PLANNING COMMISSION STAFF REPORT

AGENDA NO. 6

DATE: October 6, 2008

TO: Chairperson and Members of the Planning Commission

FROM: Development Services Department/Planning Division

SUBJECT: **CONSIDERATION OF A TENTETIVE PARCEL MAP (P-7-06), DEVELOPMENT PLAN (D-6-06) AND CONDITIONAL USE PERMITS (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) FOR THE DEVELOMENT OF A 950,000-SQUARE FOOT SHOPPING CENTER ON A 92-ACRE SITE LOCATED AT THE NORTHEAST CORNER OF FOUSSAT ROAD AND STATE ROUTE 76. THE PROJECT SITE IS ZONED CC (COMMUNITY COMMERCIAL) AND IS SITUATED WITHIN THE AIRPORT AND SAN LUIS REY NEIGHBORHOODS – THE PAVILION @ OCEANSIDE – APPLICANT: THOMAS ENTERPRISES**

RECOMMENDATION

Staff recommends that the Planning Commission by motion;

(1) Certify the Environmental Impact Report (EIR) and associated findings, statement of overriding considerations, and mitigation monitoring and reporting program by adopting Planning Commission No. 2008-P62.

(2) Approve Tentative Parcel Map (P-7-06), Development Plan (D-6-06) and Conditional Use Permits (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) by adopting Planning Commission Resolution No. 2008-P63 with findings and conditions of approval attached herein.

PROJECT DESCRIPTION AND BACKGROUND

Site Review and Background: The subject site is approximately 92 acres in size and is situated south of the San Luis Rey River, northeast of the intersection of Foussat Road and State Route 76. The relatively flat site has a General Plan and Zoning designation of Community Commercial (CC) and has been historically been used as a drive-in theater and most recently a swap meet. Surrounding uses include single-family residential to the east zoned Residential Single-Family (RS), commercial uses along Mission Avenue

zoned General Commercial (CG), and the City's desalting facility zoned Public/Semi-Public (PS). South of the project site is Mission Avenue and SR-76 with a mixture of commercial, public (new City fire station), and residential neighborhoods adjacent to these roadways. West of the site is the Oceanside Airport, a flood control pond and vacant industrial property zoned PS and Limited Industrial (IL). The San Luis Rey River is situated north of the site with approximately 20-foot high flood control levees. The river is zoned Open Space (OS) and the single-family neighborhood north of the river is zoned predominantly RS.

Project Description: The proposed project is a community "lifestyle" shopping center of approximately 950,000 square feet on the former site of the drive-in movie complex in the City of Oceanside. The project application includes a Tentative Parcel Map, Development Plan, (5) Conditional Use Permits for a movie theater, health club, and (3) drive-through uses, as well as an Undergrounding Waiver request for a portion of high-voltage overhead utility lines. In addition, the project accommodates a 100-foot wide wildlife corridor along the eastern property line, that when combined with the existing 100-foot wide SDG&E corridor, will provide the City's MHCP Sub Area Plan a 200-foot wide north/south corridor that will provide a key linkage for area wildlife.

The Tentative Parcel Map will divide the approximately 92-acre site into 10 total parcels, nine of which will be for leasing purposes and one will be for permanent open space (Lot F, approximately 3.82 acres) for the wildlife corridor along the eastern site boundary. Each commercial parcel includes building area, hardscape area, landscape area and parking area. There will be reciprocal parking and utility and maintenance agreements for the center.

The existing site is very level, with large areas of pavement associated with the former movie theaters that are now used for a weekly weekend only swap meet and other periodic events. Additional areas on-site are largely disturbed and weedy, with a few scattered trees and shrubs. Grading work for the project will include import of approximately 459,000 cubic yards of fill material to allow for appropriate drainage and utilities to serve site development. Imported fill material will be obtained from an approved borrow site, and will be placed over the entire project site. In addition, this fill will provide flood protection for the site development, which is needed pending final certification of the San Luis Rey River Flood Control project.

Stormwater management and water quality was a major design consideration for the site, in order to address the parking and pavement areas associated with a major retail shopping center. The site plan incorporates landscaped swales distributed throughout the site that will receive runoff from the majority of the site areas in conjunction with other on-site drainage facilities.

The site is crossed by numerous underground and overhead utilities, including a major electric transmission corridor, a fuel pipeline, natural gas pipelines, as well as many

water, sewer and storm drain lines. Site access, circulation, and parking were designed to completely avoid all overhead utility lines and poles, and building placement and site improvements respect necessary easements through the site.

Access to the shopping center will be from North Foussat Road, Mission Avenue and the extension of Pala Road along the project frontage. There will be major entries from signalized intersections at North Foussat Road and Mission Avenue. In addition, there will be secondary, unsignalized driveway entries into the shopping center from North Foussat Road and Pala Road. Pala Road is shown on the Oceanside Circulation Element as a secondary arterial, and the Pala Road right-of-way along the western project frontage is shown to be dedicated and constructed along the project frontage. It would terminate at the northern edge of the property boundary with a cul-de-sac bulb, suitable for a future extension of the road by the City per the Circulation Element. Frontage improvements will also be constructed on North Foussat Road and Mission Avenue.

Street Vacation - There is a section of old Foussat Road right-of-way which crosses the site, and terminates at the SR-76 right-of-way. This old section of street will not be needed as public right-of-way for the project, and vacation of the existing easement for public highway purposes is included as part of this application. There are a number of existing underground utilities within this alignment, and an easement for public utilities will be retained when old Foussat Road is vacated.

Underground Utilities Waiver Request - There are several existing overhead SDG&E power lines within the property, including major transmission facilities within an existing 200-foot wide easement crossing the property. In accordance with Section 901(G)3 of the Oceanside Subdivision Ordinance, a waiver is requested for all of the existing transmission lines, based on finding (a) that the existing overhead electric lines are transmission lines in excess of thirty-four thousand five hundred volts (34.5 kV). All proposed electrical distribution lines within the project will be installed underground.

Development Plan - The Pavilion project will include approximately 950,000 square feet of commercial uses, with a variety of retail shops in a wide range of sizes and merchandise, a movie theater, health club, and restaurants. There will be larger anchor tenants around the projects perimeters and a "main street lifestyle center" in the central portion of the site. There will be an emphasis on pedestrian activity and linkages throughout the center, with variety and interest in the store fronts. The pedestrian routes will be easily identifiable through the use of landscaping and enhanced pavement treatments. There will be single-story and two-story elements along the "main street" which will create additional activity and visual interest making this an inviting place to eat, shop and socialize.

Pala Road Extension – The City is requiring that Pala Road be extended from Foussat Road to the current terminus of Pala Road at Los Arbolitos Boulevard, north of the project site as a condition of project approval. This roadway extension is analyzed as a four-lane secondary alternative in Alternative B of the project EIR. The City is currently

requiring that this roadway consist of a two-lane secondary arterial roadway within an 84-foot right-of-way. Two resolutions are included in this staff report – one with conditions if the Pala Road Extension is approved and built and the other without Pala Road being extended. Additional information on this roadway connection is provided in the traffic section below.

Architecture - Each building design uses consistent theme elements while recognizing operational and functional requirements, as well as uniquely detailed and individual facades. The use of layered architectural forms and colors provide a transition of scale to create a pedestrian-scale foreground. Variety in style, design elements, materials and color are used to providing visual interest at the pedestrian level and from a greater distance. The use of patterned architectural and hardscape elements combine with strategically located trees, planters and landscaping that are located to enhance the character of the center. For larger structures, the use of textures, reveals to create patterns, trellised plantings, and varied height and massing are used to add interest to the larger structures.

Proposed building materials include a variety of wall, roof and accent finishes to accomplish the character and uniqueness for the design. This includes glass, stucco, wood siding and lattice, metal siding with varied patterns, stone and wood accents for walls, roofing elements including standing seam metal, and copper elements, a variety of cloth and metal awnings, trellises, green screens, cornice and fascia treatments.

Landscape Concept Plan - Article 11 of the City's Zoning Ordinance establishes the required landscaping for projects in the CC zone as 15 percent. The proposed project exceeds the minimum requirement by providing 18 percent of the net site area (excluding Pala Road dedication) in landscaping throughout the center. It is important to note that the 100-foot wide wildlife corridor provided on-site (3.82 acres total) is in addition to this 18 percent. The proposed landscape concept plan reflects a Southern California theme utilizing a variety of palms, flowering and evergreen trees and shrubs, including a number of native species. The plantings within the parking areas are designed to provide variety to help soften the expanse, and incorporate the landscaped drainage swales to enhance pedestrian linkages and broadened landscape setbacks throughout the center.

The hardscape in front of the buildings will be architecturally enhanced to soften the appearance and support the pedestrian environment. Decorative paving will be used in key pedestrian areas to provide an additional layer of interest and design for shoppers. Additionally, enhanced paving will be used along with plant materials and at internal intersections and at the central traffic circle, providing landscape features to accentuate traffic direction options, as well as to cue slower traffic speeds for the pedestrian environment.

As a focal point of the lifestyle portion of the center, the plaza area in front of the multiplex cinema will showcase Native American themes to be determined by representatives of the local San Luis Rey Tribe working with the project's landscape

architect on the design details for this area. The Native American cultural elements could also be located at other key points throughout the project site, such as the NCTD bus stop. Patios and plazas will face onto the plaza from nearby shops and cafes, offering views to this activity area and down "main street."

