger or consolidation of the Association with another association, as provided in its Articles of Incorporation, its properties, rights and obligations may, by operation of law, be transferred to another surviving or consolidated association or, alternatively, the properties, rights and obligations of another association may, by operation of law, be added to the properties, rights and obligations of the Association as a surviving corporation pursuant to a merger. The surviving or consolidated association may administer the covenants, conditions and restrictions established by this Declaration within the existing property, together with the covenants and restrictions established upon any other property, as one plan.

**ARTICLE III  
MEMBERSHIP**

Section 1. Membership. Every person or entity owning a fee or undivided fee interest in any Lot which is subject by these covenants to assessment by the Association, shall be a Member of the Association.

The terms and provisions set forth in this Declaration, which are binding upon all Owners of all Lots and all Members in the Association, are not exclusive as both the Member and the Lot owned by the Member shall, in addition, be subject to the terms and provisions of the Articles of Incorporation and the By-Laws of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from the fee ownership of any lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership.

Section 2. Transfer. The membership held by any Owner of a Lot shall not be transferred, pledged or alienated in any way, except upon the sale to the purchaser of such Lot or upon the encumbrance to the deed of trust holder of such Lot. Any attempt to make a prohibited transfer is void, and will not be reflected upon the books and records of the Association. In the event the Owner of any Lot should fail or refuse to transfer the membership registered in his name to the purchaser of such Lot, the Association shall have the right to record the transfer upon the books of the Association.

Section 3. Voting Rights. The Association shall have two classes of membership.

Class A. Class A Members shall be all those Owners as defined in Section 1 of this Article above with the exception of Declarant. Class A Members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Section 1 above. When more than one person holds such interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B Member shall be Declarant. The Class B Member shall be entitled to four (4) votes for each Lot in which it holds the interest required for membership by Section 1 above, provided that the Class B membership shall cease and be converted to Class A membership on the happening of the earlier of the following:

(a) When the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership;

(b) The expiration of seven (7) years from the date hereof.

ARTICLE IV  
PROPERTY RIGHTS IN THE LOTS AND COMMON AREA

Section 1. Title to the Lots. The Declarant hereby covenants for itself, its successors and assigns, that it will convey fee title to the Lots free and clear of all encumbrances and liens, except current real property taxes, which taxes shall be prorated to the date of transfer, and easements, conditions and reservations then of record, including those set forth in this Declaration.

Section 2. Title to the Common Area. The Declarant hereby covenants for itself, its successors and assigns, that it will convey fee simple title to the Common Area to the Association, free and clear of all liens and encumbrances, except current real property taxes, which taxes shall be prorated to the date of transfer, and easements, conditions and reservations then of record, including those set forth in this Declaration. Said conveyance shall be made to the Association prior to, or concurrently with the conveyance of any improved Lot. The Declarant further covenants that any additional real property which may in the future be conveyed to the Association as Common Area in connection with any annexation pursuant to Article II, will be similarly conveyed prior to the conveyance of any improved Lot comprising a portion of the real property so annexed, along with the right to grant or transfer the same to its Members or to others in accordance with its By-Laws and the following provisions.

Section 3. Members' Easements of Enjoyment. Every Member shall have a right and easement of enjoyment in and to the Common Area, including but not limited to a right of access, an easement for parking purposes and easements for utilities, sewage and drainage, and such easement shall be appurtenant to and shall pass with the title to every assessed Lot, subject to the following provisions:

(a) The right of the Association to establish uniform rules and regulations pertaining to the use of the Common Area;

(b) The right of the Association to suspend the voting rights and right to use the Common Area by a Member for any period during which any assessment against his Lot remains unpaid and delinquent; and for a period not to exceed thirty (30) days from any single infraction of the rules and regulations of the Association, provided that any suspension of such voting rights or right to use the Common Area, except for failure to pay assessments, shall be made only by the Association or a duly appointed committee thereof, after notice and hearing given and held in accordance with the By-Laws of the Association;

(c) The right of the Association to grant or transfer all or any part of its easements in the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members. No such grant or transfer shall be effective unless an instrument signed by Members entitled to cast two-thirds of the votes of the membership has been recorded, agreeing to such dedication

or transfer, and unless written notice of the proposed action is sent to every Member not less than thirty (30) days nor more than sixty (60) days in advance.

Section 4. Delegation of Use. Any Member may delegate, in accordance with the By-Laws, his right of enjoyment to the Common Area to his employees, his tenants, sublessees or contract purchasers who work on the property and invitees.

Section 5. Waiver of Use. No Member may exempt himself from personal liability for assessments duly levied by the Association, nor release the Lot owned by him from the liens and charges hereof, by waiver of the use and enjoyment of the Common Area and the facilities thereon or by abandonment of his Lot.

Section 6. Easement Over the Lots and Exterior Walls of Buildings. A perpetual and nonexclusive easement for the purpose of ingress and egress in connection with the maintenance of the exterior of all buildings, structures or other improvements within the property (including exterior painting and the exterior walls and roofs of such buildings), is hereby granted to the Association over each Lot, together with the right to grant and transfer the same.

Section 7. Encroachment Easement. Every Lot shall have an encroachment easement which shall permit any portion of the structures constructed thereon, including the roof, eaves, walls and footings to encroach up to two feet into the Common Area or into any adjoining Lot. Such easement shall be appurtenant to and shall pass with the title to each Lot.

ARTICLE V  
COVENANT FOR MAINTENANCE ASSESSMENTS

Section 1. Creation of the Lien and Personal Obligation of Assessments. The Declarant, for each of Lots 1 through 19, inclusive, owned by it in Tract No. 8208 as shown on a map recorded in Book 327, Pages 18 to 20, inclusive, Miscellaneous Maps, Records of Orange County, California, hereby covenants and agrees to pay, and each Owner of any Lot in this parcel or in the lots in the additional properties which become subject to the jurisdiction of the Association, by acceptance of a deed therefor, whether or not it shall be so expressed in any such deed, is deemed to covenant and agree to pay to the Association: (1) regular assessments or charges, and (2) special assessments for capital improvements, such assessments to be fixed, established and collected from time to time as hereinafter provided. The regular and special assessments, together with such interest thereon and costs of collection thereof, as hereinafter provided, shall be a charge on the land and shall be a continuing lien upon the Lot against which each such assessment is made. Each such assessment, together with such interest, costs and reasonable attorneys' fees, shall also be the personal obligation of the person who was the owner of such property at the time when the assessment fell due. The personal obligation shall not pass to his successors in title unless expressly assumed by them.

Section 2. Purpose of Assessments. The assessments levied by the Association shall be used exclusively for the purpose of promoting the health, safety and welfare of the Members of the Association and their employees and, in particular, for the improvement and maintenance of the properties, services and facilities devoted to this purpose and related to the use and enjoyment of the Common Area.

**Section 3. Regular Assessments.** The amount and time of payment of regular assessments shall be determined by the Board of Directors of the Association pursuant to the Articles of Incorporation and By-Laws of said Association after giving due consideration to the current maintenance costs and future needs of the Association. Written notice of the amount of an assessment, regular or special, shall be sent to every Owner, and the due date for the payment of same shall be set forth in said notice.

**Section 4. Special Assessments for Capital Improvements.** In addition to the regular assessments, the Association may levy in any calendar year, a special assessment applicable to that year only, for the purpose of defraying in whole or in part, the cost of any construction or reconstruction, unexpected repair or replacement of a described capital improvement upon the Common Area, including the necessary fixtures and personal property related thereto, provided that any such assessment shall have the assent of two-thirds of the votes of the Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be sent to all Members not less than thirty (30) days nor more than sixty (60) days in advance of the meeting, setting forth the purpose of the meeting. In any vote for the imposition of a special assessment for capital improvements in a sum in excess of \$1,000, the vote of the Declarant shall be excluded.

**Section 5. Uniform Rate of Assessment.** Both regular and special assessments shall be fixed at a rate for all lots based upon the square footage of the building located on the Lot and may be collected on a monthly basis.

**Section 6. Date of Commencement of Regular Assessments and Fixing Thereof.** The regular assessments provided for herein shall commence as to all Lots on the first day of the month following the conveyance of the first Lot within said tract to an individual Owner. The regular assessments as to Lots in other tracts, provided said Lots shall have become subject to assessment by the Association, shall commence with respect to all Lots within each such tract on the first day of the month following the conveyance of the first Lot therein to an individual Owner. Provided, however, that the Association, by a majority vote of its Board of Directors, may extend the commencement date of regular assessments to a time not later than two (2) months following the completion of all improvements and landscaping within the Common Area if Declarant, by a written agreement with the Association, agrees to maintain the Common Area until such extended date.

**Section 7. Certificate of Payment.** The Association shall, upon demand, furnish to any Owner liable for said assessment, a certificate in writing signed by an officer of the Association, setting forth whether the regular and special assessments on a specified Lot have been paid and the amount of the delinquency, if any. A reasonable charge may be made by the Board for the issuance of these certificates. Such certificate shall be conclusive evidence of payment of any assessment therein stated to have been paid.

**Section 8. Exempt Property.** All property dedicated to and accepted by a local public authority shall be exempt from the assessments created herein.

#### ARTICLE VI NONPAYMENT OF ASSESSMENTS

**Section 1. Delinquency.** Any assessment provided for in this Declaration which is not paid when due shall be delinquent. With

respect to each assessment not paid within fifteen (15) days after its due date, the Association may, at its election, require the Owner to pay a "late charge" in a sum to be determined by the Association. If any such assessment is not paid within thirty (30) days after the delinquency date, the assessment shall bear interest from the date of delinquency at the then legal rate, and the Association may, at its option, bring an action at law against the Owner personally obligated to pay the same or, upon compliance with the notice provisions set forth in Section 2 hereof, to foreclose the lien (provided for in Section 1 of Article V hereof) against the Lot, and there shall be added to the amount of such assessment the late charge, the costs of preparing and filing the complaint in such action and, in the event a judgment is obtained, such judgment shall include said interest and a reasonable attorneys' fee, together with the costs of action. Each Owner vests in the Association or its assigns, the right and power to bring all actions at law or lien foreclosure against such Owner or other Owners for the collection of such delinquent assessments.

Section 2. Notice of Lien. No action shall be brought to foreclose said assessment lien or to proceed under the power of sale herein provided less than thirty (30) days after the date a notice of claim of lien is deposited in the United States mail, certified or registered, postage prepaid, to the Owner of said Lot, and a copy thereof is recorded by the Association in the office of the County Recorder in which the properties are located; said notice of claim must recite a good and sufficient legal description of any such Lot, the record Owner or reputed Owner thereof, the amount claimed (which may at the Association's option include interest on the unpaid assessment at the legal rate, plus reasonable attorneys' fees and expenses of collection in connection with the debt secured by said lien), and the name and address of the claimant.

Section 3. Foreclosure Sale. Any such sale provided for above is to be conducted in accordance with the provisions of Sections 2924, 2924b, and 2924c of the Civil Code of the State of California, applicable to the exercise of powers of sale in mortgages and deeds of trust, or in any other manner permitted or provided by law. The Association, through its duly authorized agents, shall have the power to bid on the Lot at foreclosure sale and to acquire and hold, lease, mortgage and convey the same.

Section 4. Curing of Default. Upon the timely curing of any default for which a notice of claim of lien was filed by the Association, the officers of the Association are hereby authorized to file or record, as the case may be, an appropriate release of such notice, upon payment by the defaulting Owner of a fee, to be determined by the Association, to cover the costs of preparing and filing or recording such release, together with the payment of such other costs, interest or fees as shall have been incurred.

Section 5. Cumulative Remedies. The assessment lien and the rights to foreclosure and sale thereunder shall be in addition to and not in substitution for all other rights and remedies which the Association and its assigns may have hereunder and by law, including a suit to recover a money judgment for unpaid assessments, as above provided.

Section 6. Subordination of Assessment Liens. If any Lot subject to a monetary lien created by any provision hereof shall be subject to the lien of a deed of trust, (1) the foreclosure of any lien created by anything set forth in this Declaration shall not operate

to affect or impair the lien of such deed of trust; and (2) the foreclosure of the lien of deed of trust or the acceptance of a deed in lieu of foreclosure of the deed of trust shall not operate to affect or impair the lien hereof, except that the lien hereof for said charges as shall have accrued up to the foreclosure or the acceptance of the deed in lieu of foreclosure shall be subordinate to the lien of the deed of trust with the foreclosure-purchaser or deed-in-lieu-grantee taking title free of the lien hereof for all said charges that have accrued up to the time of the foreclosure or deed given in lieu of foreclosure, but subject to the lien hereof for all said charges that shall accrue subsequent to the foreclosure or deed given in lieu of foreclosure.

ARTICLE VII  
ARCHITECTURAL CONTROL

Section 1. Architectural Approval. No building, fence, wall or other structure shall be commenced, erected or maintained upon the properties, nor shall any exterior addition to or change or alteration therein be made until the plans and specifications showing the nature, kind, shape, height, materials and location of the same shall have been submitted to and approved in writing as to harmony of external design and location in relation to surrounding structures and topography by the Architectural Committee provided for in Section 3 hereof. In the event said Committee, or its designated representatives, fails to approve or disapprove such design and location within thirty (30) days after said plans and specifications have been submitted to it, approval will not be required and this Article will be deemed to have been fully complied with.

Section 2. Landscaping Approval. No trees, bushes, shrubs or plants shall be planted or emplaced until the plans and specifications for the species and placement of any such trees, bushes, shrubs or plants have been submitted to and approved in writing by the Architectural Committee provided for in Section 3 hereof. Said plans as submitted shall show in detail the proposed elevations and locations of said trees, bushes, shrubs or plants, including the location and elevation of same in relation to all other Lots subject to these restrictions.

Section 3. Appointment of Architectural Committee. The Declarant shall initially appoint the Architectural Committee, consisting of not less than three (3) members who shall remain in office until: (a) five (5) years from the date of recording of this Declaration; or (b) ninety percent (90%) of the Lots in the subject property have been conveyed, whichever shall first occur. From and after such time or event, as the case may be, the Architectural Committee shall be appointed by the Board of Directors of the Association and shall be composed of three (3) or more representatives who need not be Members of the Association. In the event of the death or resignation of any member of the Committee prior to the time when the Board of Directors of the Association is vested with authority, the Declarant shall have the right to appoint such member's successor.

Section 4. General Provisions. The members of such Committee shall not be entitled to any compensation for services performed pursuant to this covenant. The powers and duties of such Committee shall cease on and after forty (40) years from the date of the recording of this Declaration. Thereafter, the approval described in this covenant shall not be required unless, prior to said date and effective thereon, a written instrument shall be executed and

duly recorded by the then record Owners of a majority of the Lots appointing a representative or representatives who shall thereafter exercise the same powers previously exercised by said Committee, said representatives may be the members of the Board of Directors of the Association.

**ARTICLE VIII**  
**DUTIES AND POWERS OF THE ASSOCIATION**

**Section 1. Duties and Powers.** In addition to the duties and powers enumerated in its Articles of Incorporation and By-Laws, or elsewhere provided for herein, and without limiting the generality thereof, the Association shall:

- (a) Maintain and otherwise manage all of the Common Areas and all facilities, improvements and landscaping thereon, and all property acquired by the Association;
- (b) Have the authority to obtain, for the benefit of all of the Common Areas, all water, gas and electric services and refuse collection, including refuse collection and water service to each Member's Lot;
- (c) Grant easements where necessary for utilities and sewer facilities over the Common Areas to serve the Common Areas and the Lots;
- (d) Maintain such policy or policies of insurance as the Board of Directors of the Association deem necessary or desirable in furthering the purposes of and protecting the interests of the Association and its Members;
- (e) Have the authority to employ a manager or other persons and to contract with independent contractors or managing agents to perform all or any part of the duties and responsibilities of the Association, provided that any contract with a person or firm appointed as a manager or managing agent shall provide for the right of the Association to terminate the same at the first annual meeting of the Members of the Association;
- (f) Have the power to establish and maintain a working capital and contingency fund in an amount to be determined by the Board of Directors of the Association;
- (g) Have a duty to maintain (i) the Common Area and (ii) the outer walls of all buildings, structures, or other improvements upon the property;
- (h) Have the power and duty to enforce the provisions of this Declaration by appropriate means, including without limitation, the expenditure of funds of the Association, the employment of legal counsel and the commencement of actions.

**ARTICLE IX**  
**USE RESTRICTIONS**

**Section 1.** All Lots in the property shall be used for no purpose other than business purposes; save and except for the Common Area on which there may be placed landscaping, parking areas and private streets. No building shall be erected, altered, leased, placed or permitted to remain on any Lot other than a building used for business purposes, as described in Schedule I attached hereto and incorporated herein by reference.

Section 2. No part of the properties shall ever be used or caused to be used or allowed or authorized in any way, directly or indirectly, for any residential or other nonbusiness purpose.

Section 3. No sign or billboard of any kind shall be displayed to the public view on any portion of the properties or any Lot, except one sign for each separate and distinct business occupying any portion of a building constructed on any building site but not more than two (2) signs for each building site, each such sign shall not be more than twelve (12) inches by forty-eight (48) inches and of a style subject to the approval of the Architectural Committee.

Section 4. No noxious or offensive trade or activity shall be carried on upon any lot or any part of the properties, nor shall anything be done thereon which may be, or may become, an annoyance or nuisance to the neighborhood, or which shall in any way interfere with the quiet enjoyment of each of the Owners of his respective Lot, or which shall in any way increase the rate of insurance.

Section 5. No oil drilling, oil development operations, oil refining, quarrying or mining operations of any kind shall be permitted upon or in any Lot, nor shall oil wells, tanks, tunnels or mineral excavations or shafts be permitted upon the surface of any Lot or within five hundred (500) feet below the surface of the properties, except that the Association may install a petroleum dispensing facility on the Common Area for use by its Members. No derrick or other structure designed for use in boring for water, oil or natural gas shall be erected, maintained or permitted upon any Lot.

Section 6. No television, radio or other electronic antenna or device of any type shall be erected, constructed, placed or permitted to remain on any of the buildings constructed on the Lots unless and until the same shall have been approved in writing by the Architectural Committee and the Board of Directors of the Association.

Section 7. All drainage of water from any Lot and the improvements thereon may drain or flow into adjacent streets, but shall not be allowed to drain or flow upon adjoining Lots unless an easement for such purpose has been granted by this Declaration.

Section 8. No animals, livestock or poultry of any kind shall be raised, bred or kept on any Lot.

Section 9. All rubbish, trash and garbage shall be regularly removed from the properties and shall not be allowed to accumulate thereon. All exterior refuse containers, woodpiles, storage areas, machinery and equipment shall be prohibited upon any Lot without the prior written approval of the Architectural Committee.

Section 10. No structure of a temporary character, trailer, camper, boat or similar equipment shall be permitted to remain upon the exterior portion of any Lot without the prior written approval of the Architectural Committee.

Section 11. A Lot shall be subject to any natural settlement of structures which are so constructed that they are shared in common by adjoining Owners, or any encroachment not exceeding four (4) feet onto any Lot by reason of a roof or eave from a structure on an adjoining Lot.

Section 12. Office space shall not exceed 50% of the space of any building nor more than 50% of the area occupied by any tenant or other occupant.

Section 13. - Those Owners who have a common wall separating their structures shall equally have the right to the use of such wall, except that each shall have the exclusive right to the use of the interior surface of the wall on his side. Neither Owner shall use any portion of the wall so as to interfere with the use and enjoyment of the other Owner. This wall shall be considered to adjoin and abut against the property line from the bottom of the foundation over the full length and height of any such structure. In the event that any portion of such a wall, except the interior surface of one side, is damaged or injured from any cause, other than the act or negligence of either party, it shall be repaired or rebuilt at the joint expense of such adjoining Owners.

ARTICLE X  
GENERAL PROVISIONS

Section 1. Enforcement. The Association, Declarant, or any Owner or the successor in interest of any Owner, shall have the right to enforce by proceedings at law or in equity, all restrictions, conditions, covenants, reservations, liens and charges now or hereafter imposed by the provisions of this Declaration or any amendment thereto, including the right to prevent the violation of any such restrictions, conditions, covenants or reservations and the right to recover damages or other dues for such violations; provided, however, that with respect to assessment liens, the Association shall have the exclusive right to the enforcement thereof. Failure by the Association or by any Owner to enforce any covenant, condition or restriction herein contained shall in no event be deemed a waiver of the right to do so thereafter.

Section 2. Severability. Invalidation of any one of these covenants, conditions or restrictions by judgment or court order shall in no way affect any other provisions which shall remain in full force and effect.

Section 3. Term. The covenants, conditions and restrictions of this Declaration shall run with and bind the Lots, and shall inure to the benefit of and be enforceable by the Association or the Owner of any Lot subject to this Declaration, their respective legal representatives, heirs, successors and assigns, for a term of fifty-five (55) years from the date this Declaration is recorded, after which time said covenants, conditions and restrictions shall be automatically extended for successive periods of ten (10) years, unless an instrument, signed by a majority of the then Owners of the Lots, has been recorded, agreeing to change said covenants, conditions and restrictions in whole or in part.

Section 4. Construction. The provisions of this Declaration shall be liberally construed to effectuate its purpose of creating a uniform plan for the development of an industrial complex and Common Area. The article and section headings have been inserted for convenience only and shall not be considered or referred to in resolving questions of interpretation or construction.

Section 5. Amendments. This Declaration of Covenants, Conditions and Restrictions may be amended only by the affirmative assent or vote of not less than seventy-five percent (75%) of the Owners and, further, this amendment provision shall not be amended to allow amendments by the assent or vote of less than seventy-five percent (75%) of the Owners.

Section 6. Mortgage Protection Clause. No breach of the covenants, conditions or restrictions herein contained, nor the enforcement of any lien provisions herein, shall defeat or render invalid the lien of any deed of trust made in good faith and for value, but all of said covenants, conditions and restrictions shall be binding upon and effective against any Owner whose title is derived through foreclosure or trustee's sale, or otherwise.

Section 7. Singular Includes Plural. Whenever the context of this Declaration requires same, the singular shall include the plural and the masculine shall include the feminine.

Section 8. Nuisance. The result of every act or omission whereby any provision, condition, restriction, covenant, easement or reservation contained in this Declaration is violated in whole or in part, is hereby declared to be and constitutes a nuisance, and every remedy allowed by law or equity against a nuisance, either public or private, shall be applicable against every such result and may be exercised by the Architectural Committee, the Association or any other land owner in the parcel. Such remedy shall be deemed cumulative and not exclusive.

IN WITNESS WHEREOF, Declarant has executed this instrument the day and year first hereinabove written.

IRVINE INDUSTRIAL COMPLEX

By \_\_\_\_\_

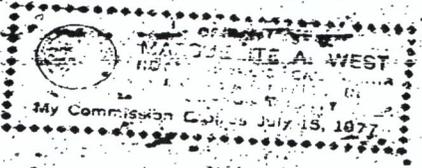
By \_\_\_\_\_



STATE OF CALIFORNIA  
COUNTY OF Orange

On October 11, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared T. C. Wolff, Jr. known to me to be the President and L. E. Eberling known to me to be the Secretary of the corporation that executed the within instrument in behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal:  
Signature Marguerite A. West  
Marguerite A. West  
Name (Typed or Printed)



(This area for official notarial seal)

SCHEDULE 1 - PERMITTED USES IN KOLL/IRVINE CENTER

MI 0949 175  
MI 1082 221

Uses primarily engaged in research activities, including, but not limited to, research laboratories and facilities, developmental laboratories and facilities, and compatible light manufacturing such as but not limited to the following list of examples:

- a. Bio-Chemical
  - b. Chemical
  - c. Development Facilities for National Welfare on Land, Sea and Air
  - d. Film and Photography
  - e. Medical and Dental
  - f. Metallurgy
  - g. Pharmaceutical
  - h. X-ray
2. Manufacture, research assembly, testing and repair of components, devices, equipment and systems when incidental to the permitted use and parts and components such as but not limited to the following list of examples:
- a. Coils, Tubes, Semi-Conductors
  - b. Communication, Navigation Control, Transmission and Reception Equipment, Control Equipment and Systems, Guidance Equipment and Systems
  - c. Data Processing Equipment and Systems
  - d. Glass Edging, Beveling and Silvering
  - e. Graphics, Art Equipment
  - f. Metering Instruments
  - g. Optical Devices, Equipment and Systems
  - h. Phonographs, Audio Units, Radio Equipment and Television Equipment
  - i. Photographic Equipment
  - j. Radar, Infrared and Ultraviolet Equipment and Systems
  - k. Scientific and Mechanical Instruments
  - l. Testing Equipment
3. Blueprinting, photostating, photo engraving, printing, publishing and bookbinding; provided that no on-site commercial service is associated with said use.
4. Administrative, professional and business offices associated with and accessory to a permitted use.
5. Headquarters offices, (Regional or home offices) of industries and which are limited to a single use and accessory to a permitted use.
6. Cafeteria, cafe, restaurant, or auditorium accessory with and incidental to a permitted use.

7. Manufacturing, to include but not limited to the following list of examples:

A. Manufacturing, and/or assembly of the following or similar products:

- a. Aircraft and Related Components
- b. Automobiles, Trucks, Trailers and Parts
- c. Boats
- d. Clocks and Watches
- e. Coffins
- f. Ceramic Products
- g. Concrete Products
- h. Electrical Appliances
- i. Farm Equipment
- j. Heating and Ventilating Equipment
- k. Linoleum
- l. Machinery and Machines Tools
- m. Musical Instruments
- n. Neon Signs
- o. Novelties
- p. Oil Well Valves and Repairs
- q. Optical Goods
- r. Refrigeration
- s. Screw Machine Products
- t. Sheet Metal Products
- u. Shoes
- v. Silk Screens
- w. Sporting Goods
- x. Springs
- y. Stencils

B. The Manufacture of products made from the following or similar materials:

- a. Aluminum
- b. Bags, except Burlap Bags or Sacks
- c. Batteries
- d. Boxes, Paper
- e. Brass
- f. Cans
- g. Copper
- h. Glass
- i. Grinding Wheels
- j. Iron
- k. Linoleum
- l. Matches
- m. Mattresses
- n. Paper
- o. Steel
- p. Tin
- q. Tools
- r. Wool
- s. Yarn

C. The manufacturing, compounding, processing or treatment of the following or similar items:

- a. Candles
- b. Detergents
- c. Disinfectants
- d. Dye
- e. Food Products
- f. Pharmaceutical Products
- g. Plastics
- h. Toiletries
- i. Vitamin Products
- j. Waxes & Polishes

D. Woodworking Shops (provided that, if a planer, router, sticker or moulder is maintained, all doors and windows in the outside walls of the room in which said machinery is located shall be kept closed while said machines is in use) which produce such products as box, furniture and wood products

8. Industries engaged in the distribution and/or storage or warehousing of products similar to those listed as permitted uses in this section.

9. General contractor and construction industries relating to the building industry, such as general contractors, electrical contractors, plumbing contractors, etc.

10. Architects, Designers, Engineers, Contractor and Sub-Contractors, Service Centers, Distribution and Warehouse Facilities.



WILLIAMSON and SCHMID

CIVIL ENGINEERS

1828 EAST FIRST STREET

SANTA ANA, CALIFORNIA 92701

PHONE 547-3888

W110821 224

72489  
8-28-73

LEGAL DESCRIPTION  
(Tract 8328 Boundary)

That real property in the City of Costa Mesa, County of Orange, State of California, being that portion of Block 7 of Irvine's Subdivision, per map thereof recorded in Book 1, Page 88 of Miscellaneous Record Maps, records of said County, described as follows:

Beginning at the Northeast corner of Airway Avenue, 80 feet wide, as described in the Easement Deed to the City of Costa Mesa recorded June 29, 1973 in Book 10778, Page 538 of Official Records, records of said County, said Northeast corner being also the Easterly terminus of the course shown as North 73° 52' 15" West 80.00 feet on the Southerly boundary of Tract No. 8208, per map thereof recorded in Book 327, Pages 18 to 20 inclusive, of Miscellaneous Maps, records of said County; thence, from said point of beginning, along the Southeasterly line at said Airway Avenue, South 16° 07' 45" West 68.03 feet to the beginning of a tangent curve therein, concave Northwesterly and having a radius of 840.00 feet; thence Southwesterly along said curve, through a central angle of 6° 41' 34", a distance of 98.12 feet; thence South 61° 12' 16" East 107.56 feet; thence South 28° 47' 44" West 191.00 feet; thence South 61° 12' 16" East 338.68 feet; thence South 55° 27' 30" East 8.36 feet; thence South 28° 47' 44" West 25.25 feet to the Northwesterly terminus of the course described as South 61° 12' 17" East 250.00 feet on the Northwesterly boundary of the land described in the deed to the County of Orange recorded March 19, 1964 in Book 6968, Page 331 of said Official Records; thence along said Northwesterly boundary South 28° 47' 44" West 1062.22 feet to the Northeasterly line of the land shown as Parcel 1 on the map filed in Book 44, Page 36 of Parcel Maps, records of

EXHIBIT A & B - page 1.

STRUCTURES • HYDRAULICS • SURVEYING • LAND PLANNING • HIGHWAY CONSULTANTS

Legal Description Continued  
72489 Tract 8328  
8-28-73  
Page Two

said County; thence, along said Northeasterly line, and the Northwesterly prolongation thereof, North 61° 12' 16" West 490.00 feet to the centerline of said Airway Avenue; thence, along said centerline, North 28° 47' 44" East 146.12 feet to the Southeasterly prolongation of the Northeasterly line of the land shown as Parcel 1 on the map filed in Book 47, Page 9 of said Parcel Maps; thence, along said Southeasterly prolongation, North 49° 22' 15" West 40.87 feet to the northwesterly line of said Airway Avenue; thence, along said Northwesterly line, North 28° 47' 44" East 865.39 feet to the beginning of a tangent curve therein, concave Northwesterly and having a radius of 760.00 feet; thence Northeasterly along said curve, through a central angle of 12° 39' 59", a distance of 168.01 feet; thence, continuing along said Northwesterly line, North 16° 07' 45" East 68.03 feet to said Southerly boundary of Tract 3208; thence, along said Southerly boundary, South 73° 52' 15" East 80.00 feet to the point of beginning.

Subject to covenants, conditions, reservations, restrictions, rights of way and easements, if any, of record.



WILLIAMSON and SCHMID

CIVIL ENGINEERS  
14138 EAST FIRST STREET  
SANTA ANA, CALIFORNIA 92701  
PHONE 827-3922

11082-226

72489  
8-28-73

LEGAL DESCRIPTION  
(Tract 8072 Boundary)

That real property in the City of Costa Mesa, County of Orange, State of California; being that portion of Block 7 of Irvine's Subdivision, per map thereof recorded in Book 1, Page 88 of Miscellaneous Record Maps, records of said County, described as follows:

Beginning at the most northerly corner of Airway Avenue, 80 feet wide, as described in the Easement Deed to the City of Costa Mesa recorded June 29, 1971 in Book 10778, Page 638 of Official Records, records of said County, said corner being also the westerly terminus of the course shown as North 73° 52' 15" West, 80.00 feet on the southerly boundary of Tract 8208, per map thereof recorded in Book 327, Pages 18 to 20 inclusive of Miscellaneous Maps, records of said County; thence, along the boundary of said tract, northwesterly along the arc of a curve concave southwesterly and having a radius of 27.00 feet, from a tangent which bears North 16° 07' 45" East, through a central angle of 80° 45' 15", a distance of 38.05 feet to a reverse curve on said boundary, concave northeasterly and having a radius of 569.32 feet; thence northwesterly, along said reverse curve, through a central angle of 15° 15' 15", a distance of 149.18 feet; thence, tangent to said curve, North 49° 22' 15" West 93.97 feet to the beginning of a tangent curve concave southerly and having a radius of 27.00 feet; thence, westerly along said curve, through a central angle of 90° 0' 0", a distance of 42.41 feet; thence North 49° 22' 15" West 50.00 feet to the centerline of Red Hill Avenue as shown on said map; thence, leaving said boundary, along said centerline, South 40° 37' 45" West 1109.33 feet to the northwesterly

EXHIBIT A & B - page 3

STRUCTURES • HYDRAULICS • SURVEYING • LAND PLANNING • HIGHWAY CONSULTANTS

Legal Description Continued  
72489 Tract 8072  
8-28-73  
Page Two

#11082: 227

prolongation of the Northeastly line of Parcel A as shown on the map filed in Book 47, Page 9 of Parcel Maps, records of said county; thence, along said Northwestly prolongation, and along said Northeastly line, South  $49^{\circ} 22' 15''$  East 608.02 feet to the Northwestly line of said Airway Avenue; thence, along said Northwestly line, North  $28^{\circ} 47' 44''$  East 865.39 feet to the beginning of a tangent curve therein, ~~thence Northwestly and having a radius of 760.00 feet;~~ thence Northeastly along said curve, through a central angle of  $12^{\circ} 39' 59''$ , a distance of 168.01 feet; thence, continuing along said Northwestly line, North  $16^{\circ} 07' 45''$  East 68.03 feet to the point of beginning.

Subject to covenants, conditions, reservations, restrictions, rights of way and easements, if any, of record.

EXHIBIT A & B - page 4



WILLIAMSON and SCHMID

CIVIL ENGINEERS  
1835 EAST PINE STREET  
SANTA ANA, CALIFORNIA 92701  
Phone 847-5986

# 10827 228

72489  
8-28-73

LEGAL DESCRIPTION  
(Tract 8323 Boundary)

That real property in the City of Costa Mesa, County of Orange, State of California, being that portion of Block 7 of Irvine's Subdivision, per map thereof recorded in Book 1, Page 88 of Miscellaneous Record Maps, records of said County, described as follows:

Beginning at the Northeast corner of Airway Avenue, 80 feet wide, as described in the Easement Deed to the City of Costa Mesa recorded June 29, 1973 in Book 10778, Page 538 of Official Records; records of said County, said Northeast corner being also the Easterly terminus of the course shown as North 73° 52' 15" West 80.00 feet on the Southerly boundary of Tract No. 8208, per map thereof recorded in Book 327, Pages 18 to 20 inclusive, of Miscellaneous Maps, records of said County; thence, from said point of beginning, along the Southeasterly line of said Airway Avenue, South 16° 07' 45" West 68.03 feet to the beginning of a tangent curve therein, concave Northwesterly and having a radius of 840.00 feet; thence Southwesterly along said curve, through a central angle of 6° 41' 34", a distance of 98.12 feet; thence South 61° 12' 16" East 107.56 feet; thence South 28° 47' 44" West 19.00 feet; thence South 61° 12' 16" East 338.68 feet; thence South 55° 27' 36" East 8.36 feet; thence South 28° 47' 44" West 25.25 feet to the Northwesterly terminus of the course described as South 61° 12' 17" East 250.00 feet on the Northwesterly boundary of the land described in the deed to the County of Orange recorded March 19, 1964 in Book 6968, Page 331 of said Official Records; thence along said Northwesterly boundary South 61° 12' 03" East 250.03 feet and North 28° 47' 51" East 1236.90 feet to the Southeasterly boundary of said Tract 8208; said boundary being the arc of a curve

EXHIBIT A & B - page 5

STRUCTURES • HYDRAULICS • SURVEYING • LAND PLANNING • HIGHWAY CONSULTANTS

Legal Description Continued

72489 - Tract 8323

8-28-73

Page Two

11-0627 229

concave Southwesterly and having a radius of 410.00 feet, a radial of said curve bears North 28° 47' 51" East; thence Northwesterly along said curve through a central angle of 0° 47' 23", a distance of 5.65 feet to a non-tangent curve on said boundary, concave Northerly and having a radius of 53.00 feet, a radial of said curve bears South 34° 30' 13" East; thence Westerly along said curve through a central angle of 69° 33' 34", a distance of 54.24 feet; thence tangent to said curve, North 54° 36' 39" West 50.00 feet to the beginning of a tangent curve concave Southwesterly and having a radius of 92.00 feet; thence Northwesterly along said curve, through a central angle of 28° 08' 20", a distance of 45.18 feet to a compound curve on said boundary, concave Southeasterly and having a radius of 410.00 feet; thence Southwesterly along said curve, through a central angle of 56° 17' 16", a distance of 402.79 feet; thence tangent to said curve, and continuing along said boundary, South 40° 37' 45" West 398.38 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 390.00 feet; thence Southwesterly along said curve, through a central angle of 56° 15' 15", a distance of 387.91 feet to a reverse curve, concave Southeasterly and having a radius of 27.00 feet; thence Southwesterly, along said reverse curve, through a central angle of 80° 45' 15", a distance of 38.05 feet to the point of beginning.