The project's relationship to adjacent roadways is articulated by a broad landscaped boundary along Mission Avenue and with landscaped setbacks along Foussat Road and Pala Road. A broad landscaped connecting route is provided along the Pala frontage, just east of the Foussat Bridge that will provide a convenient linkage between the existing levee bicycle trail and the core of the shopping center. Pedestrian and bicycle linkages are provided throughout the center, as illustrated on the Landscape Concept Plan.

Wildlife Corridor - The project design has been modified to provide approximately 3.82 acres (100-foot wide) along the eastern project boundary as open space (Parcel F). This area would remain undeveloped and be revegetated to serve as a habitat corridor and linkage. This area is adjacent to an existing 100-foot wide SDG&E fee-owned transmission corridor, and when combined with the on-site corridor would provide a 200-foot wide corridor primarily for gnatcatcher movement to meet the intent of the City's draft Subarea Plan. This is based on recommendations of a Science Review Panel to provide habitat connectivity. There is an existing 20-foot storm drain box near the eastern edge of the corridor, along with some underground water and sewer lines. The project proposes to do some minor grading to recontour this area to accommodate stormwater drainage, and revegetate this area with native coastal sage scrub species that will enhance this area for gnatcatcher movement.

Bus Transit Stop - The applicant has worked with the North County Transit District to provide a suitable location for a bus transit stop within the project. This stop should be an asset to the Center as well as the large ridership base that uses the Mission Avenue transit corridor. It will also benefit future workers on the site who don't want to drive to work. The stop, which can accommodate up to four buses at one time, is located at the southeast corner of the main pedestrian promenade to conveniently allow pedestrians direct access to this area, which also provides pedestrian connections to other areas within the overall center, and gives the buses a direct route in and out of the center to this on-site bus stop. It has been designed such that buses can enter and exit the shopping center at the Mission Avenue signalized intersection, to most efficiently continue through route service along this transportation corridor.

Sign Program - The project design includes a signage package that makes provisions for both site and tenant/building signage. There is a main project identification sign proposed at the corner of North Foussat Road and Highway 76, with entry monument signs at five of the key drive entries into the center. To facilitate orientation and movement through the shopping center, there are provisions for directional signs for both vehicles and pedestrians. Tenant/building sign criteria incorporate standards to encourage creative tenant signage as a design element.

Conditional Use Permits - Five (5) Conditional Use Permits are proposed, including three drive-through facilities, a movie theater, and health club. Each of these uses is described in more detail below.

Drive-through uses - The drive-through uses will be located within Parcels B, C and D. Specific tenants have not yet been identified, but the project plans include typical design elements that would be suitable for these building pads. The pad configurations include building footprints which show drive-through stacking to accommodate five cars. Access to each site will be provided from the internal circulation drives.

Health Club - The 40,000-square foot health club will be located within Parcel G, in the northeastern portion of the project site. Access to the health club is from the internal circulation drives. The architectural design of this facility will be consistent with the overall center, incorporating a variety of materials, tower and roof elements.

Movie Theater - The 60,000-square foot multi-plex movie theater is centrally located in the northerly portion of the site (Parcel H), as the focal anchor at one end of the lifestyle and "main street" area. There will be an emphasis on pedestrian linkages within the center between all uses and the central activity spine that filters into the movie theater. Parking needed to serve the theater has been located on the north side of the building keeping those vehicles largely away from the pedestrian dominated south side of the movie theater.

The project is subject to the following Ordinances and City policies:

1. Zoning Ordinance
2. General Plan Land Use Element
3. City of Oceanside Draft Subarea Plan
3. California Environmental Quality Act (CEQA)

ANALYSIS

KEY PLANNING ISSUES

1. Is the proposed project consistent with the underlying land use designation and zoning development criteria and compatible with surrounding land uses?

The General Plan and Zoning designation for the site is CC (Community Commercial). The site was historically used as a drive-in theater and swap meet. The proposed 950,000-square foot shopping center and related infrastructure improvements are a permitted use within the subject General Plan commercial designation and CC zoning district. These land use designations permit a full range of commercial uses as proposed by the project. The proposed drive-thru uses, movie theater and health club require

approval of conditional use permits. These specific uses will be accessed via internal circulation streets in the development and were found in the traffic study not to have a direct adverse impact on surrounding streets.

The site has been historically used as a commercial property with both drive-in theater and swap meet uses, as well as occasional special sales events. The access to the site via SR-76 and Mission Avenue is appropriate for a commercial development of this size and makeup. The site is compatible with the Oceanside Airport and associated industrial uses to the west. The San Diego Airport Authority has reviewed the proposed project plans and has determined that the project is compatible with the Oceanside Airport Land Use Compatibility Plan. There will be a minimum 200-foot wide buffer wildlife corridor buffer between this proposed project and single-family residential uses to the east. No adverse land use compatibility impacts would occur with approval of the proposed project.

2. Is the proposed project consistent with local, state, and federal environmental plans/policies?

Areas of potential concern such as visual quality, noise and biological impacts have been addressed through appropriate site design. Site planning of the proposed shopping center is sensitive to the San Luis Rey River to the north through provision of a 100-foot buffer from the river and 200-foot wildlife corridor along the eastern site boundary that will also buffer residences to the east. Landscaping and a perimeter wall will also provide screening and buffering for these residences. The following are key environmental elements that have been addressed by site design and conditions of approval in the resolution:

Air Quality: Construction activities associated with rough grading would result in a short-term increase in motor vehicle emissions and fugitive dust from import of dirt. Utilization of surface wetting techniques during this phase of grading would maintain fugitive dust emissions to below a level of significance. The project is expected to generate 32,175 average daily trips. The air quality analysis performed for the project concluded that project-induced traffic emissions would be below the significance threshold established by the San Diego Air Pollution Control District for a project of this type and magnitude.

The project's air quality analysis focused on quantifying carbon dioxide (CO2) and Nitrogen Oxide (N2O) emissions that contribute to the amount of "greenhouse gasses (GHG)" from the project and ultimately global warming. As no mitigation measures have been identified to reduce individual projects' incremental GHG impacts, this potential impact has been determined to be unmitigable. However, several trip reduction strategies and on-site energy reduction strategies have been incorporated into the project conditions to reduce the overall number of GHG emissions.

Biological Resources: The proposed commercial project will impact nearly all the property, with the exception of a 100-foot-wide addition to the wildlife corridor on the eastern portion of the site that will be revegetated with native coastal sage scrub species. Project development will result in the loss of 0.73-acre of jurisdictional southern willow

scrub and disturbed wetland; 39.8 acres of non-native grassland; and 47.8 acres of non-native vegetation, disturbed land, and developed areas. No direct impacts to any rare, endangered, or threatened, or sensitive species are anticipated. Potential indirect impacts include items such as fugitive dust, invasive species, noise, and lighting to sensitive plant and animal species in the San Luis Rey River. Mitigation for the direct impacts to wetlands and non-native grassland will be required through creation/preservation of similar habitat either on-site or off-site or a combination thereof. This will be determined through the permitting process with the Resource Agencies. Mitigation for indirect impacts to the San Luis Rey River will be accomplished through mitigation measures/conditions that require a prohibition on use of invasive plant species, seasonal restrictions on grading, construction limits, lighting restrictions, and noise controls. As stated above, a 100-foot wide wildlife corridor will be provided on-site in accordance with the City's draft Subarea Plan. This corridor, coupled with the existing 100-foot wide SDGE easement will ultimately provide a 200-foot wide area for wildlife movement on the east side of the project site.

The City is recommending that Pala Road be extended to the north from Foussat to the stub of Pala Road west of Douglas Drive. Construction of this roadway extension would result in the disturbance of approximately 10.1 acres of land. This would result in impacts to an additional 4.56 acres of southern willow scrub, freshwater marsh, disturbed wetland, and tamarisk scrub; 0.7-acre of non-native grassland; and 4.8 acres of disturbed or developed land. Mitigation of the wetlands would likely be required by the Resource Agencies at a 3:1 ratio, requiring creation of approximately 14.0 acres of wetland in an off-site area. Mitigation of these impacts could potentially occur on City-owned land north of the extension along the south side of the San Luis Rey River.

Airport Safety: The San Diego Airport Land Use Commission (ALUC) is responsible for preserving the operational capacity of airports, while minimizing impacts to public safety and noise in areas around public airports. The ALUC reviews proposed land use projects and other actions within the Airport Influence Area (AIA) to determine whether they are consistent with and in compliance with land use compatibility criteria and policies outlined in adopted plans. The adopted plan for Oceanside Airport is the Comprehensive Land Use Plan for the Oceanside Municipal Airport (CLUP) adopted by SANDAG in 1981, and amended by the San Diego Airport Authority in 2004. The CLUP establishes noise contour maps and flight activity zones (FAZ) within the Airport Influence Area. The ALUC, which is known as the San Diego Regional Airport Authority in San Diego County, determined that the project area is partially within the approach and departure, inner turning, and traffic pattern zones of the airport.

The City submitted an application to the San Diego ALUC for the proposed project in January 2007. Upon review of the application, the ALUC concluded that the proposed commercial development, including the proposed movie theater and retail uses was located within the 60-70 dB noise contour for the airport and was consistent with allowed uses in the Comprehensive Land Use Plan (CLUP), as amended in 2004, provided no significant changes are made to the project. The applicant will also be required to file a notice with the Federal Aviation Administration (FAA) for each point where the project

penetrates FAA airspace, such as street lights, parking lot lights, and buildings adjacent to the southwestern portion of the project site. These penetrations are not anticipated to result in adverse effects to the project or airport, but must be approved by the FAA.