Subject to covenants, conditions, reservations, restrictions, rights of way and easements, if any, of record.

EXHIBIT A & B - page 6



CONSENT AND SUBORDINATION

The undersigned, owner of Lots 1, 3, 4, 5, 6, 7, 9, 10, 11, 12, 13, 15 and 18 of Tract 8208, as shown on a map recorded in Book 327, pages 18 to 20 inclusive of Miscellaneous Maps, Records of Orange County, California, hereby consents to and approves the rerecording of the foregoing Declaration of Covenants, Conditions and Restrictions which were originally recorded on October 17, 1973 in Book 10949, page 162, Official Records of Orange County, California with Exhibit A and B attached thereto and subordinates and subjects said Lots 1, 3, 4, 5, 6, 7, 9, 10, 11, 12, 13, 15 and 18 to all of the terms and provisions of said Declaration of Covenants, Conditions and Restrictions as rerecorded.

IRVINE INDUSTRIAL COMPLEX

By [Signature]

By [Signature]

ACKNOWLEDGMENT

STATE OF CALIFORNIA

) ss.

COUNTY OF Orange

On February 21, 1974 before me, the undersigned, a Notary Public in and for said State, personally appeared Thomas C. Wolfe, Jr., known to me to be the President, and Lansing E. Eberling, known to me to be Secretary of the corporation that executed the within Instrument, known to me to be the persons who executed the within Instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within Instrument pursuant to its bylaws or a resolution of its board of directors.

WITNESS my hand and official seal.

[Signature]  
Signature

Marquerite A. West  
Name (Typed or Printed)



CONSENT AND SUBORDINATION

The undersigned, owner of Lot 8 of Tract B208, as shown on a map recorded in Book 327, pages 18 to 20 inclusive of Miscellaneous Maps, Records of Orange County, California, hereby consents to and approves the rerecording of the foregoing Declaration of Covenants, Conditions and Restrictions which were originally recorded on October 17, 1973 in Book 10949, page 162, Official Records of Orange County, California, with Exhibit A and B attached thereto and subordinates and subjects said Lot 8 to all of the terms and provisions of said Declaration of Covenants, Conditions and Restrictions as rerecorded.

*Patrick J. Hanratty*  
Patrick J. Hanratty

*Sandra J. Hanratty*  
Sandra J. Hanratty

ACKNOWLEDGMENT

STATE OF CALIFORNIA )  
COUNTY OF Orange ) ss.

On February 22, 1974 before me, the undersigned, a Notary Public in and for said State, personally appeared Patrick J. Hanratty and Sandra J. Hanratty

known to me to be the persons whose names subscribed to the within instrument and acknowledged that They have executed the same.

WITNESS my hand and official seal.

*Marguerite A. West*  
Signature

Marguerite A. West  
Name (Typed or Printed)

My Comm. Expires July 11, 1977

## **EXHIBIT 2**

88-323738

RECORDING REQUESTED BY  
SOUTHERN CALIFORNIA ATTORNEY SERVICE

When Recorded Mail to:

\$17.00  
C13

RECORDED IN OFFICIAL RECORDS  
OF ORANGE COUNTY, CALIFORNIA

•2 00 PM JUL - 6 '88

KOLL-IRVINE COMMUNITY ASSOC.  
c/o FELDSOTT & LEE  
A Law Corporation  
1617 Westcliff Dr., Suite 204  
Newport Beach, CA. 92660

*Lee A. Branch* COUNTY  
RECORDER

AMENDMENTS TO DECLARATION OF COVENANTS, CONDITIONS  
AND RESTRICTIONS OF KOLL-IRVINE COMMUNITY ASSOCIATION,  
A NON-PROFIT CORPORATION, AND CERTIFICATE OF BOARD  
OF DIRECTORS

WHEREAS, that certain document entitled "DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS (the "Declaration") was recorded on October 17, 1973 in Book 10949, Page 162 of Official Records of Orange County, State of California, and rerecorded on February 25, 1974, in Book 11082, Page 208 of Official Records of Orange County, California, and

WHEREAS, said Declaration was Supplemented on August 12, 1975, with recording thereof on August 19, 1975, in the Official Records of Orange County for the purpose of annexing further realty into the Koll-Irvine Community Association, all of said realty encumbered by the within Declaration being located in the City of Costa Mesa, County of Orange, State of California, and more particularly described as follows, to wit:

Lots 1 - 34, inclusive, of Tract No. 8328, as per map recorded in Book 350, pages 15 to 17, inclusive, of Miscellaneous Maps, records of said County;

Lots 1 - 31 of Tract No. 8072, as per map recorded in Book 381, Pages 1 thru 3, inclusive, of Miscellaneous Maps, records of Orange County, California; and

WHEREAS, Article 7, Section 5 of said Declaration provides as follows:

"Section 5. Amendments. This Declaration of Covenants, Conditions and Restrictions may be amended only by the affirmative assent or vote of not less than seventy-five percent (75%) of the

88-323738

Owners and, further, this amendment provision shall not be amended to allow amendments by the assent or vote of less than seventy-five percent (75%) of the Owners;" and

WHEREAS, the undersigned constitute a majority of the present members of the Board of Directors of the Koll-Irvine Community Association; and

WHEREAS, the amendments hereinafter set forth has been duly submitted to the owners of the property in the above-mentioned Association for their approval or disapproval; and

WHEREAS, the affirmative assent of the owners of said property in the said Association have been counted and certified by the Board of Directors;

NOW, THEREFORE, the undersigned, being a majority of said Board of Directors, do hereby certify as follows:

CERTIFICATE OF BOARD OF DIRECTORS

The Board of Directors of the Koll-Irvine Community Association hereby certifies that the owners of not less than 75 percent of the units within said tract have affirmatively assented to the following amendments to said Declaration:

A. SUBJECT: SIGNS

Article IX, Section 3, shall be amended to read:

"No sign of any kind shall be displayed to the public view on any portion of any structure or Lot except as is allowed as follows:

"a. BUSINESS SIGNS. A 'business sign' is one that sets forth the legal name and/or logo/symbol of a business entity. It may also contain words that identify the nature of the business entity. Each separate and distinct business entity occupying any portion of a building may display a sign on said building only after obtaining written approval from the Architectural Committee. Said approval shall not be issued until all of the Association's procedures, regulations and specifications pertaining to business signs have been satisfied.

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"b. REAL ESTATE SIGNS. A 'real estate sign' is one that advertises all or a portion of a structure for sale or for lease. At any one time there may be only one real estate sign displayed at a building and said sign can be positioned either on the exterior face or interior face of any window or on the parapet. Other than an area restriction of four square feet, there are no limitations as to the size, design, color, copy, etc. of a real estate sign so displayed.

"The Board of Directors may levy a fine not to exceed \$50.00 per day for every day or portion thereof this provision is violated. Any fine so levied shall be placed on the assessment account of the Owner at whose building the sign was displayed.

"c. MISCELLANEOUS SIGNS. A 'miscellaneous sign' is any sign, excluding those described in parts 'a' and 'b' of this Section, that is commonly displayed at any entrance to a business structure. These include, but are not limited to, small decals and adhesive-backed signs that display such information as hours of operation, security systems, organizational affiliations, emergency telephone numbers, no solicitation and push/pull.

"While no prior written approval from the Architectural Committee is required before an Owner, or lessee may attach one or more miscellaneous signs to a building, this Committee can order the removal of any miscellaneous sign that, in its judgment, is esthetically objectionable, offensive, advertising or totally unrelated to the business of the Owner, or lessee.

B. SUBJECT: PARKING/STORAGE

Article IX, Section 10, shall be amended to read:

"No automobile, truck, van, camper, trailer, boat or similar vehicle or equipment may be stored on the Common Area of the Association. Any of the aforementioned vehicles and equipment that remain on the Common Area for a consecutive period of seventy-two (72) hours shall be considered 'stored' and may be removed by the Association at the expense of the owner of said vehicle and/or equipment."

88-323738

C. SUBJECT: CONDUCT OF BUSINESS IN THE COMMON AREA

Article IX, Section 2, shall be amended to read:

"No part of the properties shall ever be used or caused to be used or allowed or authorized in any way, directly or indirectly, for any residential or other nonbusiness purpose. No business activity shall be conducted on the Common Area.

D. SUBJECT: ENCROACHMENT

Article IV, Section 7 shall be amended to read:

"ENCROACHMENT. No portion of an Owner's Lot may encroach into the Common Area or into any adjoining Lot, including below and above the surface, without the prior written approval of the Architectural Committee."

E. SUBJECT: 50% RESTRICTION ON OFFICE SPACE

Article IX, Section 12 is deleted in its entirety.

F. SUBJECT: EXTERIOR MAINTENANCE OF BUILDINGS

Article I, Section 10 is amended to read:

"Community Services shall include any and all of the purposes set forth in the Articles of incorporation of the Association, or the amendments thereto, including but not limited to the maintenance of the Common Area (landscaping, sidewalks, driveways and off-street parking areas) and to the painting of the parapets and the original wood located in the inset entryways of all buildings."

Article IV, Section 6 is amended to read:

"The Association is hereby granted a perpetual and non-exclusive easement over each Lot for the purpose of ingress and egress in connection with the painting of both the parapets and the original wood located in the inset entryways of all buildings."

88-323738

Article VIII, Section 1(g) is amended to read:

"Have a duty to maintain (1) the Common area and (11) the painted surfaces of both the parapets and the original wood located in the inset entryways of all buildings."

G. SUBJECT: ARCHITECTURAL CONTROL-EMPLACEMENTS

Article VII, Section 2 is amended to read:

"No landscaping (trees, shrubs, plants), decorative objects or convenience items shall be planted or emplaced on any exterior portion of a Lot by an Owner until a proposal setting forth the details of such addition(s) has been submitted to and approved in writing by the Architectural Committee or its designated representatives."

H. SUBJECT: ARCHITECTURAL CONTROL-PENALTY

Article VII, Section 5 shall be added as follows:

"The Architectural Committee and/or the Board of Directors of the Association may establish whatever procedures and guidelines they deem advisable for architectural control. It is the sole responsibility of each building Owner to be completely familiar with these procedures and guidelines and all other requirements of the Association pertaining to any and all exterior modifications of structures. If any exterior addition, change or alteration is made to any structure without prior written approval having been obtained by the Owner thereof from the Architectural Committee, the Association shall have the right to fine the Owner of said structure up to five hundred dollars (\$500.00) and, in addition, the Association or any Owner shall have the right to seek by proceedings at law or in equity the restoration of the structure to its condition and appearance prior to the unapproved exterior addition, change or alteration. A fine levied against an Owner under this section shall be placed on the Owner's account and collected as an assessment under Article VI of these CC&Ps. In the event a legal or equitable action is instituted to enforce any of the provisions of this section, the party prevailing in such action

88-323738

shall be entitled to recover from the other party thereto as part of the judgment reasonable attorneys' fees and costs of such action."

IN WITNESS WHEREOF, the undersigned members of the Board of Directors, constituting a majority of said Board, do hereby execute this Certificate and Amendment to Declaration of Covenants, Conditions and Restrictions on behalf of Koll-Irvine Community Association this 30th day of July, 1988.

KOLL-IRVINE COMMUNITY ASSOCIATION  
BOARD OF DIRECTORS

John D. Smith  
Member of Board of Directors

D. G. Jones  
Member of Board of Directors

J. E. BLANCK  
Member of Board of Directors

John W. Reid  
Member of Board of Directors

Daniel L. Curtis  
Member of Board of Directors

Christine House  
CHRISTINE HOUSE

GENERAL ACKNOWLEDGMENT

NO 201

State of CALIFORNIA  
County of ORANGE } SS.

88-323738



On this the 30 day of June 1988, before me,

the undersigned Notary Public, personally appeared

JOHN D. GANTES

personally known to me  
 proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument, and acknowledged that he executed it. WITNESS my hand and official seal.

*Patricia M. Torres*  
Notary's Signature

PATRICIA M. TORRES

NATIONAL NOTARY ASSOCIATION • 23012 Ventura Blvd • P.O. Box 4625 • Woodland Hills, CA 91365-4625

GENERAL ACKNOWLEDGMENT

NO 201

State of CALIFORNIA  
County of ORANGE } SS.



On this the 30 day of June 1988, before me,

the undersigned Notary Public, personally appeared  
D.E. Blanck, John M. Reid, Daniel L. Curtis and Christine House

personally known to me  
 proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) are subscribed to the within instrument, and acknowledged that they executed it. WITNESS my hand and official seal.

*Patricia M. Torres*  
Notary's Signature

PATRICIA M. TORRES

NATIONAL NOTARY ASSOCIATION • 23012 Ventura Blvd • P.O. Box 4625 • Woodland Hills, CA 91365-4625

# **EXHIBIT 3**

## **IMPORTANT NOTICE**

**TO: Koll Irvine Community Association Owners & Occupants**

**FROM: Board of Directors**

**RE: Common Area Parking Rules and Regulations**

---

Please be advised that the Koll Irvine Community Association Board of Directors has approved the Common Area Parking Rules and Regulations included with this notice. Please ensure that all employees, associates, tenants and others are provided with the information. Any violation of the Common Area Parking Rules and Regulations will result in the removal of vehicles from the property at the vehicle owner's expense. In addition, owners may be fined per the Associations Enforcement and Fine Policy.

Should you have any questions please contact Dave Hasan with Pacific West Asset Management Corporation at 714-433-7300 Ext. 213.

**Koll-Irvine Community Association**  
**Common Area Parking Rules and Regulations**

1. Pursuant to the CC&Rs, the Association's Board of Directors ("Board") is the exclusive and ultimate authority relating to the distribution and use of the shared parking in the Common Area. Any request for deviation from these Rules and Regulations must be made to the Board in writing.
2. This confirms that use of the Common Area parking shall be shared. No Owner, tenant, employee or invitee shall have exclusive use of or superior rights in relation to each other to any portion of the Common Area parking at any time, unless otherwise expressly approved by the Board.
3. There shall be no alteration to the striping of parking spaces in the Common Area unless otherwise expressly approved by the Board.
4. No automobile, truck, van, camper, trailer, boat or similar vehicle or equipment may be stored or displayed on the Common Area. Any of the aforementioned vehicles and equipment that remain on the Common Area for a consecutive period of seventy-two (72) hours shall be considered "stored" and may be removed by the Association at the expense of the owner of said vehicle and/or equipment.
5. No goods, merchandise, equipment or any personal property may be stored in the Common Area parking. The term "goods" shall include vehicles for sale, lease, repair or modification.
6. No obstruction or interference that impedes the use of the common areas, walks, drives, loading areas, parking areas, etc. is permitted.
7. Unless specifically authorized by the Board, no solicitation or business operations are permitted in the common areas.
8. No oversized vehicles. All vehicles must be parked entirely within the marked parking spaces. No parking across multiple parking spaces.
9. Owners shall be responsible for seeing that all its tenants, employees, agents and invitees comply with the applicable parking rules, regulations, laws and agreements.