Traffic Impacts/Traffic Impact Analysis: The traffic report analyzed two scenarios for traffic impacts to the streets surrounding the project site; with Pala Road extended to the north and without Pala Road extended. The Pala Road improvement and the potential impacts are discussed below.

The extension of Pala Road would connect to Foussat Road south of the San Luis Rey River and to the existing terminus of Pala Road at Los Arbolitos Boulevard. Pala Road is currently in the City's General Plan Circulation Element and is classified as a Secondary Arterial. The project analyzed Horizon Year 2020 traffic conditions under two potential alternatives: "with" and "without" the future extension of Pala Road. Required improvements for each scenario are listed in Table X.

WITH Pala Road - The future extension of Pala Road would provide an alternate access to the project from neighborhood areas to the northeast. Existing roadways such as Mission Avenue, from Foussat Road to El Camino Real and Douglas Drive from El Camino Real to Pala Road would benefit from the extension of Pala Road. Improvements to the intersections of Douglas Drive at Pala Road and Mission Avenue at the Project Driveway are recommended to enhance peak hour traffic flows along both Mission Avenue and Douglas Drive. Traffic signal coordination will be required along Mission Avenue.

WITHOUT Pala Road - If the Pala Road was not extended, then the vast majority of traffic coming from the neighborhood areas to the Pavilion would use the intersection of SR-76 at Foussat Road. A smaller proportion of traffic is expected to access the Pavilion from the project's driveway on Mission Avenue. Without Pala Road, traffic generated by the Pavilion would further impact intersections and roadway segments along Mission Avenue, El Camino Real, and Douglas Drive. Improvements to the intersections of Foussat Road at Mission Avenue, El Camino Real at Los Arbolitos Boulevard, and Douglas Drive at Pala Road are recommended to enhance peak hour traffic flows. Traffic signal coordination will be required along Mission Avenue and along Foussat Road.

Cultural Resources: A cultural resources survey was conducted for the proposed project. A portion of the large (100+ acres) archaeological site CA-SDI-5445 extends onto the southern portion of the project site. Because of the presence of this recorded site and possibility of artifacts buried in the alluvium found on-site, a monitoring program is being required during initial site grading in the event that any cultural resources are discovered. In addition, as described in the project description, a Native American cultural element will be designed into the area adjacent to the theater complex and scattered throughout the project site to reflect the strong presence of Native American culture in the San Luis Rey Valley.

ENVIRONMENTAL DETERMINATION

An Environmental Impact Report (EIR) has been prepared for the proposed project, which is intended to inform public decision makers, responsible and interested agencies, and the general public of potential environmental effects of the proposed project.

A number of issues were identified as being potentially significant, and are therefore addressed in the EIR. These issues are:

Land Use	Noise
Geology/Soils/Paleontology	Air Quality
Hydrology/Water Quality	Traffic and Circulation
Biological Resources	Aesthetics
Cultural Resources	Hazards

Of the 10 issues addressed in the EIR, all but traffic and greenhouse gas (GHG) emissions can be mitigated to below a level of significance. The Planning Commission will need to adopt findings and a statement of overriding stating that the project benefits (jobs, sales tax revenue, etc.) will outweigh any unmitigable impacts described above. An economic study by KMA includes a detailed analysis of the economic benefits of the proposed shopping center.

The draft EIR analyzed three project alternatives: No Project Alternative, Off-Site Pala Road Alternative, and Reduced project/Draft Subarea Plan Alternative. The Reduced Project/Draft Subarea Plan Alternative is now the proposed project which includes the 100-foot-wide wildlife corridor along the eastern project boundary, which is in conformance with the City draft Subarea Plan and is required by the Wildlife Agencies. The City is recommending that the Planning Commission approve the construction of the off-site Pala Road Alternative to improve traffic flow in the area. Two sets of project conditions are provided, one requiring the off-site construction of Pala Road and the other without this roadway construction requirement.

PUBLIC NOTIFICATION

Pursuant to Article 41 of the Oceanside Zoning Ordinance, Legal notice was published in the North County Times and notices were sent to property owners of record/and occupants within a 1500-foot radius of the subject property, to individuals/organizations requesting notification, and to the applicant. A postcard notification was also sent to the Airport and San Luis Rey neighborhoods.

SUMMARY

In summary, staff finds that the Development Plan is consistent with the requirements of the Zoning Ordinance and the land use policies of the General Plan. The project meets

or exceeds all applicable development standards. The project site is situated within the CC zone, which is intended to accommodate a full range of commercial uses as proposed. Staff is recommending that Alternative B, Pala Road Extension be adopted as part of the project and conditions and findings that include this improvement are attached. As such, staff recommends that the Planning Commission approve the project. The Commission's action should be:

-- Certify the Environmental Impact Report (EIR) and associated findings, statement of overriding considerations, and mitigation monitoring and reporting program by adopting Planning Commission Resolution No. 2008-P62.

-- Approve Parcel Map (P-7-06), Development Plan (D-5-06) and Conditional Use Permits (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) by adopting Planning Commission Resolution No. 2008-P63 with findings and conditions of approval attached herein.

PREPARED AND SUBMITTED BY:

Jerry Hittleman
City Planner

JH//fil

Attachments:
1. Site Plan/Floor Plans Landscaping Plans and Elevations
2. Planning Commission Resolution No. 2008-P62
3. Planning Commission Resolution No. 2008-P63
4. Table of Traffic Impacts with and without Pala Road Extension
5. Public correspondence/letters

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE

Received
SEP 25 2008
Planning Division

GENERAL NOTES:

1. SITE AREA:
   GROSS AREA ..... 19.87 ACRES
   (INCLUDES 1.93 ACRE CITY PARCEL PROPOSED FOR LEASE, WHICH IS SUBJECT TO CITY COUNCIL APPROVAL)

   NET DEVELOPMENT AREA ..... 18.25 ACRES
   (EXCLUDES 3.74 ACRE PALA ROAD RIGHT OF WAY)

2. BUILDING AREA:
   GROSS FLOOR AREA ..... 518,671 SF
   BUILDING COVERAGE ..... 54.72% (50% MAX PERMITTED)
   (BASED ON NET DEVELOPMENT AREA FAR)

3. PARKING:
   PARKING REQUIRED:
   RETAIL AND HEALTH CLUB .... 4/1000 SF .... 3,396 SPACES
   RESTAURANTS ..... 10/1000 SF ..... 300 SPACES
   THEATER ..... 1/4 SEATS ..... 720 SPACES
   TOTAL ..... 4,416 SPACES

   PARKING PROVIDED ..... 4,469 SPACES

   LOADING SPACES REQUIRED ..... 34 SPACES
   LOADING SPACES PROVIDED ..... 34 SPACES

   BICYCLE SPACES (5%) ..... 232 SPACES

4. LANDSCAPING:
   OVERALL LANDSCAPE REQUIRED 15%
   (BASED ON NET DEVELOPMENT AREA)

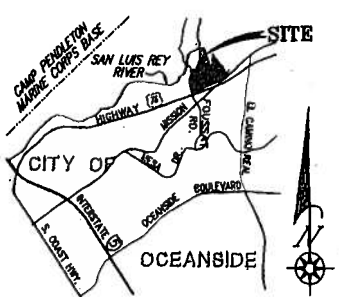
   OVERALL LANDSCAPE PROVIDED 16%
   (BASED ON NET DEVELOPMENT AREA)

2. THIS TENTATIVE PARCEL MAP CONSISTS OF 10 LOTS.
3. EXISTING/ PROPOSED ZONING IS: COMMUNITY COMMERCIAL
4. EXISTING/PROPOSED GENERAL PLAN DESIGNATION: COMMUNITY COMMERCIAL
5. CUT AND FILL SLOPES ARE DESIGNATED AT 2:1 MAXIMUM RATIO.
6. ELEVATIONS SHOWN ARE APPROXIMATE AND SUBJECT TO REVISION DURING FINAL DESIGN.
7. ALL LOT DIMENSIONS AND CURVE DATA ARE APPROXIMATE AND SUBJECT TO REVISION DURING FINAL DESIGN.
8. EARTHWORK QUANTITIES:

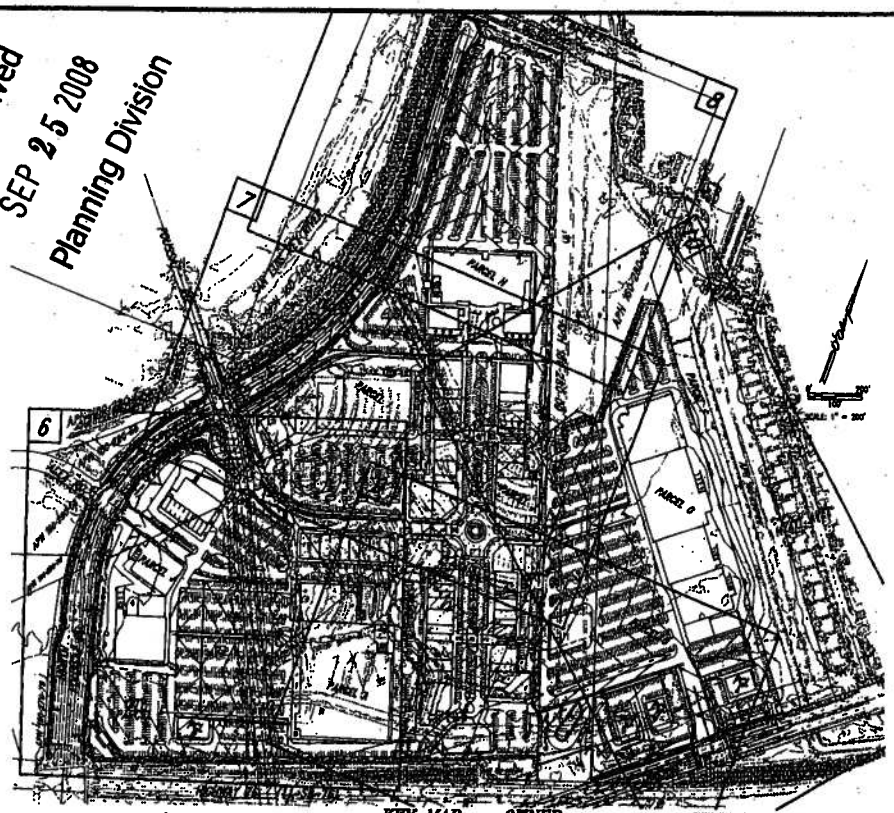
CUT	FILL	EXPORT	REMEDIAL
20,000 CY	490,000 CY	470,000 CY	140,000 CY

   EARTHWORK QUANTITIES AS SHOWN ARE APPROXIMATE AND ARE SUBJECT TO REVISIONS DURING FINAL DESIGN. ADJUSTMENTS HAVE NOT BEEN MADE FOR SHRINKAGE AND SWELL.

9. EXISTING EASEMENTS AND IMPROVEMENTS AS PLOTTED ARE APPROXIMATE AND BASED ON AVAILABLE RECORD INFORMATION.
10. ALL STORM DRAIN FACILITIES SHOWN ARE TENTATIVE IN NATURE. ACTUAL STORM DRAIN SIZES AND ALIGNMENTS SHALL BE APPROVED FOLLOWING SUBMITTAL AND APPROVAL OF FINAL HYDROLOGICAL/HYDRAULIC CALCULATIONS.
11. EASEMENTS SHALL BE PROVIDED AS REQUIRED BY DRC CITY ENGINEER, PUBLIC UTILITIES AND RESOURCES.
12. ALL BOUNDARY INFORMATION SHOWN HEREON IS BASED ON RECORD DATA.
13. THE PRELIMINARY STORM WATER MANAGEMENT PLAN WAS DONE BY O'DAY CONSULTANTS DATED MAY 16, 2006, REVISED AUGUST 4, 2008.
14. THE PRELIMINARY DRAINAGE STUDY WAS DONE BY TONY R. WALKER ENGINEERING DATED JUNE 4, 2006, REVISED DECEMBER 14, 2007.
15. SETBACK REQUIREMENTS:
    FRONT SETBACK = 10 FEET
    SIDE YARD SETBACK = 15 FEET
    REAR YARD SETBACK = 15 FEET
    CORNER SIDE YARD SETBACK = 15 FEET
16. PAVEMENT AREA IS 10.11 ACRES



VICINITY MAP
NO SCALE



KEY MAP
SCALE: 1" = 100'

ASSESSOR'S PARCEL NUMBERS:

ASSESSOR'S PARCEL NO. ..... 149-170-76, 82, 79 & 4
149-180-14, 42-46, 53-55
149-190-34, 40, 63
*CITY PARCEL APN: 149-170-77

*NOTE: 1.93 AC CITY PARCEL IS PROPOSED TO BE LEASED, AND WILL BE SUBJECT TO CITY COUNCIL APPROVAL.

PUBLIC UTILITIES:

SEWER ..... CITY OF OCEANSIDE
WATER ..... CITY OF OCEANSIDE
STORM DRAIN ..... CITY OF OCEANSIDE
GAS & ELECTRIC ..... SDG&E
FIRE PROTECTION ..... CITY OF OCEANSIDE
TELEPHONE ..... SBC
CABLE TELEVISION ..... COX CABLE
SCHOOLS ..... OCEANSIDE UNIFIED SCHOOL DISTRICT

LEGAL DESCRIPTION:

PORTIONS OF SECTION 16, TOWNSHIP 11 SOUTH, RANGE 4 WEST, SAN BERNARDINO MERIDIAN, IN THE CITY OF OCEANSIDE, COUNTY OF SAN DIEGO, STATE OF CALIFORNIA DESCRIBED AS PARCELS 1-9 AS DESCRIBED IN THE PRELIMINARY TITLE REPORT BY NORTH AMERICAN TITLE COMPANY ORDER NO. 7004585-37.

FLOOD ZONE DESIGNATION:

THE FLOOD INSURANCE RATE MAP (FIRM) FROM THE FEDERAL EMERGENCY MANAGEMENT AGENCY (FEMA) DATED JANUARY 16, 2003 SHOWS ALL OF THE SUBJECT PROPERTY WITHIN ZONE AE6. THIS ZONE IS DEFINED AS THE AREA TO BE PROTECTED FROM THE 100-YEAR FLOOD BY A FEDERAL FLOOD PROTECTION SYSTEM CURRENTLY UNDER CONSTRUCTION.

IT HAS BEEN DETERMINED THAT THE PROTECTION SYSTEM IS A LEVEE THAT WAS CONSTRUCTED BY THE ARMY CORP OF ENGINEERS. THE SYSTEM HAS NOT BEEN CERTIFIED BY THE CORP DUE TO ENVIRONMENTAL ISSUES WITH THE MAINTENANCE AND OPERATION PLAN. UNTIL THE MAINTENANCE AND OPERATIONS PLAN IS CERTIFIED FEMA WILL NOT REVISE THE FIRM MAP TO SHOW THE SITE TO BE FULLY PROTECTED FROM THE 100-YEAR FLOOD.

OWNER:

JOHN M. AND ROBERT C. SEIGEL
303 VISTA BELLA
OCEANSIDE, CA 92054
(760) 722-7430

Robert C. Seigel
ROBERT C. SEIGEL

DEVELOPER:

MR. MICHAEL
TOGGLE ENTERPRISES, INC.
3205 SPECKLES ISLAND DRIVE, SUITE 202
SAN DIEGO, CA 92109
(858) 322-8003

SOILS ENGINEER:

GEOMATRIX/ANTEZ CONSULTANTS
7420 REGIONAL CIRCLE
PLACENTIA, CA 92870
(714) 632-6558

TOPOGRAPHIC MAPPING:

1. SAN-LO AERIAL TOPOGRAPHY DATED 05/01/08

NOTE!
ELECTRONIC DATA FILES ARE FOR REFERENCE ONLY AND ARE NOT TO BE USED FOR HORIZONTAL OR VERTICAL SURVEY CONTROL

SHEET INDEX:

1 TITLE SHEET
2 SITE LAYOUT
3 SECTIONS/ TYPICAL DETAILS
4 BOUNDARY AND PARCEL INFO
5 EASEMENT AND BOUNDARY TABLES
6-10 PLAN SHEETS

ABBREVIATIONS

FF = FINISHED FLOOR
TG = TOP OF GRATE
HP = HIGH POINT
LP = LOW POINT
FS = FINISHED SURFACE
FL = FLOWLINE
FG = FINISHED GRADE
SFV = SEWER FORCE MAIN
F = FIRE LINE

EASEMENTS:

EASEMENTS SHOWN ARE PER PRELIMINARY TITLE REPORT BY NORTH AMERICAN TITLE INSURANCE COMPANY DATED OCTOBER 6, 2007 ORDER NO. 7004585-37.

BENCHMARK:

DESCRIPTION: CITY OF OCEANSIDE B.M. A-4
LOCATION: FD BRASS SCREW AND WASHER STAMPED CBS BM AM AT SE CORNER OF C.B. OF SE RETURN OF MISSION AND COPPERWOOD
ELEVATION: 33.808

LEGEND

SUBDIVISION BOUNDARY
EXISTING PROPERTY LINE
PROPOSED PARCEL LINE
EXISTING EASEMENT
PROPOSED EASEMENT
EXISTING WATERLINE
EXISTING SEWER LINE
PROPOSED CONTOUR LINE
PROPOSED 2:1 SLOPE
WATER SERVICE W-4
SEWER LATERAL W-7
6" WATER METER & BOX ..... W-5 & W-13
IRRIGATION SERVICE (PRIVATE) W-4
STORM DRAIN PIPE
WATER LINE (6" UNLESS OTHERWISE NOTED) (ALL LINES ARE PRIVATE UNLESS OTHERWISE NOTED)
SEWER LINE w/ MANHOLE ..... S-5 (ALL LINES ARE PRIVATE UNLESS OTHERWISE NOTED) (8" UNLESS OTHERWISE NOTED)
SEWER FORCE MAIN (FALLBROOK OUTFALL)
EXISTING FIRE HYDRANT
FIRE HYDRANT W-4
FIRE DEPARTMENT CONNECTION W-21
WATER VALVE W-22
THRUST BLOCK W-22
DESIGN ELEVATION 22.00
EXISTING ELEVATION 27.00
EXISTING CONTOUR
PROPOSED CONTOUR
EXISTING POWER POLE
EXISTING GUY ANCHOR
PUBLIC STREET PARKING
VEHICULAR SWALE (SWF)
SIDEWALK IN ROW
SIDEWALK
PARKING LOT LIGHT
* STORM DRAIN IS TO BE MODIFIED TO ACCOMODATE LANDSCAPING

BASIS OF BEARINGS:

THE BASIS OF BEARINGS FOR THIS TENTATIVE PARCEL MAP IS THE LINE BETWEEN 3-1/2" CAST IRON STAMPED "PL-2.LAR 1988" AND 3-1/4" CAST IRON STAMPED "PL-3.LAR. 1988" AS SHOWN ON ROS NO. 17628