## EXHIBIT 4

RECORDING REQUESTED BY  
CHICAGO TITLE COMPANY

AND WHEN RECORDED MAIL TO

BEREAN COMMUNITY CHURCH  
14331 RAINTREE RD.  
TUSTIN, CA. 92780

Recorded in Official Records, Orange County

Tom Daly, Clerk-Recorder



32.00

2010000278159 04:06pm 06/14/10

66 406 G02 3 15

656.70 656.70 0.00 20.00 6.00 0.00 0.00 0.00

Escrow No. 985025095 - S70  
Order No. 985025095 - S04

SPACE ABOVE THIS LINE FOR RECORDER'S USE

# GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)

DOCUMENTARY TRANSFER TAX IS \$1,313.40

unincorporated area  City of COSTA MESA

computed on the full value of the interest or property conveyed, or is

computed on the full value less the value of liens or encumbrances remaining at time of sale, and

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,  
KERRY E. RUTKIN AND JANE E. RUTKIN, HUSBAND AND WIFE AS COMMUNITY PROPERTY, AS TO AN  
UNDIVIDED ONE-HALF INTEREST; AND WAYNE E. HENTHORN AND DORIS E. HENTHORN, HUSBAND AND  
WIFE AS COMMUNITY PROPERTY, AS TO AN UNDIVIDED ONE-HALF INTEREST, AS TENANTS IN  
COMMON

hereby GRANT(S) to  
BEREAN COMMUNITY CHURCH, A CALIFORNIA NON-PROFIT CORPORATION

the following described real property in the City of COSTA MESA  
County of ORANGE, State of California:

LOT 23 OF TRACT NO. 8328, IN THE CITY OF COSTA MESA, COUNTY OF ORANGE, STATE OF  
CALIFORNIA, AS PER MAP RECORDED IN BOOK 350, PAGES 15 TO 17, INCLUSIVE OF  
MISCELLANEOUS MAPS IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

Dated March 17, 2010

SEE SIGNATURES ATTACHED HERETO

STATE OF CALIFORNIA  
COUNTY OF ORANGE } SS.  
On March 29, 2010 before me,

A. G. JACOBS, NOTARY PUBLIC

personally appeared  
KERRY W. RUTKIN, JANE E. RUTKIN,  
WAYNE E. HENTHORN,  
DORIS E. HENTHORN

who proved to me on the basis of satisfactory evidence to be the person(s)  
whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on the  
instrument the person(s), or the entity upon behalf of which the person(s),  
acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of  
California that the foregoing paragraph is true and correct.

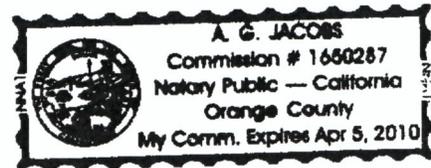
WITNESS my hand and official seal

April 5, 2010  
Date My Commission Expires

FOR NOTARY SEAL OR STAMP

MAIL TAX STATEMENTS TO PARTY SHOWN ON FOLLOWING LINE: IF NO PARTY SO SHOWN, MAIL AS DIRECTED ABOVE

Name Street Address City, State & Zip



**GOVERNMENT CODE 27361.7**

**I CERTIFY UNDER PENALTY OF PERJURY THAT THE NOTARY SEAL ON THE DOCUMENT TO WHICH THIS STATEMENT IS ATTACHED READS AS FOLLOWS:**

**NAME OF NOTARY: A.G. JACOBS**

**DATE COMMISSION EXPIRES: 4/5/10**

**COMMISSION NUMBER: 1650287**

**VENDOR NUMBER: NNA1**

**COUNTY WHERE BOND IS FILED: ORANGE**

**PLACE OF EXECUTION: IRVINE, CA**

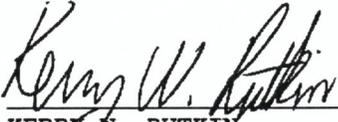
**DATE: 6/14/10**

**BY:**

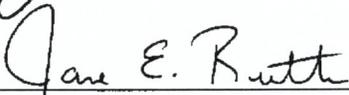
  
\_\_\_\_\_

**CHICAGO TITLE COMPANY**

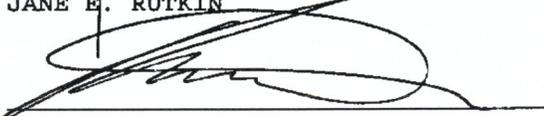
**SIGNATURE**



KERRY W. RUTKIN



JANE E. RUTKIN



WAYNE E. HENTHORN



DORIS E. HENTHORN

**EXHIBIT 5**

DUPLICATE

# TRACT No 8328

IN THE CITY OF COSTA MESA, ORANGE COUNTY, CALIFORNIA.  
BEING A SUBDIVISION OF A PORTION OF LOT 134 IN BLOCK 7 OF IRVINE'S  
SUBDIVISION, PER MAP RECORDED IN BOOK 1, PAGE 88, OF MISCELLANEOUS  
RECORD MAPS, RECORDS OF ORANGE COUNTY, CALIFORNIA.  
JUNE, 1974  
34 LOTS

GERALD F. OLDENBURG, L.S. 3246  
13.476 ACRES

WILLIAMSON & SCHMID, CIVIL ENGINEERS

7 467 7

ACCEPTED AND FILED  
NOV 19 1974 AT 8:00 AM  
AT REQUEST OF  
TITLE INSURANCE & TRUST CO.  
ORANGE COUNTY RECORDS  
J. WYLLIE CARLYLE, County Recorder

\$9.00

We the undersigned being all parties having any record title interest in the land covered by this map do hereby consent to the preparation and recordation of said map as shown within the blue colored border line. And we hereby offer for dedication to the public for street purposes: Airway Avenue.

I, GERALD F. OLDENBURG, hereby certify that I am a Licensed Land Surveyor, No. 3246, of the State of California, and that this map consisting of three (3) sheets correctly represents a true and complete survey made under my direction in May, 1973; that the monuments are of the character and occupy the positions indicated or will be set in such positions within one year after the recordation of this map, and that said monuments are sufficient to enable the survey to be retraced.

*Gerald F. Oldenburg*  
GERALD F. OLDENBURG, L.S. 3246

IRVINE INDUSTRIAL COMPLEX, a corporation



*Raymond C. Kiser*  
VICE PRESIDENT  
*James C. Kiser*  
ASSISTANT SECRETARY

I, JAMES H. ELDRIDGE, City Engineer of the City of Costa Mesa, California, do hereby certify that I have examined this map and have found it to be substantially the same as the tentative map as filed with, a nended and approved by the City Planning Commission; that all provisions of the Subdivision Map Act and City Subdivision Regulations have been complied with and I am satisfied that said map is technically correct.

Dated this 29 day of October, 1974.

*James H. Eldridge*  
CITY ENGINEER  
CITY OF COSTA MESA

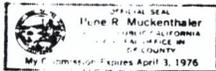
STATE OF CALIFORNIA )  
COUNTY OF ORANGE ) SS.

On this 29 day of October, 1974, before me *James P. Muckenthaler*  
a Notary Public in and for said County and State, personally appeared  
*Raymond C. Kiser*, known to me to be the President, and  
*James C. Kiser*, known to me to be the Assistant Secretary of the IRVINE

INDUSTRIAL COMPLEX, a corporation, the corporation that executed the within instrument and known to me to be the persons who executed the within instrument on behalf of said corporation, and they acknowledged to me that such corporation executed the same.

Witness my hand and official seal.

*James P. Muckenthaler*  
Notary Public in and for said County and State  
My commission expires April 3, 1976



STATE OF CALIFORNIA )  
CITY OF COSTA MESA ) SS

I, EILEEN P. PHINNEY, City Clerk of the City of Costa Mesa, do hereby certify that this map was presented for approval to the City Council of said City at a regular meeting thereof held on the 5th day of November, 1974, and that thereupon said Council did by an order duly passed and entered, approve said map and did accept on behalf of the public the offer of dedication for street purposes: Airway Avenue.

Said Council did also approve the subject tract map pursuant to provisions of Section 11587(a) of the Subdivision Map Act.

Dated this 6th day of November, 1974.

*Eileen P. Phinney*  
CITY CLERK

Under the provisions of Section 11587 of the Subdivision Map Act the following signatures have been omitted:

1. The County of Orange, holder of an "Avigation" easement per deed recorded in Book 6965, Page 721, of Official Records.
2. The Southern California Edison Company, holder of an easement recorded in Book 9250, Page 357, of Official Records.
3. City of Costa Mesa, holder of an easement for road and public utility purposes, recorded June 29, 1973, in Book 10778, Page 538, Official Records.

### BASIS OF BEARINGS

Bearings hereon are based on the southwesterly line of Tract No. 8323 being N 61° 12' 16" W per map recorded in Book 332, Pages 20 to 22, inclusive, of Miscellaneous Maps, records of Orange County, California.

STATE OF CALIFORNIA )  
COUNTY OF ORANGE ) SS

I, ROBERT L. CITRON, County Tax Collector and Redemption Officer of Orange County, do hereby certify that according to the records of my office there are no liens against the land shown on this map or any part thereof for unpaid State, County or City taxes or special assessments collected as taxes.

Dated this 14th day of November, 1974.

ROBERT L. CITRON  
COUNTY TAX COLLECTOR AND  
REDEMPTION OFFICER  
By *W. E. Markle*  
DEPUTY

STATE OF CALIFORNIA )  
COUNTY OF ORANGE ) SS

I, W. E. ST JOHN, County Clerk of Orange County, do hereby certify to the County Recorder of said County that the provisions of the Subdivision Map Act have been complied with regarding deposits to secure the payment of taxes or special assessments collected as taxes on the land covered by this map.

Dated this 14th day of November, 1974.

W. E. ST JOHN  
COUNTY CLERK  
By *James Kiser*  
DEPUTY

Pursuant to the provisions of Section 11568 of the Subdivision Map Act a soils report was prepared by Rex P. Ketter, RCE 15251, and dated August 7, 1973.

Examined and approved this 14th day of November, 1974.

L. MC CUNVILL  
COUNTY SURVEYOR  
By *Lawrence S. Bacon*  
DEPUTY

# TRACT N<sup>o</sup> 8328

IN THE CITY OF COSTA MESA, ORANGE COUNTY, CALIFORNIA.

JUNE 1974  
34 LOTS

GERALD F. OLDENBURG, L.S. 3246  
13.476 ACRES

WILLIAMSON & SCHMID, CIVIL ENGINEERS

14677

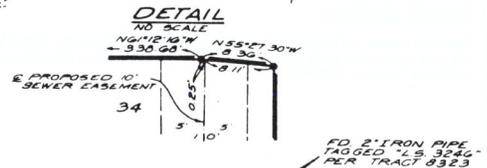
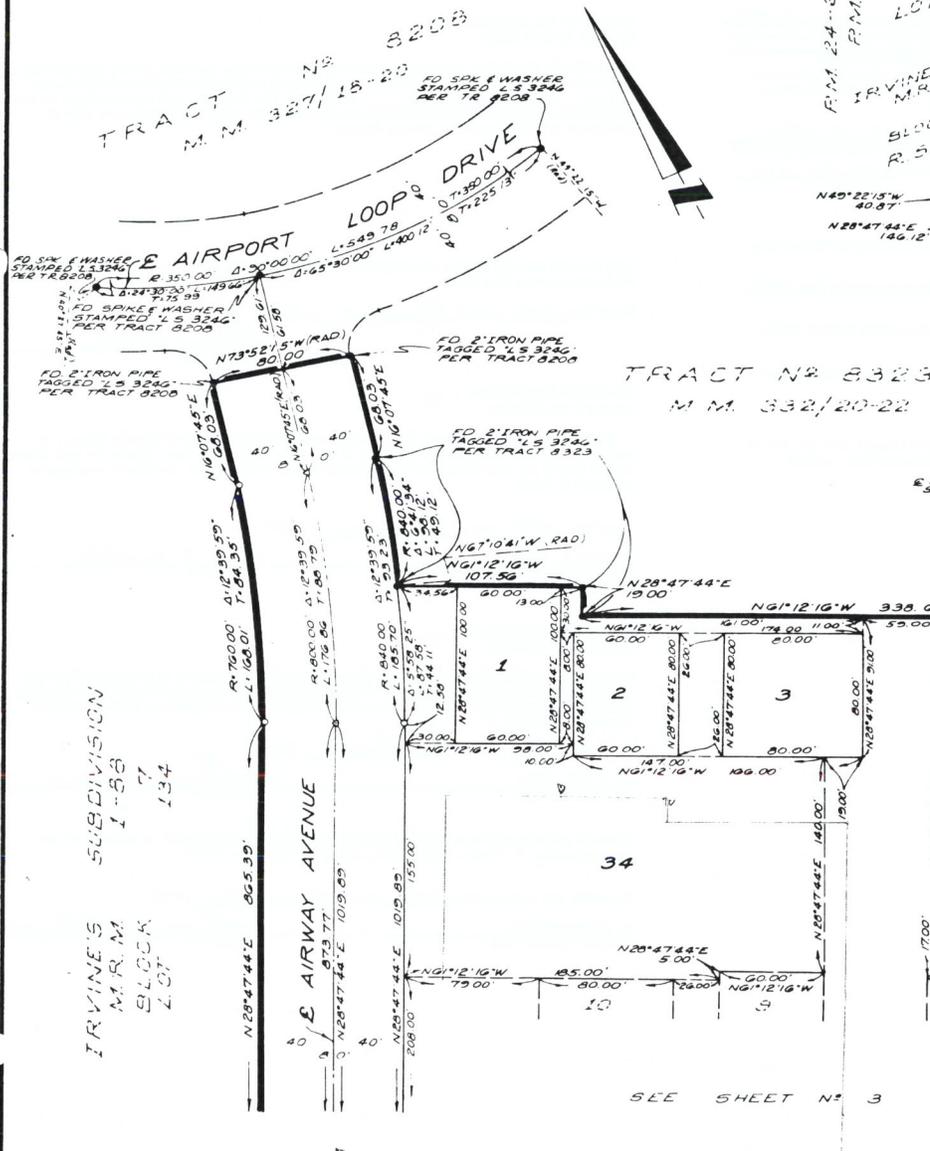
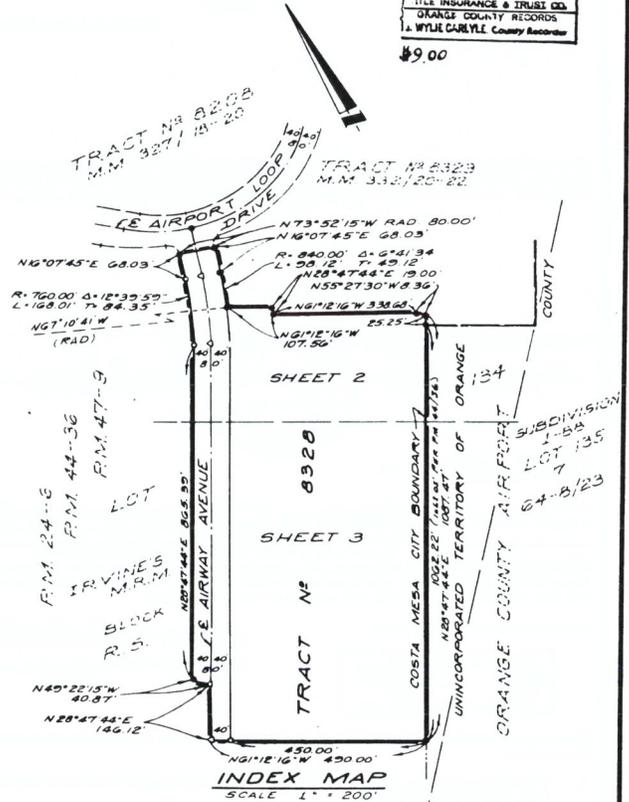
ACCEPTED AND FILED  
NOV 19 1974 AT 8:00 AM  
AT REQUEST OF  
TITLE INSURANCE & TRUST CO.  
ORANGE COUNTY RECORDS  
J. WYLLIE CARVILLE, County Recorder

\$9.00

**BASIS OF BEARINGS:**  
BEARINGS HEREON ARE BASED ON THE SW'LY  
LINE OF TRACT N<sup>o</sup> 8323 BEING N61°12'16"W  
PER MAP RECORDED IN BOOK 332 PAGES 20  
TO 22 INCLUSIVE OF MISCELLANEOUS MAPS,  
RECORDS OF ORANGE COUNTY, CALIFORNIA.

**MONUMENT NOTES:**  
○ INDICATES SET 2" IRON PIPE TAGGED  
"L.S. 3246"  
◊ INDICATES SET SPIKE AND WASHER  
STAMPED "L.S. 3246"  
● INDICATES FOUND MONUMENT AS  
NOTED.

**NOTE:**  
THE BOUNDARY LINES OF LOTS 1 TO 33  
INCLUSIVE ARE EXTERIOR WALL LINES OF  
BUILDINGS TO BE CONSTRUCTED, WITH  
THE EXCEPTION OF COMMON LINES OF SAID  
LOTS WHICH WILL BE THE CENTER LINES  
OF COMMON PARTY WALLS.