APPLICANT'S REPRESENTATIVE

THE LANDPORT PLANNING GROUP
6388 FLEET STREET
SUITE 230
CARLSBAD, CA 92009
(760) 602-1524

CIVIL ENGINEER/LAND SURVEYOR:

O'DAY CONSULTANTS, INC.
2710 LOKER AVENUE WEST, SUITE 100
CARLSBAD, CA. 92010
(760) 931-7700

O'Day CONSULTANTS
2710 Loker Avenue West Suite 100 Carlsbad, California 92010 760-931-7700 FAX/760-931-8000
Civil Engineering Planning Permitting Surveying

DESIGNED BY: RAL DATE: SEPT. 2008
DRAWN BY: JAB SCALE: AS SHOWN
PROJECT MGR.: LPA JOB NO.: 6111.13

SIGNATURE OF PREPARER: RICHARD A. LAMBERT
DATE: 9/23/08
RCE: 54187

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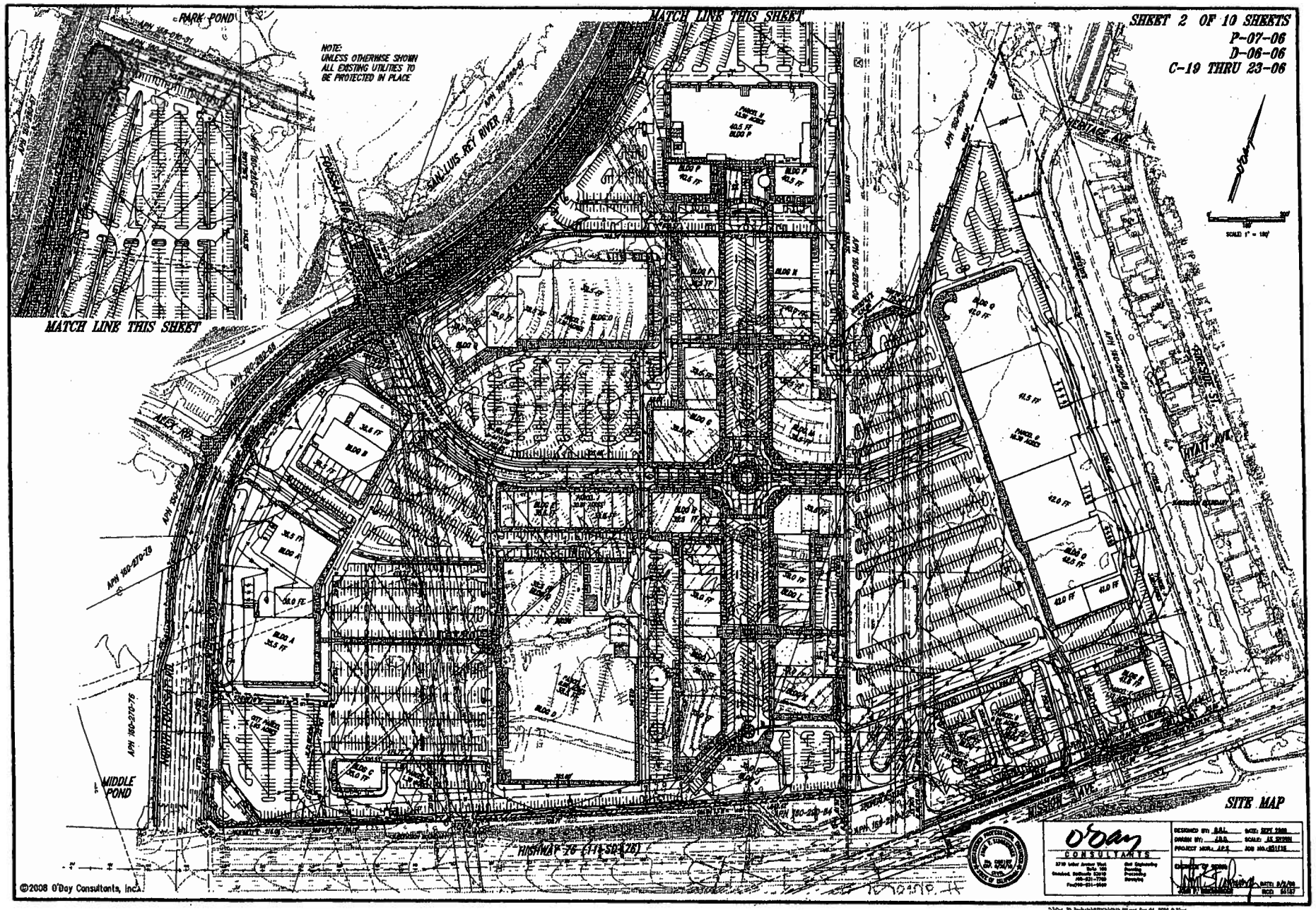
G:\Dwg 23 Projects\6111\6111W.dwg Sep 04, 2008 Andrew
X-Ref: 6111XBASE; 6111XTOPO; 6111XPAV; 6111XTBL; 6111SP12


SHEET 2 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06
MATCH LINE THIS SHEET
MATCH LINE THIS SHEET
NOTE:
UNLESS OTHERWISE SHOWN
ALL EXISTING UTILITIES TO
BE PROTECTED IN PLACE
PARK POND
SAN LUIS REY RIVER
MIDDLE POND
HIGHWAY 76 (11-SD-76)
SITE MAP
O'Day
CONSULTANTS
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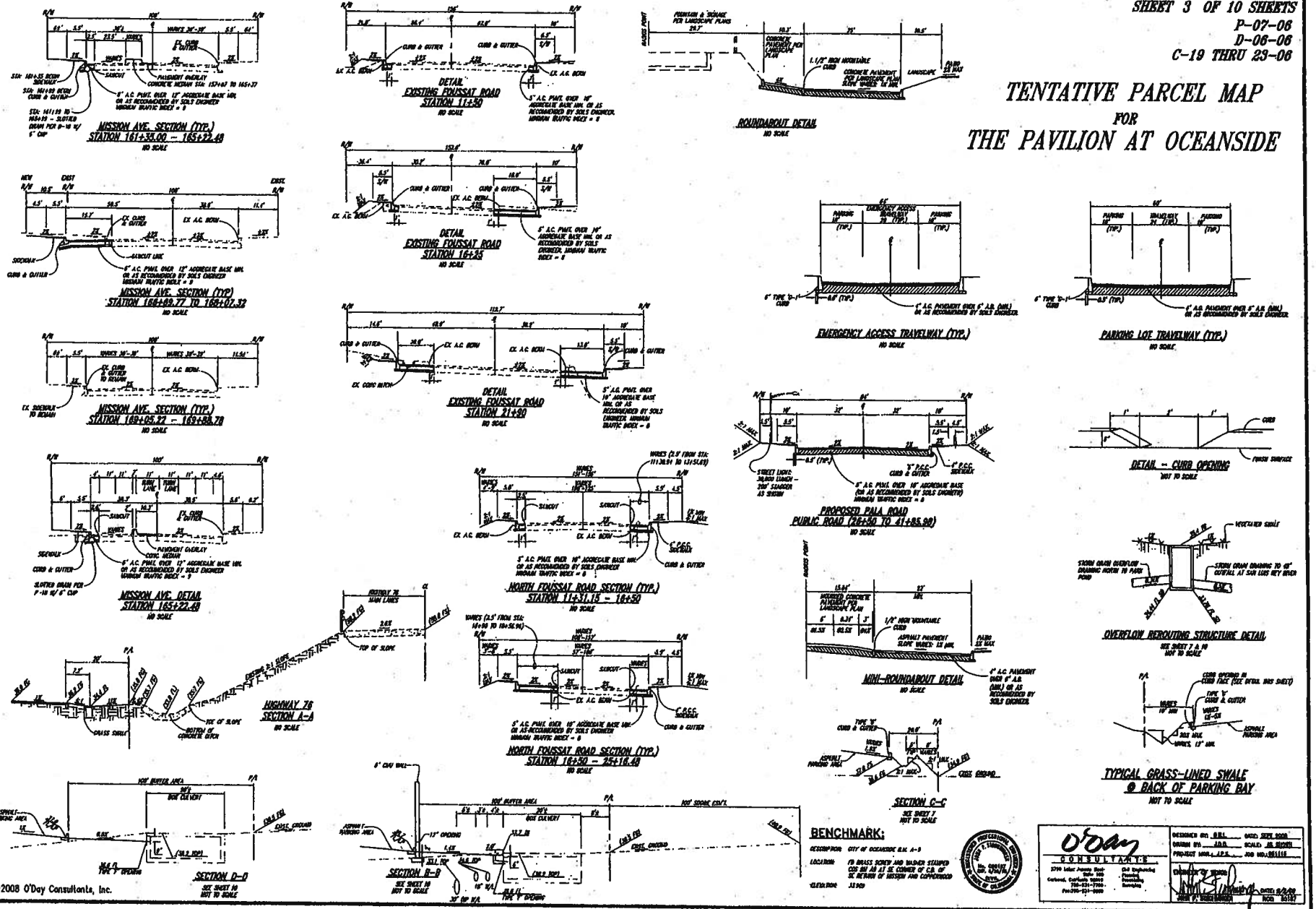
SHEET 3 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE



BENCHMARK:

DESCRIPTION: CITY OF OCEANSIDE B.M. A-9

LOCATION: F/D BRASS SCREW AND WASHER STAMPED COS 001 AS AT SE CORNER OF C.B. OF SE RETAINS OF MISSION AND CAPISTRANO

ELEVATION: 33.909

O'Day CONSULTANTS
3790 Lakeside Drive, Suite 100
Carlsbad, California 92008
760-931-7700
Fax 760-931-8000

DESIGNED BY: R.B.L. DATE: SEPT. 2006
DRAWN BY: J.A.D. SCALE: AS SHOWN
PROJECT MGR.: J.E.S. JOB NO.: 06-1118

OWNER OF RECORD: [illegible] DATE: 8/2/06
[illegible] NO: 86187

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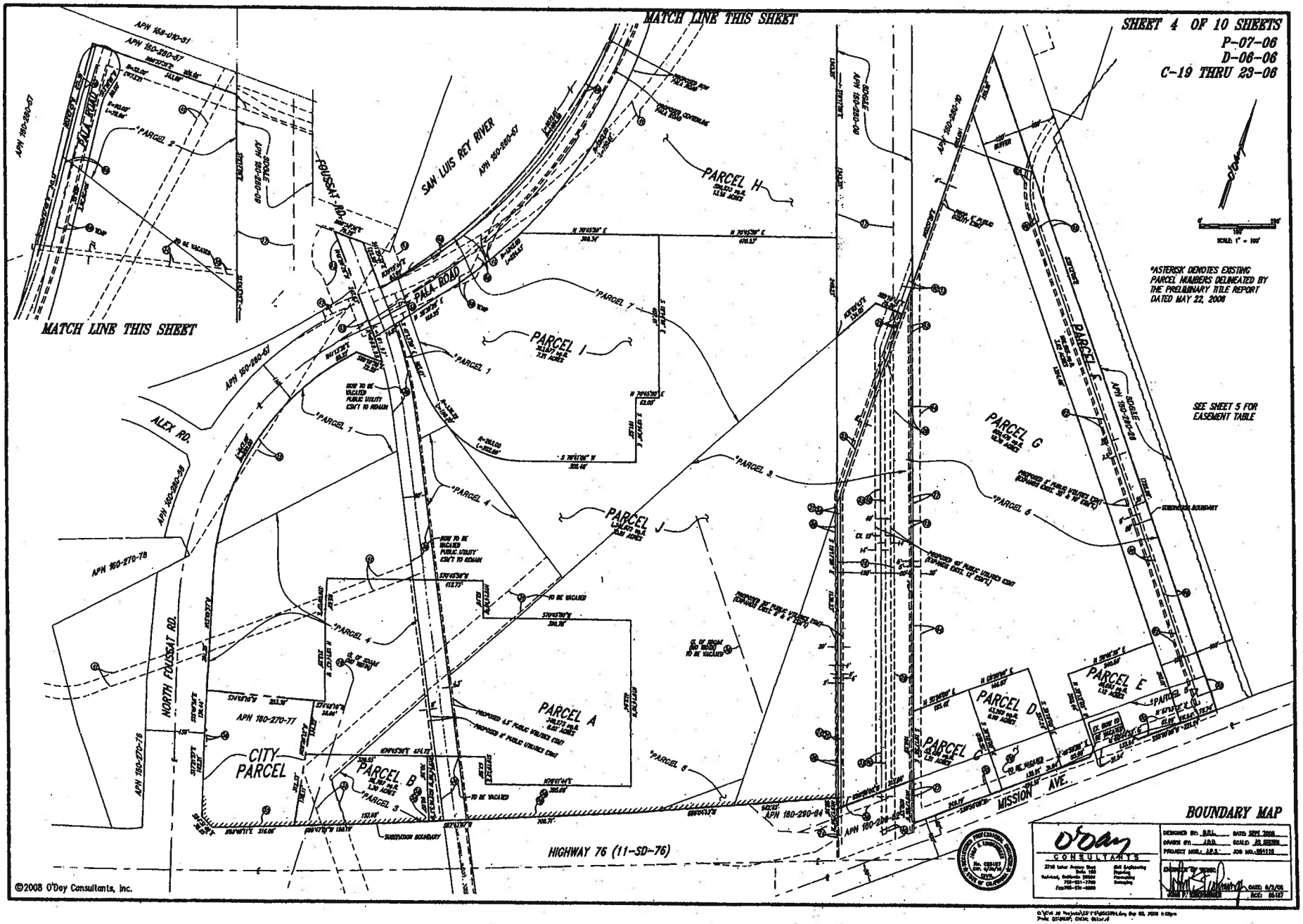
MATCH LINE THIS SHEET
SHEET 4 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06
*ASTERISK DENOTES EXISTING PARCEL NUMBERS DELINEATED BY THE PRELIMINARY TITLE REPORT DATED MAY 22, 2008
SEE SHEET 5 FOR EASEMENT TABLE
SCALE: 1" = 100'
MATCH LINE THIS SHEET
SAN LUIS REY RIVER
PALA ROAD
FOUSSAT RD.
ALEX RD.
NORTH FOUSSAT RD.
MISSION AVE.
HIGHWAY 76 (11-SD-76)
PARCEL A
PARCEL B
PARCEL C
PARCEL D
PARCEL E
PARCEL F
PARCEL G
PARCEL H
PARCEL I
PARCEL J
CITY PARCEL
BOUNDARY MAP
O'Day CONSULTANTS
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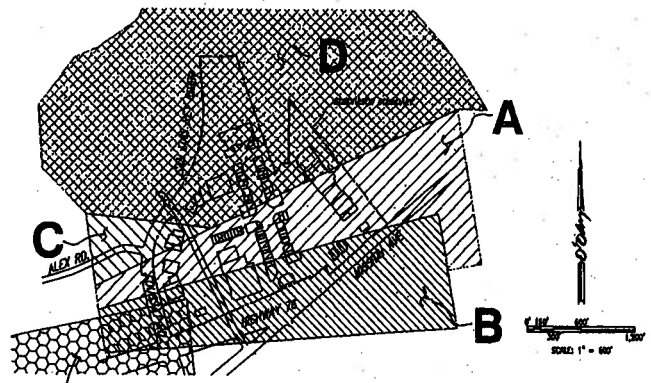
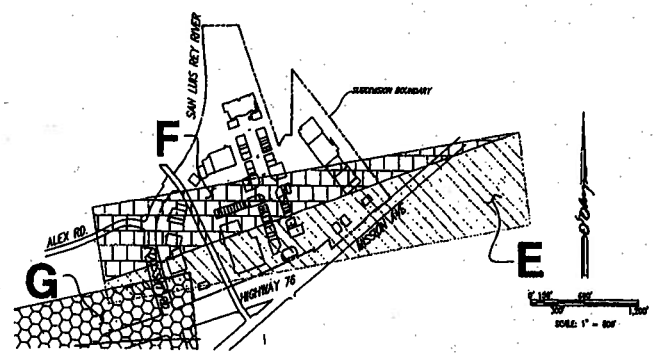
TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE



AIRSPACE ACTIVITY ZONES
SCALE: 1"=600'



AIRSPACE ACTIVITY ZONES
SCALE: 1"=600'

AREA A.....DEPARTURE SLOPE OF 20:1
AREA B.....50:1 VFR DEPARTURE SLOPE
AREA C.....7:1 SLOPE FROM DEPARTURE AREA
AREA D.....FLAT SURFACE 170 FEET ABOVE SEA LEVEL
AREA E.....APPROACH SLOPE OF 34:1
AREA F.....7:1 SLOPE FROM APPROACH AREA
AREA G.....FLIGHT ACTIVITY ZONE (CLEAR ZONE)

NOTE: AREA DESIGNATIONS PER LETTER DATED OCTOBER 12, 2006 FROM ATKINSON SYSTEMS, INC.