IRVINE'S  
M.R.M.  
BLOCK  
LOT

SUBDIVISION  
I-58  
7  
134

SEE DETAIL  
FO 2" IRON PIPE  
TAGGED "L.S. 3246"  
PER TRACT 8323

CITY BOUNDARY  
COSTA MESA  
UNINCORPORATED TERRITORY OF  
ORANGE COUNTY

IRVINE'S M.R.M. SUBDIVISION  
BLOCK 7 LOT 134  
S.M. 631

SEE SHEET N<sup>o</sup> 3

SHEET 3 OF 3 SHEETS  
SCALE: 1" = 50'

# TRACT NO 8328

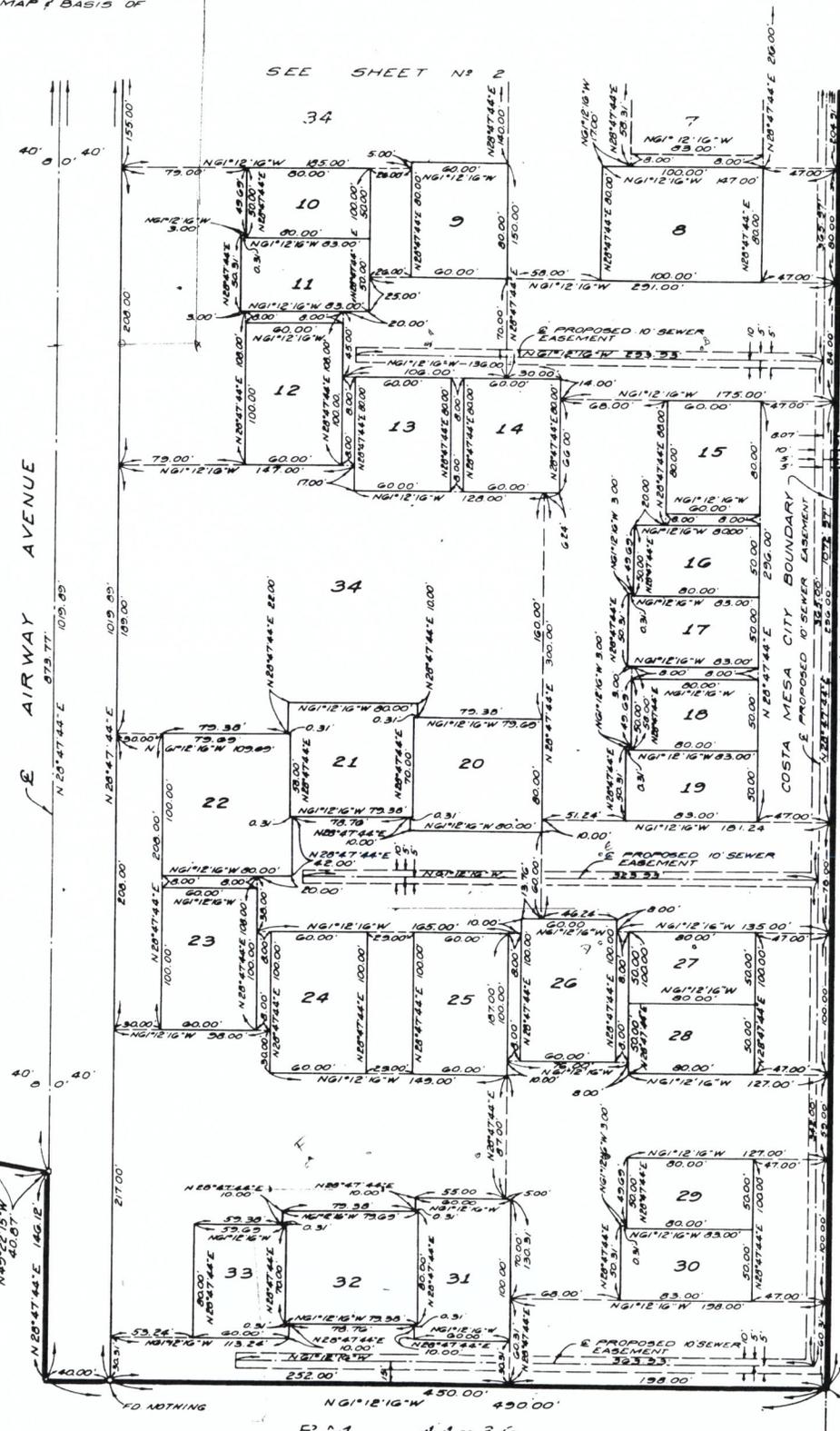
IN THE CITY OF COSTA MESA, ORANGE COUNTY, CALIFORNIA.  
JUNE 1974  
34 LOTS  
WILLIAMSON & SCHMID, CIVIL ENGINEERS

DIVIDE

14677

ACCEPTED AND FILED  
NOV 19 1974 AT 8:00 AM  
AT REQUEST OF  
TITUS INSURANCE & TRUST CO.  
COUNTY CLERK  
COUNTY RECORDS  
WALDE CARLBY County Recorder  
\$9.00

NOTE:  
SEE SHEET NO 2 FOR MONUMENT  
NOTES, INDEX MAP & BASIS OF  
BEARINGS.



IRVINE'S SUBDIVISION  
M.R.M. BLOCK  
LOT 134  
7-88  
24-6  
44-36  
47-9  
865.39'

TRACT NO. 6368  
M.M. 233/18,9  
RED HILL AVENUE  
AIRPORT LOOP DRIVE  
MC CORMICK AVE.  
TRACT NO. 7076  
M.M. 263/13,14

COSTA MESA CITY BOUNDARY  
IRVINE'S SUBDIVISION  
BLOCK 134  
LOT 134  
S.M. 63-1  
ORANGE COUNTY AIRPORT

P.M. 44-36

EXHIBIT 6

**EXHIBIT 6**



Berean Community Church

March 31, 2010

**Koll / Irvine Center Association**

c/o Dave Hasan  
Pacific West Asset Management Corp.  
3191-D Airport Loop  
Costa Mesa, CA 92626

**Re: 3184-A Airway - Request to use additional parking on Sundays and during non-business hours**

Dear Mr. Hasan,

I am the pastor at Berean Community Church. We are a 230-member Christian church located in the City of Tustin and we are currently in escrow to purchase 3184-A Airway. Our intention is to use this 6,000 square foot building for our Sunday worship services and evening bible studies. We are asking for the Association's permission to allow us to use the Association parking during these times.

Per the City of Costa Mesa's zoning code, we are required to provide approximately 126 on-site parking spaces to our members during our service time. This number includes the 18 parking spaces that account for our share of the parking. I assure you that absolutely no church activity takes place during normal business hours; therefore, our presence in the park will not affect the parking of the neighboring business owners. Here is a list of the times where we will need to use the additional parking:

- **Sunday Worship** – 9:00 a.m. – 1:00 p.m. – 108 Association spaces needed
- **Friday Bible Study** – 7:00 p.m. – 9:00 p.m. – 15 – 20 Association spaces needed
- **Saturday Morning** – Once per month 9:00 a.m. – 11:00 a.m. – 5 – 10 Association spaces needed
- **Sunday Community Events** – 4 times per year from approximately 7:00 p.m. – 10:00 p.m. – 108 Association spaces needed

As this building is going to be used strictly for our assembly services, we will not be using any parking during normal business hours. The church does not have any events during these times and our administrative offices are at another location. Our share of the parking will therefore be available to the neighboring owners during business hours.

We hope that you approve our request. We are very much looking forward to being part of your community at Koll / Irvine Center. Please feel free to contact me with any questions about our church or our service times. I can be reached at (949) 232-8021.

Sincerely,

Peter Kim, Pastor

## **EXHIBIT 7**



Received  
City of Costa Mesa  
Development Services Department

APR 02 2010

April 1, 2010

Planning Division  
City of Costa Mesa  
77 Fair Drive  
Costa Mesa, CA 92626

Re: *Conditional Use Permit Application – Project Description*  
Project Address: *3184-A Airway*

Dear Planning Staff,

I am the authorized agent for the Berean Community Church (the "Applicant"), a 230-member Christian church that was formed in 1997 and is currently located in the City of Tustin. The Applicant is in escrow to purchase 3184-A Airway in the Koll/Irvine Center. Their intention is to use this approximate 5,936 square foot building for their Sunday worship services and evening bible studies. The Applicant is requesting the approval of a Conditional Use Permit.

Per the City of Costa Mesa's zoning code, a church use is conditionally permitted in industrial zones. Further, Church uses have been approved in the past in the Koll/Irvine Center. There is no significant impact to parking as all church hours take place outside of normal business hours on evenings and weekends; therefore, this use is compatible with the surrounding area.

The required number of on-site parking spaces, per the zoning code, is approximately 127. The applicant's share of the common parking is 18 spaces. The Applicant has requested that the Koll/Irvine Center Association grant them the right to use the additional required on-site parking spaces during the times outlined below:

- *Sunday Worship – 9:00 a.m. – 1:00 p.m. – 109 Association spaces needed*
- *Friday Bible Study – 7:00 p.m. – 9:00 p.m. – 15 – 20 Association spaces needed*
- *Saturday Morning – Once per month 9:00 a.m. – 11:00 a.m. – 5 – 10 Association spaces needed*
- *Sunday Community Events – 4 times per year from approximately 7:00 p.m. – 10:00 p.m. – 109 Association spaces needed*

As the Applicant's administrative offices are at another location, this building is going to be used strictly as the church's sanctuary during non-business hours. The Applicant's use in the park will therefore be a benefit as their share of the parking will always be available to the neighboring owners during business hours.

1609 E. McFadden Avenue, Suite C • Santa Ana, California 92705  
Tel 949-274-2015 • Fax 949-209-1988 • [www.revepacific.com](http://www.revepacific.com)

The Applicant is requesting to use the parking spaces that are shared by addresses 3184, 3186 and 3188. There are a total of 475 parking spaces that serve this area of the development. The Applicant is only in need of 109 spaces so there is more than enough parking spaces to meet the parking requirement. Further, the churches that are currently occupying buildings in the Koll / Irvine Center are not located near to building 3184-A.

We hope that you approve our application. We are very much looking forward to being part of the Costa Mesa community.

Sincerely,

  
Kirstin Emershaw  
Authorized Agent

# **EXHIBIT 8**



April 19, 2010

Mr. Peter Kim  
**Berean Community Church**  
14331 Raintree Road  
Tustin, CA 92780

**RE: REQUEST FOR APPROVAL OF ADDITIONAL PARKING USE  
3184A AIRWAY AVENUE  
KOLL IRVINE COMMUNITY ASSOCIATION**

Dear Mr. Kim:

Thank you for your letter regarding dated March 31, 2010 requesting Association approval for a use of additional parking spaces for church services at 3184A Airway Avenue in the Koll Irvine Association.

I am pleased to inform you that your request for additional parking has been approved by the Koll Irvine Association under the following conditions:

- All services and/or other activities may only occur during weekends or after 7:00 pm on weekdays.
- The number of persons allowed during business hours (6:00AM to 7:00PM weekdays) shall be limited to regular, daily business activities and the number of parking spaces that may be used shall not exceed 3.0 spaces per 1,000 square feet of usable office space in the 6,000 square foot building excluding bathrooms, storerooms and other non-occupied areas. This equates to 18 total parking spaces.
- Berean Community Church shall be responsible for cleanup and removal of trash from the parking area and common area from the result of any events.
- Berean Community Church shall be required to contact the City of Costa Mesa to obtain required permits to conduct the requested activities. All services and/or activities may only take place within the building. The common area may not be used for any activities or events.
- Berean Community Church and its patrons must abide by any and all Koll Irvine Association CC&R's and Rules & Regulations.

Any violation of the above stated conditions will void the approved use variance for Berean Community Church for additional parking use at 3184A Airway Avenue in the Koll Irvine Association.

Should you have any questions, please feel free to contact me at 714-433-7300 Ext 213 or by Email at [dhasan@pacificwest.cc](mailto:dhasan@pacificwest.cc)

Sincerely,

**Pacific West  
Asset Management Corporation**

A handwritten signature in black ink, appearing to read "David Hasan", is written over the printed name and title.

David Hasan  
Property Manager

Cc: Mel Lee, City of Costa Mesa

## **EXHIBIT 9**



# CITY OF COSTA MESA

P O BOX 1200 • 77 FAIR DRIVE • CALIFORNIA 92628-1200

DEVELOPMENT SERVICES DEPARTMENT

May 20, 2010

Kirstin Emershaw  
1609 E. McFadden, Ste. C  
Santa Ana, CA 92705

**RE: ZONING APPLICATION ZA-10-22  
MINOR CONDITIONAL USE PERMIT TO DEVIATE FROM SHARED PARKING  
REQUIREMENTS FOR A CHURCH USE  
3184 A AIRWAY AVENUE, COSTA MESA**

Dear Ms. Emershaw:

Review of the minor conditional use permit for the above-referenced project has been completed. The application, as described in the attached project description, has been approved, based on the findings and subject to the conditions of approval (attached). The decision will become final at 5 p.m. on May, 27, 2010, unless appealed by an affected party (including filing of the necessary application and payment of the appropriate fee) or by a member of the Planning Commission or City Council.

If you have any questions regarding this letter, please feel free to contact the project planner, Wendy Shih, at 714-754-5136, between 1 p.m. and 5 p.m. or via email at [wshih@ci.costa-mesa.ca.us](mailto:wshih@ci.costa-mesa.ca.us)

Sincerely,

*W Bouwens-Killeen*  
WILLA BOUWENS-KILLEEN, AICP  
Zoning Administrator

Attachments:      Project description  
                         Findings  
                         Conditions of approval and Code Requirements  
                         Approved conceptual plans

cc:    Engineering  
      Fire Protection Analyst  
      Building Division

Kerry Rutkin  
5811 Grimsby Dr.  
Huntington Beach, CA 92649

Peter Kim  
14331 Raintree Road  
Tustin, CA 92780

David Hasan  
Pacific West Asset Mgmt Corp.  
P.O. Box 19068  
Irvine, CA 92623

### PROJECT DESCRIPTION

- The project site is located in a 5,936 square-foot industrial condominium building within the Koll Irvine Center. It is zoned MP (Industrial Park) and has a General Plan designation of Industrial Park.
- The applicant requests approval of a minor conditional use permit (MCUP) to deviate from shared parking requirements for a church use (Berean Community Church).
- The Code requires 119 parking spaces for the church based on 4,168 square feet of seating area; 18 parking spaces are allocated for this suite based on industrial parking rate.
- Parking impacts are not anticipated due to offset hours of operation since the applicant proposes to use the building for Sunday worship services, evening bible studies, and monthly Saturday meetings only when the majority of the other businesses in the development are closed.
- The church anticipates that they will use, at most, approximately 109 parking spaces during offset hours (weekends and after 7 p.m. on weekdays); approximately 475 parking spaces exist on-site in the immediate common area.
- The proposed use is compatible with existing office uses on-site since it will not affect existing on-site parking demand during the day and use of the building for church assembly will occur during offset hours.
- The General Plan permits a church use in the Industrial Park land use designation provided that land use compatibility and traffic issues are addressed. Therefore, approval of the MCUP is consistent with the General Plan.

### FINDINGS

1. The information presented substantially complies with Section 13-29(e) of the Costa Mesa Municipal Code in that:
  - a. The proposed use is compatible and harmonious with uses on-site as well as those on the surrounding properties.
  - b. Safety and compatibility of the design of the buildings, parking areas, landscaping, luminaries, and other site features including functional aspects of the site development such as automobile and pedestrian circulation have been considered.
  - c. The General Plan permits church uses within the property's Industrial Park land use designation provided that land use compatibility and traffic issues are addressed. Since the proposed use will not impact on-site parking due to the offset hours of operation, approval of a MCUP is consistent with the General Plan.
  - d. The planning application is for a project-specific case and does not establish a precedent for future development.

2. The minor conditional use permit to allow a deviation from the shared parking requirement complies with Costa Mesa Municipal Code Section 13-29(g)(2) in that the proposed use is substantially compatible with developments in the same general area. Granting the minor conditional use permit will not be detrimental to the health, safety and general welfare of the public or other properties or improvements within the immediate vicinity. Specifically, parking impacts are not anticipated due to offset hours of operation. Granting the minor conditional use permit will not allow a use, density or intensity, which is not in accordance with the General Plan designation for the property.
3. The project has been reviewed for compliance with the California Environmental Quality Act (CEQA), the CEQA Guidelines, and the City environmental procedures, and has been found to be exempt from CEQA under Section 15301 for Existing Facilities.
4. The project is exempt from Chapter XII, Article 3 Transportation System Management, of Title 13 of the Costa Mesa Municipal Code.

#### CONDITIONS OF APPROVAL

- Ping.
1. If parking shortage or other parking-related problems arise, the applicant shall institute whatever operational measures are necessary to minimize or eliminate the problem, including, but not limited to, reduction of assembly sizes or modification of assembly hours.
  2. Operation of the church shall be limited as described in the project description and applicant's letter dated April 1, 2010 (assembly on weekends and after 7 p.m. on weekdays only). Any expansion or modification of the number of attendees or assembly hours may require approval of a minor conditional use permit.
  3. All services and/or activities shall occur inside the building only.
  4. The applicant/operator shall be responsible for cleanup and removal of any trash from the parking area and common area after each service.
  5. A copy of the conditions of approval for the conditional use permits must be kept on premises and presented to any authorized City official upon request. New business/property owners shall be notified of conditions of approval upon transfer of business or ownership of land.

#### CODE REQUIREMENTS

The following list of federal, state and local laws applicable to the project has been compiled by staff for the applicant's reference. Any reference to "City" pertains to the City of Costa Mesa.

- Ping.
1. Approval of the zoning application is valid for one (1) year from the effective date of this approval and will expire at the end of that period unless applicant establishes the use by one of the following actions: 1) obtains building permits for the authorized construction and initiates construction; and/or 2) obtains a business license and/or legally

establishes the use. If the applicant is unable to establish the use/obtain building permits within the one-year time period, the applicant may request an extension of time. The Planning Division must receive a written request for the time extension prior to the expiration of the zoning application.

2. The minor conditional use permit herein approved shall be valid until revoked. The minor conditional use permit may be referred to the Planning Commission for modification or revocation at any time if the conditions of approval have not been complied with, if the use is operated in violation of applicable laws or ordinances or, if in the opinion of the Development Services Director or his/her designee, any of the findings upon which the approval was based are no longer applicable. Nothing in this condition shall exempt the applicant from complying with any time limits applied to any construction authorized by this application.
3. All noise-generating construction activities shall be limited to 7 a.m. to 7 p.m. Monday through Friday and 9 a.m. to 6 p.m. Saturday. Noise-generating construction activities shall be prohibited on Sunday and the following Federal holidays: New Years Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.
4. Permits shall be obtained for all signs according to the provisions of the Costa Mesa Sign Ordinance.
- Bus. Lic. 5. All contractors and subcontractors must have valid business licenses to do business in the City of Costa Mesa. Final inspections, final occupancy, and utility releases will not be granted until all such licenses have been obtained.
- Bldg. 6. If construction is required, comply with the requirements of the 2007 California Building Code, California Electrical Code, California Mechanical Code and California Plumbing Code (or the applicable adopted California Building Code, California Electrical Code, California Mechanical Code and California Plumbing Code at the time of plan submittal) and California Code of Regulations, Title 24 energy, also known as the California Building Standards Code, as amended by the City of Costa Mesa.

*[Faint, illegible text, likely bleed-through from the reverse side of the page]*

## **EXHIBIT 10**

LEE, MEL

**From:** BOUWENS-KILLEEN, WILLA  
**Sent:** Tuesday, February 23, 2016 2:26 PM  
**To:** Bereanpk@gmail.com  
**Cc:** emailmarklim@gmail.com; GOATES, DAVID; LEE, MEL  
**Subject:** RE: Letter in Response to Willa Bouwens

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

Good afternoon, Pastor Kim,

Thank you for the clarification; it is most appreciated.

As I stated in my letter, your approval was for the use of 109 parking spaces; any increase over that would need to be approved by the City's Planning Division. It would appear from your information, however, that you continue to comply with that requirement. If anything changes, please let the Planning Division know so it can be accounted for.

Since the time you processed your minor conditional use permit, we have received direction that we cannot require approval by the association to use the parking. However, as part of our normal notification procedure, the association was notified, which resulted in their protest letter. That input was considered as part of the initial and ultimate decisions.

I believe when I spoke with you, Pastor Kim, I had informed you that the denial of the cultural center under ZA-15-38 has been appealed; I wanted to let you know that is scheduled for the City Council meeting of March 15, 2016.

Again, thank you for your response. Please let me know if you have any questions.

Sincerely,

**Willa Bouwens-Killeen, AICP**  
**Zoning Administrator**  
**City Of Costa Mesa**  
 77 Fair Dr. Costa Mesa, CA 92626  
 714.754.5153 fax 714.754.4856  
[Willa.Bouwens-Killeen@costamesaca.gov](mailto:Willa.Bouwens-Killeen@costamesaca.gov)

**From:** mark Lim [mailto:emailmarklim@gmail.com]  
**Sent:** Tuesday, February 23, 2016 11:37 AM  
**To:** BOUWENS-KILLEEN, WILLA <WILLA.BOUWENS-KILLEEN@costamesaca.gov>  
**Cc:** Peter Kim <Bereanpk@gmail.com>  
**Subject:** Letter in Response to Willa Bouwens

Dear Willa Bouwens-Killeen and Officer David Goates,

We have received a letter with concerns that we are in violation of our "Minor Conditional Use Permit." We have tried to reach out to you various times by phone and left a few messages but did not receive a callback.

Thank you for reaching out to us about your concerns over the use of parking in our association of 109 spaces. I hope the explanation below will satisfy any concerns you may have.

1. We have two services on Sundays that run at 9:00 am and 11:00 am. The entire congregation is not present at one time so the use of spaces is spread out during those two times. Our first service holds anywhere from 70 to 120 people and our second service at 11am hold between 220 to 300. The 300 max number are not all adults either so the children are coming with parents which reduces the need for parking even further. Since we are currently using less than 109 parking spaces in either of our 9 or 11 am services where main Sunday worships are taking place there is no violation of our cup even if 109 was the maximum.

2. When our conditional use permit was approved, the city required us to have a minimum of 109 spaces, which we satisfied. There was no clause or statement about the maximum, just as there is no stated maximum for the application for MCUP of Building J. Each building is given 3 parking spaces for 1000 square feet so any need for above that use would need the association approval as we were required to do.

3. We obtained approval from the association to use the available parking in the business park. We are truly off-hours with the surrounding businesses and the association has granted us approval to use the surrounding parking. Since the sharing of parking is really an issue for the association to deal with, they should have been contacted. To our understanding, the association has sent in a letter opposing the application of the Minor Conditional Use of Building J.

In summary, we hope to have shown that we are appropriately functioning under our conditional use permit and under the approval of our association. Please contact me if you have any further questions at ( [Bereanpk@gmail.com](mailto:Bereanpk@gmail.com) )

Sincerely,

Peter Kim

Senior Pastor

Berean Community Church

**EXHIBIT 11**



Arts Orange County's Outstanding Arts Organization of 2014

## Confidence and Creativity...for Life!

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A&L Wish List

## Private Lessons

### Arts & Learning Conservatory Private Instruction

Private lessons are the foundation for developing artistic skills from the first notes through a professional career. Private instrumental lessons are for children age 3 and older. Private acting lessons are for children 8 years and older. Voice lessons are for children age 10 and older. Tuition includes 2-3 performances per year at our new site in Costa Mesa, where lessons are held. Our professional instructors will help your child build a solid foundation of Curiosity, Creativity, and Communication. And of course they will HAVE FUN!

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**Private Lesson Pricing**

30 minutes, once a week, \$150/month  
45 minutes, once a week, \$210/month.  
60 minutes, once a week, \$280/month.

**A & L Conservatory offers private lessons in:**

- Theater
- Woodwinds
- Brass
- Strings (age 3 and up)
- Guitar (Acoustic, electric, and classical)
- Percussion
- Voice\* (10 years old and up)

All private lessons are scheduled through our office manager. To request private lessons for a student, complete the form below or contact us at 714.728.7100 or [info@artsandlearning.org](mailto:info@artsandlearning.org).

If inquiring by email, please include the following information:

- Student's name
- Age
- Any previous musical study
- Available days and times for lesson scheduling

**Private Lessons Request**

**Email \***

**Student's Name \***

**Age \***

**Type of instruction \***

**Any previous musical study? \***

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---

**Available days and times for lesson scheduling \***

---

Submit

**Recent Posts**

- [Bellagio Strings Audition](#) June 20, 2016
- [‘I Heart OC’ on April 27-28](#) April 21, 2016
- [Lion King Cast](#) February 7, 2016
- [Jedi Junior High Documentary](#) December 18, 2015
- [Production Support](#) December 16, 2015

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- [Bellagio String Youth Orchestra Classes](#)
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[Camp Broadway Tickets - August 5, 2016](#)



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A&L Wish List

## Full Summer Schedule

### Browse All Summer Camps

Grade Completed June 2016: All Grades

\*\*Grade level indicates grade completed by June 2016

**String Orchestra Camps/Grades 4th-9th**

9:30am-12noon, Monday- Friday

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\$250 per camper, five day session (Early bird rate ends May 15th)

**Exploratory Theater Day Camps/ Grades K-3rd**

9am to noon, Monday – Friday

\$200 per camper, five day session (Early bird rate ends May 15th)

**Musical Theater Arts Camps/ Grades 4th-12th**

9am to 12:30pm, Monday- Friday

\$375 per camper, ten day session (Early bird rate ends May 15th)

\*evening performance at 7pm on final day.

**Technical Theater Camp / Grades 8th-12th**

Aug. 15-19, 9:00-12pm, Monday- Friday

\$250 per camper, five day session (Early bird rate ends May 15th)

Class Title & Link	Class Dates	Time	Grades	Cost	Register
<a href="#"><u>Star Wars Jedi (Gr. K-3)</u></a>	July 25 - July 29	9 am–12 pm	K - 3	\$225	<a href="#"><u>Add to Cart</u></a>
<a href="#"><u>Camp Broadway (Gr. 4-12)</u></a>	July 25 - Aug 5	9 am–12 pm	4 - 12	\$400	<a href="#"><u>Add to Cart</u></a>
<a href="#"><u>Camp Broadway Tickets</u></a>	\$5	<a href="#"><u>Add to Cart</u></a>			
<a href="#"><u>Alice &amp; the Mad Hatter (Gr. K-3)</u></a>	Aug 8 - Aug 12	9 am–12 pm	K - 3	\$225	<a href="#"><u>Add to Cart</u></a>
<a href="#"><u>The Wiz Audition Workshop</u></a>	Aug 22, 2016	Mon, 6pm-8:30pm	Ages 8-19	\$25	<a href="#"><u>Add to Cart</u></a>
<a href="#"><u>The Wiz Audition Workshop</u></a>	Aug 29, 2016	Mon, 6pm-8:30pm	Ages 8-19	\$25	<a href="#"><u>Add to Cart</u></a>
<a href="#"><u>The Wiz Audition</u></a>	Sept. 10, 2016	Sat, 9am	Ages 8-19	\$475	<a href="#"><u>Add to Cart</u></a>

[View Cart and Register](#)

**Recent Posts**

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- ['I Heart OC' on April 27-28 April 21, 2016](#)
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A&L Wish List

### Registration

#### Star Wars Jedi (Gr. K-3)

**Description:**

**Dates:** July 25 - July 29 **Times:** 9 am-12 pm **Grades:** K - 3

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## Exploratory Theater Day Camp

**Dates:** July 25 - July 29,  
9:00am- 12:00pm

**Grades:** K-3

**Location:** Waldorf School  
of Orange County, 2350  
Canyon Drive, Costa  
Mesa, CA 92627

**Tuition:** \$225



Arts & Learning offers 1 week half-day camps for those entering 1st through 3rd grade (Exploratory Arts). Using a variety of titled themes as springboards, campers explore creative drama, music, movement, and visual art activities to bring stories to life. On the final day of camp, parents are invited to join the class for the final 30 minutes to see a culmination of the work explored during the session. Camps run from 9:00 a.m.-12:00 p.m.

### Address:

Waldorf School of Orange County  
2350 Canyon Drive  
Costa Mesa, CA  
92627

[Map and Directions](#)

G+1 0

### Start Date:

Monday, July 25, 2016

### End Date:

July 29, 2016



**Start Time:** 9:00 AM  
**End Time:** 12:00 PM  
**Price:** \$225.00

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## Registration Details

### Attendee Information

First Name \* \_\_\_\_\_

Last Name \* \_\_\_\_\_

### Address Information

Address \* \_\_\_\_\_

City \* \_\_\_\_\_

State \* \_\_\_\_\_

Zip \* \_\_\_\_\_

Email \* \_\_\_\_\_

Phone \_\_\_\_\_

### Parent Information

Parent/Guardian First Name \* \_\_\_\_\_

Parent/Guardian Last Name \* \_\_\_\_\_

Spouse First Name \_\_\_\_\_

Spouse Last Name \_\_\_\_\_

Home/Mobile Phone \* \_\_\_\_\_

Work/Other Phone \* \_\_\_\_\_

Additional Parent/Guardian Email \_\_\_\_\_

Employer Company Name \_\_\_\_\_

### Medical Information

Health Insurance Company Name \* \_\_\_\_\_

Doctor's Name \* \_\_\_\_\_

Doctor's Number \* \_\_\_\_\_

Emergency Contact Name \* \_\_\_\_\_

Emergency Contact Number \* \_\_\_\_\_

Medical Information: (allergies, medications, current treatments, activity restrictions, etc). Write 'none' if none \* \_\_\_\_\_

**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

## Additional Information

### Refund Policy

Refunds (less \$50.00 service charge per child, per class or camp) are available up until seven days prior to the start of class or camp, after which time no refund is given. If Arts & Learning must cancel a class or camp due to insufficient enrollment, any tuition paid will be refunded in full. Note: Once a child has auditioned for a play, there are no refunds or tuition credit granted.

\*

I understand and agree  
(1 of 3)

How Did you hear about us? \*

I would like to volunteer to assist as a rehearsal parent \*

Yes

No

Student applicants who wish to be considered for a scholarship must submit a detailed statement establishing their need. A copy of last year's tax return (first page) will be required according to [instructions found here](#).

### Media Release

By registering for this class you are permitting A&L to use pictures and video of you and those in your party as program participants in promotional materials.

\*

I understand and agree  
(2 of 3)

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### Stay Informed

Sign up for email news?

Select One

Sign up for infrequent text message updates?

Select One

Promo Code:

**Add More Attendees? (click to toggle, limit 4)**

**Submit**

Private Lessons

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A&L Wish List

### Registration

#### **Camp Broadway (Gr. 4-12)**

**Description:**

**Dates:** July 25 - Aug 5 **Times:** 9 am-12 pm **Grades:** 4 - 12

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**Musical Theater Arts Camps**

**Dates:** July 25 - August 5, 9:00am-12:00pm (Monday - Friday)  
 \*evening performance at 7pm on final day.



**Grades:** 4-12

**Location:** Waldorf School of Orange County, 2350 Canyon Drive, Costa Mesa, CA 92627

**Tuition:** \$400

Theater Arts Camps are more performance-oriented and provide students with an intensive and fun rehearsal and performance experience. This camp is geared towards seasoned actors, and will include an additional performance at South Coast Plaza in September. The final performance for the week is held on Friday at 7 p.m.

Camp Broadway features excerpts from some of the most loved Broadway hits, such as Hairspray!, Newsies, The Wiz, and more!

**Address:**

Waldorf School of Orange County  
 2350 Canyon Drive  
 Costa Mesa, CA  
 92627

[Map and Directions](#)

**Start Date:**

Monday, July 25, 2016

**End Date:**

August 5, 2016



**Start Time:** 9:00 AM

**End Time:** 12:00 PM

**Price:** \$400.00

**Registration Details**

**Attendee Information**

First Name \*

Last Name \*

**Address Information**

Address \*

City \*

State \*

Zip \*

Email \*

Phone

**Parent Information**

Parent/Guardian First Name \*

Parent/Guardian Last Name \*

Spouse First Name

Spouse Last Name

Home/Mobile Phone \*

Work/Other Phone \*

Additional Parent/Guardian Email

Employer Company Name

**Medical Information**

Health Insurance Company Name \*

Doctor's Name \*

Doctor's Number \*

Emergency Contact Name \*

Emergency Contact Number \*

Medical Information: (allergies, medications, current treatments, activity restrictions, etc). Write 'none' if none \*

**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

**Additional Information**

**Refund Policy**

Refunds (less \$50.00 service charge per child, per class or camp) are available up until seven days prior to the start of class or camp, after which time no refund is given. If Arts & Learning must cancel a class or camp due to insufficient enrollment, any tuition paid will be refunded in full. Note: Once a child has auditioned for a play, there are no refunds or tuition credit granted.

\*

I understand and agree  
(1 of 3)

How Did you hear about us? \*

I would like to volunteer to assist as a rehearsal parent \*

Yes

No

Student applicants who wish to be considered for a scholarship must submit a detailed statement establishing their need. A copy of last year's tax return (first page) will be required according to [instructions found here](#).

**Media Release**

By registering for this class you are permitting A&L to use pictures and video of you and those in your party as program participants in promotional materials.

\*

I understand and agree  
(2 of 3)

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Select One

Sign up for infrequent text message updates?

Select One

Promo Code:

**Add More Attendees? (click to toggle, limit 4)****Submit**[Private Lessons](#)**Upcoming Shows**[Camp Broadway Tickets - August 5, 2016](#)**Upcoming Auditions**[Bellagio Strings Audition - September 12, 2016](#)**Get Involved!**

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A&L Wish List

## Registration

### **Alice & the Mad Hatter (Gr. K-3)**

**Description:**

**Dates:** Aug 8 - Aug 12 **Times:** 9 am-12 pm **Grades:** K - 3

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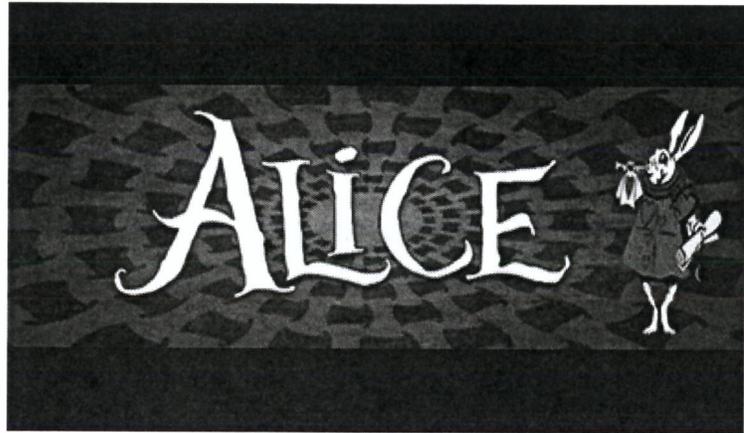
**Exploratory Theater Day Camp**

**Dates:** August 8 - August 12,  
9:00am- 12:00pm

**Grades:** K-3

**Location:** Waldorf School of Orange  
County, 2350 Canyon Drive, Costa  
Mesa, CA 92627

**Tuition:** \$225



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**Address:**

Waldorf School of Orange County  
2350 Canyon Drive  
Costa Mesa, CA  
92627  
[Map and Directions](#)

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**Start Date:**

Monday, August 8, 2016

**End Date:**

August 12, 2016



**Start Time:** 9:00 AM  
**End Time:** 12:00 PM  
**Price:** \$225.00

**Registration Details**

**Attendee Information**

First Name \*

Last Name \*

**Address Information**

Address \*

City \*

State \*

Zip \*

Email \*

Phone

**Parent Information**

Parent/Guardian First Name \*

Parent/Guardian Last Name \*

Spouse First Name

Spouse Last Name

Home/Mobile Phone \*

Work/Other Phone \*

Additional Parent/Guardian Email

Employer Company Name

**Medical Information**

Health Insurance Company Name \*

Doctor's Name \*

Doctor's Number \*

Emergency Contact Name \*

Emergency Contact Number \*

Medical Information: (allergies, medications, current treatments, activity restrictions, etc). Write 'none' if none \*

**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

### Additional Information

#### Refund Policy

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\*

I understand and agree  
(1 of 3)

How Did you hear about us? \*

I would like to volunteer to assist as a rehearsal parent \*

Yes

No

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#### Media Release

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Select One

Promo Code: \_\_\_\_\_

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### Registration

#### **The Wiz Audition Workshop**

**Description:**

**Date:** Aug 22, 2016 **Times:** Mon, 6pm-8:30pm **Grades:** Ages 8-19

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# WIZ AUDITION WORKSHOP

**Date:** Aug 22, 6:30pm-8pm

**Location:** Irvine, address TBC

**Ages:** 8-19

***The Wiz: The Super Soul Musical*** is an urbanized retelling of *The Wonderful Wizard of Oz* in the context of a modern soulful take.

Get ready to "Ease on Down the Road" with the Arts & Learning Conservatory's (ALC) audition workshop as we prepare for our Fall production of The WIZ.

Our workshop empowers participants to audition for any musical theatre opportunity with confidence by strengthening techniques in acting, dancing and singing. Participants will learn performance readiness skills, by practicing the process and understanding the vocabulary of a musical theatre audition.

Our skilled professional teaching artists help aspiring performers gain self-confidence by giving participants the tools they need for success, including what to expect in an audition, how to connect with new material, how to approach a cold reading, and how to understand and take direction.

Our workshops fill quickly. Whether you choose one or both you will have a solid experience.  
Cost: \$25, 2 for 1 (bring a friend for free)  
For questions about the workshop or our other fall classes contact us at info@artsandlearning.org or 714.728.7100.

G+1 0

**Date:**

Monday, August 22, 2016



**Start Time:** 6:30 PM

**End Time:** 8:00 PM

**Price:** \$25.00

**Registration Details**

**Attendee Information**

First Name \* \_\_\_\_\_

Last Name \* \_\_\_\_\_

**Address Information**

Address \* \_\_\_\_\_

City \* \_\_\_\_\_

State \* \_\_\_\_\_

Zip \* \_\_\_\_\_

Email \* \_\_\_\_\_

Phone \_\_\_\_\_

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**Parent Information**

Parent/Guardian First Name \*

Parent/Guardian Last Name \*

Spouse First Name

Spouse Last Name

Home/Mobile Phone \*

Work/Other Phone \*

Additional Parent/Guardian Email

Employer Company Name

**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

**Stay Informed**

Sign up for email news?

Select One

Sign up for infrequent text message updates?

Select One

## Terms & Conditions

### Refund Policy

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\*



I understand and agree  
(1 of 3)

How Did you hear about us? \*

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### Media Release

By registering for this class you are permitting A&L to use pictures and video of you and those in your party as program participants in promotional materials.

\*



I understand and agree  
(2 of 3)

### Waiver & Assumption of Risk

I, the undersigned Participant of any educational event organized or authorized by Arts &

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Private Lessons

## Upcoming Shows

Camp Broadway Tickets - August 5, 2016

## Upcoming Auditions

Bellagio Strings Audition - September 12, 2016

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## Upcoming Auditions

Bellagio Strings Audition - September 12, 2016

## Buy Tickets

Camp Broadway Tickets - August 5, 2016



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## Registration

### The Wiz Audition Workshop

**Description:**

**Date:** Aug 29, 2016 **Times:** Mon, 6pm-8:30pm **Grades:** Ages 8-19

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# WIZ AUDITION WORKSHOP

**Date:** Aug 29th, 6:30-8:30pm

**Location:** New Hope Church, 191 N Orange St, Orange, CA 92866

**Ages 8-19**

***The Wiz: The Super Soul Musical*** is an urbanized retelling of *The Wonderful Wizard of Oz* in the context of a modern soulful take.

Get ready to "Ease on Down the Road" with the Arts & Learning Conservatory's (ALC) audition workshop as we prepare for our Fall production of *The WIZ*.

Our workshop empowers participants to audition for any musical theatre opportunity with confidence by strengthening techniques in acting, dancing and singing. Participants will learn performance readiness skills, by practicing the process and understanding the vocabulary of a musical theatre audition.

Our skilled professional teaching artists help aspiring performers gain self-confidence by giving participants the tools they need for success, including what to expect in an audition, how to connect with new material, how to approach a cold reading, and how to understand and take direction.

Our workshops fill quickly. Whether you choose one or both you will have a solid experience.

Cost: \$25, 2 for 1 (bring a friend for free)

For questions about the workshop or our other fall classes contact us at info@artsandlearning.org or 714.728.7100.



**Date:**

Monday, August 29, 2016



**Start Time:** 6:30 PM

**End Time:** 8:00 PM

**Price:** \$25.00

**Registration Details**

**Attendee Information**

First Name \* \_\_\_\_\_

Last Name \* \_\_\_\_\_

**Address Information**

Address \* \_\_\_\_\_

City \* \_\_\_\_\_

State \* \_\_\_\_\_

Zip \* \_\_\_\_\_

Email \* \_\_\_\_\_

Phone \_\_\_\_\_

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**Parent Information**

Parent/Guardian First Name \*

Parent/Guardian Last Name \*

Spouse First Name

Spouse Last Name

Home/Mobile Phone \*

Work/Other Phone \*

Additional Parent/Guardian Email

Employer Company Name

**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

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Select One

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\*



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\*



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## Upcoming Shows

Camp Broadway Tickets - August 5, 2016

## Upcoming Auditions

Bellagio Strings Audition - September 12, 2016

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A&L Wish List

## Registration

### The Wiz Audition

**Description:**

**Date:** Sept. 10, 2016 **Times:** Sat, 9am **Grades:** Ages 8-19

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**Audition****Date:****Sept. 10th, 9 am.****Location:** 3184 A Airway Ave, Costa Mesa CA 92626**Ages 8-19**

***The Wiz: The Super Soul Musical*** is an urbanized retelling of *The Wonderful Wizard of Oz* in the context of a modern soulful take.

Get ready to 'Ease On Down the Road' as the Arts & Learning Conservatory (ALC) brings *The WIZ* to the OC stage. This is a fun cast with a cultural diversity of actors between the ages of 8-19. This Fall 2016 production of the seven time Tony Award-winning musical *The WIZ* is to be presented November 4-6. This musical will encompass a lively mixture of rock, gospel, and soul. Come ready to sing, act and dance!

**Tuition: \$475 (Includes Audition, Professional Instruction + Rehearsals & Shows)****Rehearsal Times:**

Monday: 5:30-7:30 pm, Thursday: 5:30-7:30pm (as called), Saturday: 9 am-12 pm

**Production Details****Production Location:** Nov. 4-6 at Segerstrom High Theater, 2301 MacArthur Blvd, Santa Ana**To audition, you must complete the online registration form and submit tuition.**

Once registered, everyone will be invited to attend auditions.

Bring a picture to staple to **audition form**. Bring with you to Audition.

List of any rehearsal conflicts you anticipate. Bring with you to Audition.

### The Wiz Audition Info Sheet

**Prerequisite:** A placement audition will take place on the first day; all enrolled students will be cast in the production. Cast size is limited.

**Auditionees must be fully registered prior to audition.** No refunds will be issued after cast list is posted. If registering a day or two prior to auditions, please still register online and arrive with a head shot, rehearsal conflict sheet, and enrollment receipt to auditions.

#### **Come prepared with:**

- 30 second song selection (from show) if interested in lead role
- Current head shot
- Audition form
- Online registration
- Arrive in enough time for registration

Anyone interested in stage crew, costuming, set design, makeup, etc. is welcome to stop by auditions to complete an application. Please bring your resume with you.

For questions about the workshop or our other fall classes contact us at [info@artsandlearning.org](mailto:info@artsandlearning.org) or 714.728.7100.

#### **Address:**

3184 Airway Ave  
Costa Mesa, CA  
92626  
[Map and Directions](#)

G+1 2

#### **Start Date:**

Saturday, September 10, 2016

#### **End Date:**

November 6, 2016



**Start Time:** 9:00 AM  
**End Time:** 8:00 PM  
**Price:** \$475.00

#### **Registration Details**

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**Attendee Information**

First Name \* \_\_\_\_\_  
Last Name \* \_\_\_\_\_

**Address Information**

Address \* \_\_\_\_\_  
City \* \_\_\_\_\_  
State \* \_\_\_\_\_  
Zip \* \_\_\_\_\_  
Email \* \_\_\_\_\_  
Phone \_\_\_\_\_

**Parent Information**

Parent/Guardian First Name \* \_\_\_\_\_  
Parent/Guardian Last Name \* \_\_\_\_\_  
Spouse First Name \_\_\_\_\_  
Spouse Last Name \_\_\_\_\_  
Home/Mobile Phone \* \_\_\_\_\_  
Work/Other Phone \* \_\_\_\_\_  
Additional Parent/Guardian Email \_\_\_\_\_  
Employer Company Name \_\_\_\_\_

**Medical Information**

Health Insurance Company Name \* \_\_\_\_\_  
Doctor's Name \* \_\_\_\_\_  
Doctor's Number \* \_\_\_\_\_  
Emergency Contact Name \* \_\_\_\_\_  
Emergency Contact Number \* \_\_\_\_\_  
Medical Information: (allergies, medications, current treatments, activity restrictions, etc). Write 'none' if none \* \_\_\_\_\_

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**Educational Information**

School Attending \*

Grade \*

Gender \*

Select One

Student Date of Birth \*

**Stay Informed**

Sign up for email news?

Select One

Sign up for infrequent text message updates?

Select One

**Terms & Conditions**

**Refund Policy**

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\*



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**Waiver & Assumption of Risk**

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**Add More Attendees? (click to toggle, limit 4)**

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## Upcoming Shows

Camp Broadway Tickets - August 5, 2016

## Upcoming Auditions

Bellagio Strings Audition - September 12, 2016

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# THE WIZ

## AUDITIONS

August 22 & 29 Workshops

September 10 Audition

<https://www.artsandlearning.org/classes/>

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### About Us

The Arts & Learning Conservatory is dedicated to creating a solid and focused experience on & off stage for each student through its unique musical theater and performing arts programs offering dynamic instruction in drama, voice, instrumental classes, and dance. Our goal is to promote a hands-on experience in the arts to all children regardless of race, age, income or level of experience. Students in the A&L program receive university-level concepts presented at age appropriate levels, allowing participants to achieve higher levels of excellence in their personal & artistic abilities. Most importantly, we seek to keep a love of theater and the arts alive while instilling valuable life skills that promote teamwork, articulation, public speaking, and refined social skills.

## History

The Arts & Learning Conservatory is an outgrowth of Founder Debora Wondercheck (Professor of Instrumental Music, Vanguard University) and her desire to envision youth of all backgrounds with a love of the arts through hands-on learning. A&L began in 2004 as a summer performing arts camp with 13 string musicians and 8 actors. The following summer the program had an enrollment of 142, and a successful school year program was launched in the fall. In 2005 Arts & Learning became Incorporated and recognized as a non-profit organization. Today the Arts & Learning Conservatory performs for over 10,000 people yearly and provides arts education to nearly 1500 children of Orange County annually.

## About Our Founder/CEO

Debora Wondercheck (MFA) is the Founder and CEO of the Arts & Learning Conservatory (A&L), an inspirational arts education program now celebrating 10 years of influential growth in Orange County. Starting with only four performances a year and growing to over 35 county-wide, Debora expanded A&L's reach in just a decade, from 21 students to over 1,500, and its audiences now extend to 10,000 annually. Debora also currently serves as Director of Music at the Waldorf School of Orange County (unanimously superior rated orchestra of SCSBOA). She is the founding conductor of the Bellagio Strings Youth Orchestra of OC. Debora is an accomplished Master teacher of string pedagogy having taught at Vanguard University, Irvine Unified School District, and Newport Mesa Unified District. As for awards, on behalf of A&L, Debora is a recent winner of the Outstanding Arts Organization Award from Arts Orange County for the creation of effective arts and education programs to youth. Earlier in 2014, Debora was presented the Distinguished Woman of Substance Award of Orange County. In 2012, Debora received the Links Incorporated Woman of Service Award, for Exemplary Community Service to youth for her After School Arts Programs. Debora has also received the Teacher of Excellence Award from the Newport Mesa Unified District. Debora embraces her community with participation on various arts commissions like the Cultural Arts Committee for the city of Costa Mesa, the Arts Alliance of California, and the Orange County Music and Arts Administrator Association. Debora always counts it a high privilege to serve children, their families, and our community with inspiring programs that develop *confidence and creativity ...for life*.

## Board Connection



Debora Wondercheck  
Founder/CEO & Bellagio Strings Director



Ruth DeNault  
Advisory Board



Andy Horowitz  
Advisory Board



Mary Lyons  
Advisory Board



James Melton  
Advisory Board

## **Staff**



Debora Wondercheck  
Founder/CEO & Bellagio Strings Director



Aaron Al-Imam

Music Director



Jonathan Arana  
Music Specialist



Nikki Bohne  
Theater Instructor / Vocal Instructor



Kalena Bovell  
Strings Instructor



Colleen Brown  
Production Manager



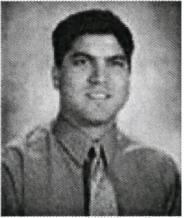
Shelby Burnett  
Musical Instructor



Shaun Carmer  
Band Instructor



Sukyi Choi-Kim  
Strings Instructor



Rob Covacevich  
Band Instructor



Karen Deaner  
Orchestra Manager, Bellagio Strings Youth Orchestra



Linda Eldridge  
Music Director



Tamara Griffey  
Stage Manager



Emily Mitchell Lindbeck  
Theater Director



Edwin Lovo  
Band Instructor



Allison Mamann  
Theater Instructor / Stage Manager



Susan Mattoon  
Vocal Director



Mary Montgomery  
Dance Instructor



Art Ortiz  
Vocal Director



Elizabeth Perico  
Office Manager



Kim Sava-Caprsto  
Bookkeeper



Jenny Shaw  
Choreographer



Jacklyn Smith  
Dance Instructor



Kathy Steinhaus  
Guest Instructor



Kevin Weed  
Musical Director



Elise Ybarra  
Choreographer

Private Lessons

### **Participating Districts**

- Centralia
- Fountain Valley
- Newport-Mesa Unified
- Tustin Unified
- Westminster

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## Job Openings

We have the following job openings...

Office Manager March 2016

Theatrical Director

Musical Theater Teaching Artist

**Instrumental Teaching Artist****Music Director****Assistant Director****Choreographer/Dance Instructor****Stage Manager Opening**

References & Resume send to: [info@artsandlearning.com](mailto:info@artsandlearning.com) 714-728-7100

Thank-you for your interest in Arts & Learning Conservatory!

**Recent Posts**

- [Bellagio Strings Audition June 20, 2016](#)
- [‘I Heart OC’ on April 27-28 April 21, 2016](#)
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## Parent Participation

## Production Teams

One of the greatest aspects of our family centered conservatory is not only the remarkable talent of students that come to us year after year but also our high involvement of parents and siblings who enjoy supporting their student in numerous ways through active participation on the production team.

During our **Spring** and **Fall** sessions parents of our Staged Productions (Theater Arts Students) participate on a

Production Team as well as attend Production Design Days.

**During the summer**, parents participate on any area of the Production Team.

## Cost Breakdown

### FALL & SPRING PRODUCTION

Tuition is inclusive and covers each child's theatre instruction and supervision during rehearsals and shows, press photos, make-up, costume, program ad & t-shirt.

Show Extra's: Cast party & DVD – \$30 total

Tickets: Cast members are required to sell 20 tickets and/or near its equivalent. Students who sell above 20 are eligible for the ticket contest.

### Participation Requirements:

Rehearsal Commitment: Students will attend every rehearsal in which they are scheduled and will state on the first day of rehearsals any conflicts with dates.

Production Commitment: Each cast family will sign up for one area of the production team assisting during pre-show (tickets/make-up/costumes/treats) & show (usher/concessions/gift table/ backstage/video, etc). All families assist with paint/creation day of sets. Families and cast will strike set on final day.

### SUMMER CAMP

Tuition covers each child's theatre instruction and supervision during rehearsals and shows, press photos, costume, make-up, and props.

### Recent Posts

- [Bellagio Strings Audition June 20, 2016](#)
- ['I Heart OC' on April 27-28 April 21, 2016](#)
- [Lion King Cast February 7, 2016](#)
- [Jedi Junior High Documentary December 18, 2015](#)
- [Production Support December 16, 2015](#)

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- [October 2013](#)
- [September 2013](#)
- [August 2013](#)
- [July 2013](#)
- [June 2013](#)
- [May 2013](#)
- [April 2013](#)

## Blog Topics

- [Annie](#)
- [Art & Theater](#)
- [Article](#)
- [Cinderella](#)
- [Class](#)
- [Gallery](#)
- [Interview](#)
- [Into the Woods](#)
- [Musical Theater Schools](#)
- [Performance](#)
- [Peter Pan](#)
- [Production](#)
- [Seussical](#)
- [Spring 2013](#)
- [Spring 2014](#)
- [Support Opportunity](#)
- [The Wizard of Oz](#)
- [Uncategorized](#)
- [Videos](#)
- [Year](#)
- [Youtube](#)

## Get Involved!

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- [Bring arts to your school →](#)
- [Volunteer opportunities →](#)
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- [Productions](#)
- [Buy Tickets](#)
- [Auditions](#)
- [schedule-calendar](#)
- [Sitemap](#)

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## Class Program Locations

- [A&L Headquarters East Garry Ave](#)
- [Bellagio String Youth Orchestra Classes](#)
- [Classes by District...](#)

## Upcoming Auditions

[Bellagio Strings Audition - September 12, 2016](#)

## Buy Tickets

[Camp Broadway Tickets - August 5, 2016](#)



[California Arts Council](#)



National Endowment for the Arts

[National Endowment for the Arts](#)

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1700 East Garry Ave #107, Santa Ana, CA 92705  
Phone: 714.728.7100

Theater in Orange County, Kids theater in Orange County, Kids summer camp in Orange County, Youth orchestra, Musical theater of Orange County, Creative theater programs, Full day theater camps, Summer camps, Half day summer camps, Quality camp, Summer camp in Newport Beach, Summer camp in Irvine, Summer camp in Santa Ana, Summer camp in Orange, Summer camp in Huntington Beach

**EXHIBIT 12**

RECORDING REQUESTED BY  
AND  
WHEN RECORDED TO MAIL

4117

8K 12176PG1783  
RECORDING REQUESTED BY  
TITLE INSURANCE & TRUST CO.

Name  
Street Address  
City & State  
Koll Irvine Community Association  
c/o Calvin F. Gates, C.P.A.  
2024 N. Broadway, 3rd Floor  
Santa Ana, Ca. 92706

\$3.00  
C5

RECORDED IN OFFICIAL RECORDS  
OF ORANGE COUNTY, CALIFORNIA

12 30 PM MAY 3 1977

J. WYLIE CARLYLE, County Recorder

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO  
RETURN ADDRESS ABOVE

Documentary Transfer Tax None  
computed on full value of property conveyed  
*V. Whitten Title Insurance*  
Declaratory Agent Determining Tax  
Estate Name

# Grant Deed

AG 427-193-34

For a valuable consideration, receipt of which is hereby acknowledged, IRVINE INDUSTRIAL COMPLEX, a California corporation,  
hereby grants to KOLL IRVINE COMMUNITY ASSOCIATION, a California Corporation

the following described real property in the City of Costa Mesa, County of Orange,  
State of California:

Lot 34 of Tract 8328, as shown on a map recorded in Book 350  
pages 15 to 17 inclusive of Misc. Maps in the office of the  
county recorder of said county.

1. RESERVING TO GRANTOR, its successors and assigns all oil, oil rights, minerals, mineral rights, natural gas, natural gas rights,  
and other hydrocarbons by whatsoever name known that may be within or under the parcel of land hereinabove described, together  
with the perpetual right of drilling, mining, exploring and operating therefor and storing in and removing the same from said land or  
any other land, including the right to whipstock or directionally drill and mine from lands other than those hereinabove described, oil or  
gas wells, tunnels and shafts into, through or across the subsurface of the land hereinabove described, and to bottom such whipstocked  
or directionally drilled wells, tunnels, and shafts under and beneath or beyond the exterior limits thereof, and to redrill, reunnel, equip,  
maintain, repair, deepen, and operate any such wells or mines, without, however, the right to drill, mine, store, explore, and operate  
through the surface or the upper 300 feet of the subsurface of the land hereinabove described.

2. SUBJECT TO:

A. All covenants, conditions, restrictions and easements of record.

B. The Declaration of Restrictions recorded on May 21, 1965, Instrument # 16662  
Official Records of Orange County, California, all of which are incorporated herein by reference to said Declaration with the same effect  
as though fully set forth herein.

C. The condition that for a period of twenty-five (25) years from the date of recording of this deed, no part of the de-  
scribed property shall be used for the purpose of conducting the business of selling, handling or dealing in gasoline, lubricating oils, or  
any fuel to be used for internal combustion engines or lubricants in any form, or the conduct of any business commonly known as a filling  
station or service station. Nothing herein shall be deemed to prohibit the servicing of motor vehicles owned or leased by the Grantor. Should  
Grantor, its successors or assigns violate any such condition, the property shall revert to the Grantor, its successors or assigns, each and  
any of whom shall have the right in any such event to re-enter and take possession of the property and oust all persons therefrom. A breach  
of this condition shall not defeat or render invalid the lien of a mortgage or deed of trust made in good faith and for value.

IN WITNESS WHEREOF, said corporation has caused its corporate name and seal to be affixed hereto and this instrument to be ex-  
ecuted by its \_\_\_\_\_ President and Asst. Secretary thereto duly authorized.

STATE OF CALIFORNIA }  
COUNTY OF ORANGE } SS

On 4/25/77 before me, the under-  
signed, a Notary Public in and for said State, personally appeared  
Richard M. Casper known to me to be the  
\_\_\_\_\_  
President, and George C. Keene  
known to me to be \_\_\_\_\_

Secretary of the Corporation that executed the within Instrument,  
known to me to be the persons who executed the within Instrument  
on behalf of the Corporation therein named, and acknowledged to  
me that such Corporation executed the within Instrument pursuant  
to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.  
Signature Clyde H. Paulsen  
Name (Typed or Printed)

IRVINE INDUSTRIAL COMPLEX  
By [Signature] President  
By George C. Keene Asst. Secretary  
APRIL 27 1977  
CALIFORNIA

209-  
MAY 3 1977  
COUNTY OF ORANGE  
CALIFORNIA

MAIL TAX STATEMENTS AS DIRECTED ABOVE

END OF RECORDED DOCUMENT

71-4-263 Stan

RECORDING REQUESTED BY  
AND  
WHEN RECORDED TO MAIL

4124

BK 110716 240

\$3.00  
CB

Name  
Street  
Address  
City & State  
Koll/Irvine Community Assn.  
550 Newport Center Drive  
8th Floor  
Newport Beach, California

RECORDED  
FEB 6 12 50 PM '74  
J. W. ...  
COUNTY RECORDER

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO  
ST. PETERSBURG, FLORIDA

Documentary Transfer Tax none  
computed on full value of property conveyed  
*Thomas C. West*  
Declarant of April Documenting Tax  
(if on Name)

A.P. NO. 42-191-20

### Grant Deed

For a valuable consideration, receipt of which is hereby acknowledged, IRVINE INDUSTRIAL COMPLEX, a California corporation,  
hereby grants to KOLL/IRVINE COMMUNITY ASSOCIATION, a California  
corporation,

the following described real property in the City of Irvine, County of Orange,  
State of California:  
Lot 20, Tract 8208, as shown on a map recorded in Book 327,  
pages 18-20, inclusive, of Maps in the office of the County  
Recorder of said County,

I, RESERVING TO GRANTEE, its successors and assigns all oil, oil rights, minerals, mineral rights, natural gas, natural gas rights,  
and other hydrocarbons by whatsoever name known that may be within or under the parcel of land hereinabove described, together  
with the perpetual right of drilling, mining, exploring and operating therefor and storing in and removing the same from said land on  
any other land, including the right to whipstock or directionally drill and mine from lands other than those hereinabove described, oil or  
gas wells, tunnels and shafts into, through or across the subsurface of the land hereinabove described, and to bottom such whipstocked  
or directionally drilled wells, tunnels, and shafts under and beneath or beyond the exterior limits thereof, and to re-drill, re-ramp, equip,  
maintain, repair, deepen, and operate any such wells or mines, without, however, the right to drill, mine, store, explore, and operate  
through the surface or the upper 500 feet of the subsurface of the land hereinabove described.

2. SUBJECT TO:  
A. All covenants, conditions, restrictions and easements of record.

B. The Declaration of Restrictions recorded on May 21, 1965, Document No. 16662  
Official Records of Orange County, California, all of which are incorporated herein by reference to said Declaration with the same effect  
as though fully set forth herein.

C. The condition that for a period of twenty-five (25) years from the date of recording of this deed, no part of the de-  
scribed property shall be used for the purpose of conducting the business of selling, handling or dealing in gasoline, lubricating oils, or  
any fuel to be used for internal combustion engines or lubricants in any form, or the conduct of any business commonly known as a filling  
station or service station. Nothing herein shall be deemed to prohibit the servicing of motor vehicles owned or leased by the Grantee. Should  
Grantee, its successors or assigns violate any such condition, the property shall revert to the Grantor, its successors or assigns, each and  
any of whom shall have the right in any such event to re-enter and take possession of the property and oust all persons therefrom. A breach  
of this condition shall not defeat or render invalid the lien of a mortgage or deed of trust made in good faith and for value.

IN WITNESS WHEREOF, said corporation has caused its corporate name and seal to be affixed hereto and this instrument to be ex-  
ecuted by its President and Secretary thereto duly authorized.

STATE OF CALIFORNIA  
COUNTY OF ORANGE  
On February 5, 1974 before me, the under-  
signed, a Notary Public in and for said State, personally appeared  
Thomas C. West, known to me to be the  
President, and Jessie E. ...  
Elbert, known to me to be Secretary  
Secretary of the Corporation that executed the within instrument,  
known to me to be the persons who executed the within instrument  
on behalf of the Corporation therein named, and acknowledged to  
me that such Corporation executed the within instrument pursuant  
to its bylaws or a resolution of its board of directors.  
WITNESS my hand and official seal.  
Signature Marguerite A. West  
(Name Typed or Printed) Marguerite A. West

IRVINE INDUSTRIAL COMPLEX  
By [Signature] President  
By [Signature] Secretary  
APR 27 1974

OFFICIAL SEAL  
MARGUERITE A. WEST  
NOTARY PUBLIC, CALIFORNIA  
PRINCIPAL OFFICE IN  
ORANGE COUNTY  
My Commission Expires July 16, 1977

MAIL TAX STATEMENTS AS DIRECTED ABOVE

END OF RECORDED DOCUMENT

RECORDING REQUESTED BY AND WHEN RECORDED TO MAIL.

7710

BK 11240PG 819

\$3.00 C5

RECORDED AT REQUEST OF TITLE INS. & TRUST CO. IN OFFICIAL RECORDS OF ORANGE COUNTY, CALIF. SEP 11 1974 J. WYLIE CARLYLE, County Recorder

Name: Koll/Irvine Community Association Street Address: 3190 A Airport Loop Drive City & State: Costa Mesa, California

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO RETURN ADDRESS ABOVE

Documentary Transfer Tax \$ NONE computed on Full Value of property conveyed Jell, Deigan, Little Jones & Trust Co. Declaration of Agent Determining Tax (Firm Name)

MAIL TAX STATEMENTS TO RETURN ADDRESS ABOVE

Grant Deed

AP 427-042-54

For a valuable consideration, receipt of which is hereby acknowledged, IRVINE INDUSTRIAL COMPLEX, a California corporation, hereby grants to KOLL/IRVINE COMMUNITY ASSOCIATION, a California corporation

the following described real property in the City of Costa Mesa, County of Orange, State of California: Lot 28, Tract 8323, as shown on a map recorded in Book 332, pages 20-22 inclusive, of Maps in the office of the County Recorder of said County.

1. RESERVING TO GRANTOR, its successors and assigns all oil, oil rights, minerals, mineral rights, natural gas, natural gas rights, and other hydrocarbons by whatsoever name known that may be within or under the parcel of land hereinabove described, together with the perpetual right of drilling, mining, exploring and operating therefor and storing in and removing the same from said land or any other land, including the right to whipstock or directionally drill and mine from lands other than those hereinabove described, oil or gas wells, tunnels and shafts into, through or across the subsurface of the land hereinabove described, and to bottom such whipstocked or directionally drilled wells, tunnels, and shafts under and beneath or beyond the exterior limits thereof, and to redrill, retunnel, equip, maintain, repair, deepen, and operate any such wells or mines, without, however, the right to drill, mine, store, explore, and operate through the surface or the upper 500 feet of the subsurface of the land hereinabove described.

2. SUBJECT TO:

- A. All covenants, conditions, restrictions and easements of record.
B. The Declaration of Restrictions recorded on May 21, 1965, Document No. 16662, Official Records of Orange County, California, all of which are incorporated herein by reference to said Declaration with the same effect as though fully set forth herein.
C. The condition that for a period of twenty-five (25) years from the date of recording of this deed, no part of the described property shall be used for the purpose of conducting the business of selling, handling or dealing in gasoline, lubricating oils, or any fuel to be used for internal combustion engines or lubricants in any form, or the conduct of any business commonly known as a filling station or service station. Nothing herein shall be deemed to prohibit the servicing of motor vehicles owned or leased by the Grantee. Should Grantee, its successors or assigns violate any such condition, the property shall revert to the Grantor, its successors or assigns, each and any of whom shall have the right in any such event to re-enter and take possession of the property and oust all persons therefrom. A breach of this condition shall not defeat or render invalid the lien of a mortgage or deed of trust made in good faith and for value.

IN WITNESS WHEREOF, said corporation has caused its corporate name and seal to be affixed hereto and this instrument to be executed by its Vice President and Asst. Secretary thereunto duly authorized.

STATE OF CALIFORNIA } SS COUNTY OF ORANGE } On September 9, 1974 before me, the undersigned, a Notary Public in and for said State, personally appeared Raymond W. Kintney known to me to be the Vice President, and George C. Keiser known to me to be Assistant Secretary of the Corporation that executed the within Instrument, known to me to be the persons who executed the within Instrument on behalf of the Corporation therein named, and acknowledged to me that such Corporation executed the within Instrument pursuant to its by-laws or a resolution of its board of directors. WITNESS my hand and official seal.

Signature: Goly A. Van Orden Name (Typed or Printed)

IRVINE INDUSTRIAL COMPLEX INCORPORATED Vice President APRIL 27, 1964 Assistant Secretary CALIFORNIA

OFFICIAL SEAL GOLY A. VAN ORDEN NOTARY PUBLIC - CALIFORNIA PRINCIPAL OFFICE IN ORANGE COUNTY My Commission Expires May 9, 1976

MAIL TAX STATEMENTS AS DIRECTED ABOVE

END OF RECORDED DOCUMENT

RECORDING REQUESTED BY  
AND  
WHEN RECORDED TO MAIL

4118

BK 12176PG 1784

Name  
Street  
Address  
City &  
State

Koll Irvine Community Association  
c/o Calvin F. Gates, C.P.A.  
2024 N. Broadway, 3rd Floor  
Santa Ana, Ca. 92706

\$3.00  
C5

RECORDING REQUESTED BY  
TITLE INSURANCE & TRUST CO.  
RECORDED IN OFFICIAL RECORDS  
OF ORANGE COUNTY, CALIFORNIA

-12 30 PM MAY 3 1977

J. WYLIE CARLYLE, County Recorder

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO  
RETURN ADDRESS ABOVE

Documentary Transfer Tax \$ None  
computed on full value of property conveyed

*Whittier title clause & trust*  
Declaratory of Agent Determining Tax

Item Number

### Grant Deed

AG 427-190-02

For a valuable consideration, receipt of which is hereby acknowledged, IRVINE INDUSTRIAL COMPLEX, a California corporation,  
hereby grants to 'KOLL IRVINE COMMUNITY ASSOCIATION, a California Corporation

the following described real property in the City of Costa Mesa County of Orange,  
State of California:

Lot 31, Tract 8072, as shown on a map recorded in Book 381,  
pages 1 to 3 inclusive of Misc. Maps, in the office of the county  
recorder of said county.

1. RESERVING TO GRANTOR, its successors and assigns all oil, oil rights, minerals, mineral rights, natural gas, natural gas rights,  
and other hydrocarbons by whatsoever name known that may be within or under the parcel of land hereinabove described, together  
with the perpetual right of drilling, mining, exploring and operating therefor and storing in and removing the same from said land or  
any other land, including the right to whipstock or directionally drill and mine from lands other than those hereinabove described, oil or  
gas wells, tunnels and shafts into, through or across the subsurface of the land hereinabove described, and to bottom such whipstocked  
or directionally drilled wells, tunnels, and shafts under and beneath or beyond the exterior limits thereof, and to redrill, retunnel, equip,  
maintain, repair, deepen, and operate any such wells or mines, without, however, the right to drill, mine, store, explore, and operate  
through the surface or the upper 500 feet of the subsurface of the land hereinabove described.

2. SUBJECT TO:

A. All covenants, conditions, restrictions and easements of record.

B. The Declaration of Restrictions recorded on May 21, 1965, Instr. # 16662.

Official Records of Orange County, California, all of which are incorporated herein by reference to said Declaration with the same effect  
as though fully set forth herein.

C. The condition that for a period of twenty-five (25) years from the date of recording of this deed, no part of the de-  
scribed property shall be used for the purpose of conducting the business of selling, handling or dealing in gasoline, lubricating oils, or  
any fuel to be used for internal combustion engines or lubricants in any form, or the conduct of any business commonly known as a filling  
station or service station. Nothing herein shall be deemed to prohibit the servicing of motor vehicles owned or leased by the Grantee. Should  
Grantee, its successors or assigns violate any such condition, the property shall revert to the Grantor, its successors or assigns, each and  
any of whom shall have the right in any such event to re-enter and take possession of the property and oust all persons therefrom. A breach  
of this condition shall not defeat or render invalid the lien of a mortgage or deed of trust made in good faith and for value.

IN WITNESS WHEREOF, said corporation has caused its corporate name and seal to be affixed hereto and this instrument to be ex-  
ecuted by its \_\_\_\_\_ President and Asst. Secretary thereunto duly authorized.

STATE OF CALIFORNIA )  
COUNTY OF ORANGE ) SS

On 4/25/77 before me, the under-  
signed, a Notary Public in and for said State, personally appeared  
Richard M. Cameron known to me to be the  
\_\_\_\_\_  
President, and George F. Lucas  
\_\_\_\_\_  
known to me to be \_\_\_\_\_

Secretary of the Corporation that executed the within Instrument,  
known to me to be the persons who executed the within Instrument  
on behalf of the Corporation therein named, and acknowledged to  
me that such Corporation executed the within Instrument pursuant  
to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.  
Signature Carol A. Van Orden  
Name (Typed or Printed)

IRVINE INDUSTRIAL COMPLEX

By [Signature]  
By George F. Lucas  
INCORPORATED  
APRIL 27, 1964  
CALIFORNIA

NOTARY PUBLIC  
CAROL A. VAN ORDEN  
NOTARY PUBLIC, CALIFORNIA  
COMMISSION EXPIRES MAY 9, 1979

MAIL TAX STATEMENTS AS DIRECTED ABOVE

END OF RECORDED DOCUMENT

## **EXHIBIT 13**

# KOLL IRVINE CENTER

405 FREEWAY



# JOHN WAYNE AIRPORT

RED HILL AVENUE

AIRPORT LOOP DRIVE

AIRWAY AVENUE

PAULARINO AVENUE ↓