NORTH AMERICAN TITLE INSURANCE COMPANY PRELIMINARY REPORT
DATED OCTOBER 8, 2007 ORDER NO. 7004528-27

ENCUMBRANCE TABLE

(#)	PURPOSE:	IN FAVOR OF:	REFERENCE #	DATE:
16	EASEMENT FOR PUBLIC UTILITIES	SDG&E	BOOK 6085 PAGE 69	OCTOBER 11, 1946
17	EASEMENT FOR PUBLIC UTILITIES	SDG&E	BOOK 6089 PAGE 158	OCTOBER 30, 1946
18	EASEMENT FOR PUBLIC UTILITIES	SDG&E	BOOK 6267 PAGE 130	DECEMBER 30, 1947
21	WATER RECLAMATION PIPE LINES AND APPURTENANCES	THE CITY OF OCEANSIDE	BOOK 7988 PAGE 214484	MARCH 4, 1958
23	EASEMENT FOR WATER PIPELINE AND APPURTENANT WORK	THE CITY OF OCEANSIDE	BOOK 7027 PAGE 472	MARCH 26, 1959
24	EASEMENT FOR WATER RECLAMATION	THE CITY OF OCEANSIDE	BOOK 7029 PAGE 143	APRIL 2, 1959
25*	AIRPORT APPROACH ZONE (BLANKET) EASEMENT	THE CITY OF OCEANSIDE	INSTRUMENT NO. 34249	JUNE 4, 1962
26	EASEMENT FOR SEWER PIPELINE	THE CITY OF OCEANSIDE	INSTRUMENT NO. 131994	AUGUST 2, 1962
	* EASEMENT FOR PUBLIC BOUNDARY AND OTHER UTILITIES	A.W. BLAUGHT AND PEARL V. BLAUGHT		
27	EASEMENT FOR PIPELINES, VALVES AND GALVANIC PROTECTION	SAN DIEGO PIPELINE COMPANY	INSTRUMENT NO. 209136	DECEMBER 3, 1962
28	EASEMENT FOR PUBLIC UTILITIES	SDG&E	INSTRUMENT NO. 209394	DECEMBER 4, 1962
29	EASEMENT FOR PUBLIC UTILITIES	SDG&E	INSTRUMENT NO. 14657	FEBRUARY 27, 1963
30*	EASEMENT FOR ROAD AND UTILITY	FRED C. WRIGHT, JR	FILE NO. 63.1051	APRIL 8, 1964
33	EASEMENT FOR SANITARY SEWER	THE CITY OF OCEANSIDE	BOOK 8579 PAGE 1018	JANUARY 24, 1971
34*	EASEMENT FOR PUBLIC UTILITIES	SDG&E	INSTRUMENT NO. 79071	MAY 4, 1979
35*	EASEMENT FOR PUBLIC UTILITIES	SDG&E	INSTRUMENT NO. 79072	MAY 4, 1979
36*	EASEMENT FOR PUBLIC UTILITIES	SDG&E	INSTRUMENT NO. 81230	JUNE 14, 1979
39*	EASEMENT FOR PUBLIC HIGHWAY	THE CITY OF OCEANSIDE	INSTRUMENT NO. 72-022010	FEBRUARY 4, 1974
40	EASEMENT FOR SEWER AND WATER PIPELINES	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1974-177919	OCTOBER 16, 1974
41	EASEMENT FOR PIPELINES & PUMPS	FALLBROOK SANITARY DISTRICT	INSTRUMENT NO. 82-023251	JANUARY 4, 1982
42	EASEMENT FOR PIPELINE TRANSPORTATION SYSTEM	SAN DIEGO PIPELINE COMPANY	INSTRUMENT NO. 82-224424	JUNE 30, 1982
43	EASEMENT FOR SLOPE & TEMPORARY CONSTRUCTION	WILLIAM R. LEE, A SINGLE MAN	INSTRUMENT NO. 82-329163	JULY 22, 1982
44	EASEMENT FOR SANITARY SEWER	THE CITY OF OCEANSIDE	INSTRUMENT NO. 82-346033	AUGUST 4, 1982
45	EASEMENT FOR STORM DRAIN	THE CITY OF OCEANSIDE	INSTRUMENT NO. 82-346034	AUGUST 4, 1982
46	EASEMENT FOR WATERLINE	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1987-187827	MAY 8, 1987
47	EASEMENT FOR WATERLINE	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1987-367582	JULY 2, 1987
48	EASEMENT FOR STORM DRAIN	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1987-644457	DECEMBER 15, 1987
49	EASEMENT FOR STORM DRAIN	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1987-644458	DECEMBER 15, 1987
50	EASEMENT FOR WATER AND SEWER	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1994-043941	FEBRUARY 23, 1994
51	INGRESS/EGRESS RIGHTS RELINQUISHED	STATE OF CALIFORNIA	INSTRUMENT NO. 1996-0430324	AUGUST 30, 1996
52	AN EASEMENT FOR DRAINAGE	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1996-0430324	AUGUST 30, 1996
53	ROAD, PUBLIC UTILITY AND DRAINAGE	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1996-0430449	AUGUST 30, 1996
54	INGRESS/EGRESS RIGHTS RELINQUISHED	STATE OF CALIFORNIA	INSTRUMENT NO. 1996-0430449	AUGUST 30, 1996
55	EASEMENT FOR PUBLIC UTILITIES	THE CITY OF OCEANSIDE	INSTRUMENT NO. 1996-0454171	SEPTEMBER 12, 1996
56	EASEMENT FOR WATERLINE	THE CITY OF OCEANSIDE	FILE NO. 2002-0570471	JULY 8, 2002
57	EASEMENT FOR WATERLINE PURPOSES	THE CITY OF OCEANSIDE	FILE NO. 2007-0588214	MARCH 6, 2007

* EASEMENT TO BE VACATED

* EASEMENT VACATION INDEX

(#)	DISPOSITION
25	TO BE VACATED AT FINAL MAP.
26	(BLAUGHT) TO BE VACATED AT FINAL MAP
31	TO BE VACATED AT FINAL MAP
34	TO BE VACATED WHEN EXISTING FACILITIES ARE REMOVED
35	TO BE VACATED WHEN EXISTING FACILITIES ARE REMOVED
36	TO BE VACATED WHEN EXISTING FACILITIES ARE REMOVED
39	TO BE VACATED AT FINAL MAP AN EASEMENT FOR PUBLIC UTILITIES WILL REMAIN WHEN OLD FOLSOM ROAD IS VACATED

BENCHMARK:

DESCRIPTION: CITY OF OCEANSIDE B.M. A-9
LOCATION: 7'N GRADE SCREW AND BRASS STAMPED-CGS BM AS AT SE CORNER OF C.B. OF SE REMAIN OF MISSION AVE CONDIMIDO
ELEVATION: 33.909

O'Day CONSULTANTS
3710 Lake Arroyo Way, Suite 100
Oceanside, California 92057
760-434-7789
Fax 760-434-7880
Civil Engineering
Planning
Surveying
Surveying

DESIGNED BY: R.R.L. DATE: SEPT. 2006
DRAWN BY: J.D.R. SCALE: AS SHOWN
PROJECT MGR.: J.P.R. JOB NO.: 06.1113
ENGINEER OF WORK: JOHN P. RIDDING DATE: 9/2/08
JOB NO. 06107

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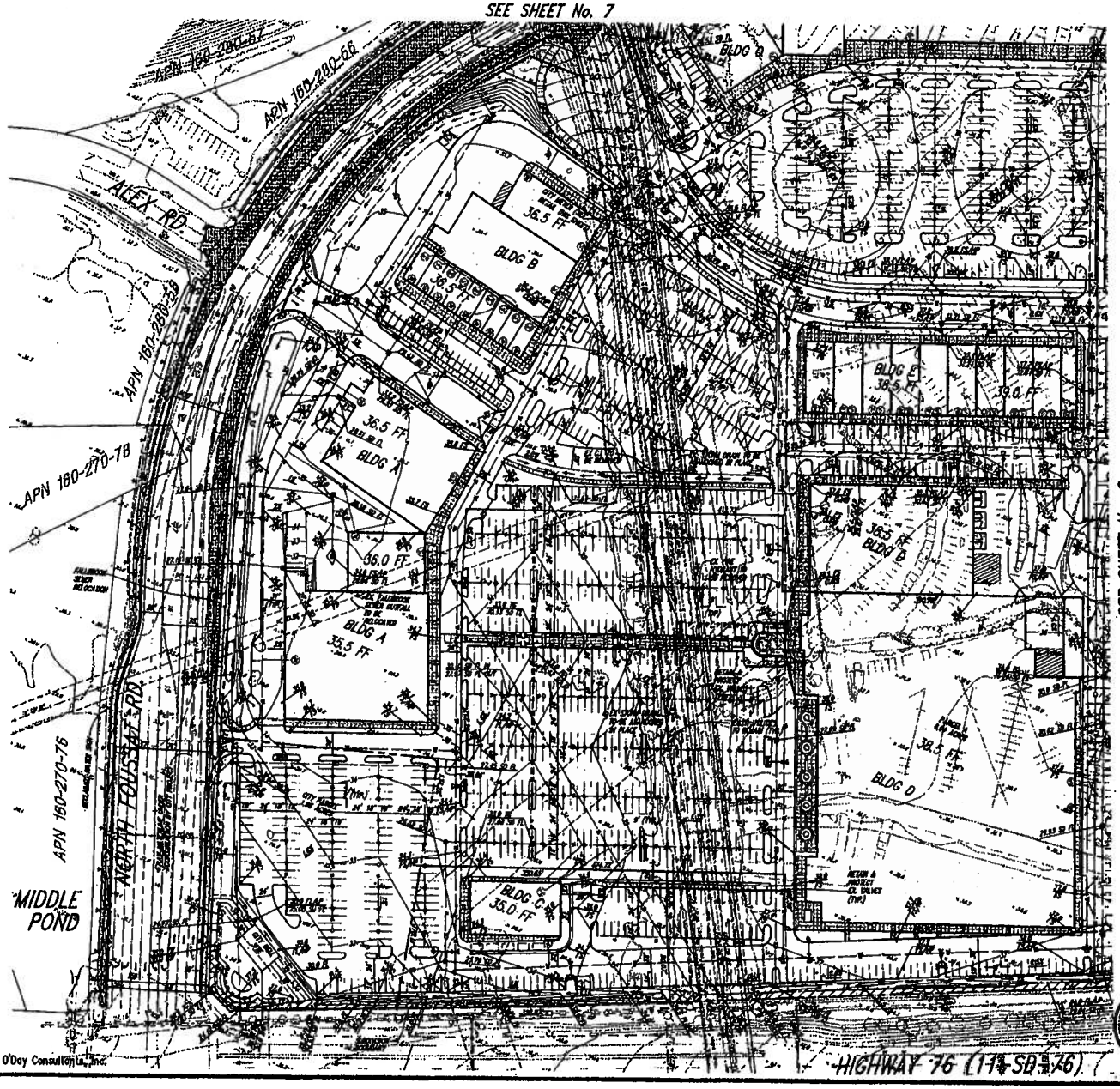
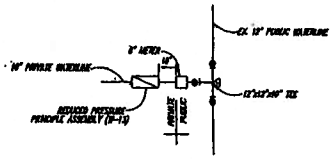
SHEET 6 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE





CITY WATER METER DETAIL
NOT TO SCALE

O'Day CONSULTANTS

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE

SHEET 7 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

SEE SHEET No. 8

SEE SHEET No. 10

SEE SHEET No. 6

SEE SHEET No. 9

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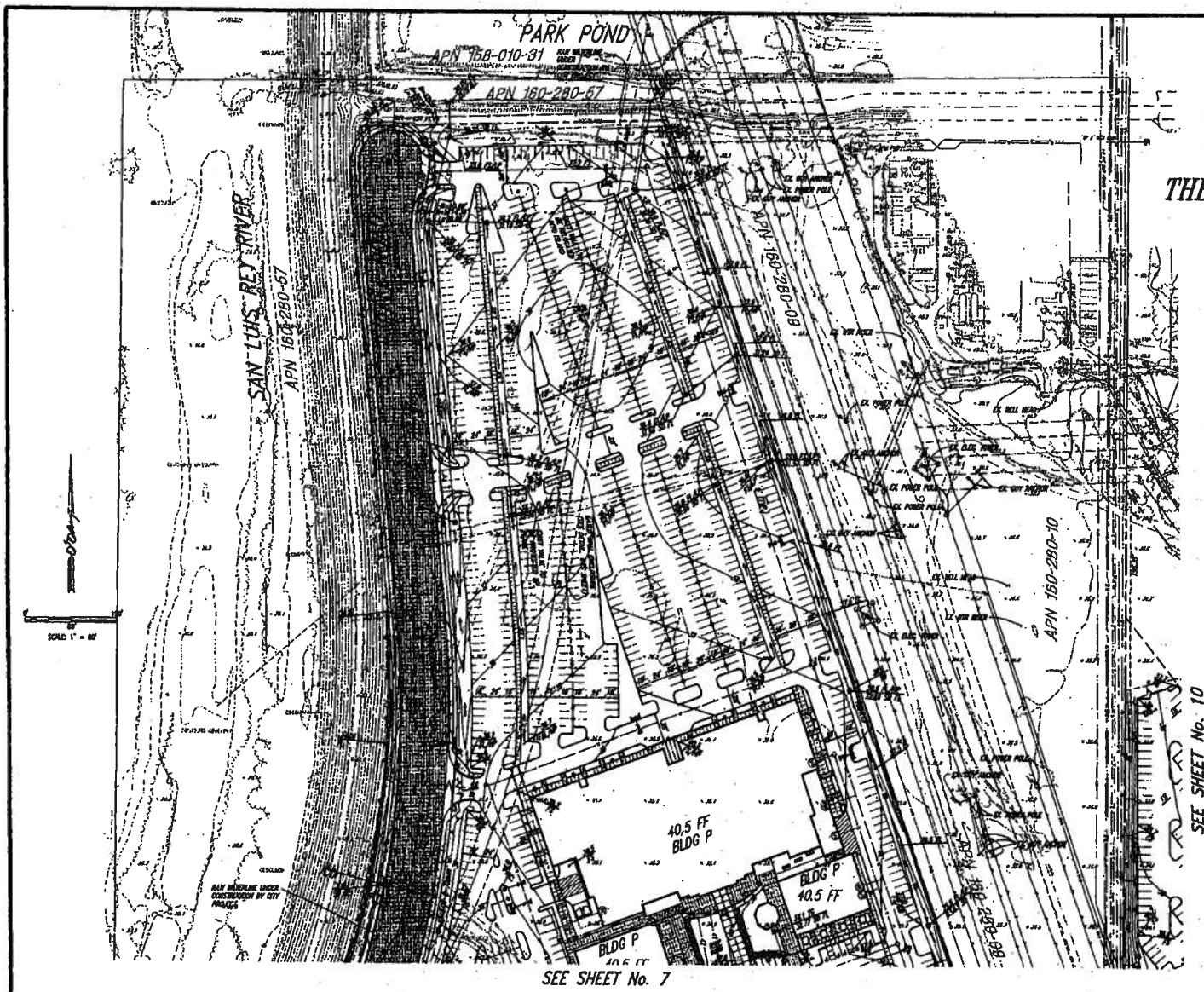
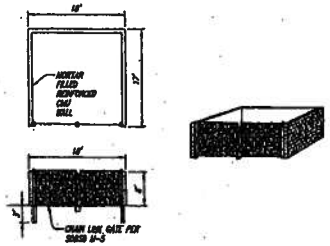
SHEET 8 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE





GATED WALL ENCLOSURE
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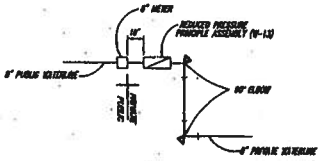

CITY WATER METER DETAIL
NOT TO SCALE

O'Day CONSULTANTS

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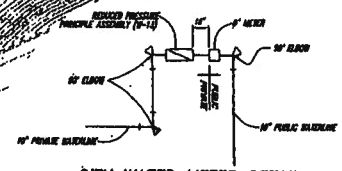
TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE

SHEET 9 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

SEE SHEET No. 7

SEE SHEET No. 6

SEE SHEET No. 10



CITY WATER METER DETAIL

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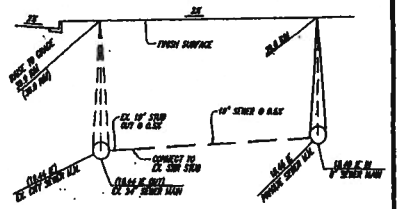

SEWER CONNECTION DETAIL

NOT TO SCALE

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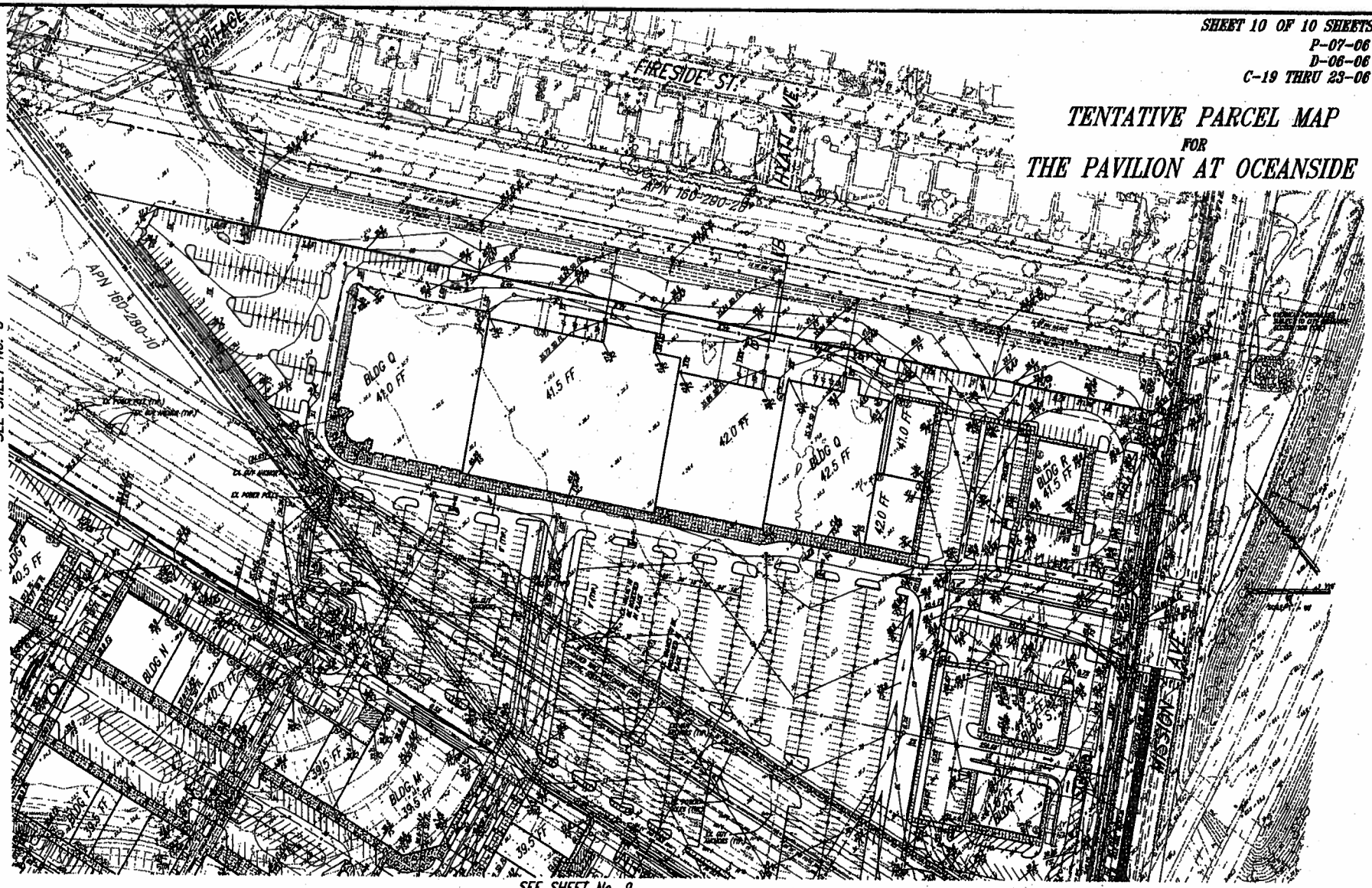
SHEET 10 OF 10 SHEETS
P-07-06
D-06-06
C-19 THRU 23-06

TENTATIVE PARCEL MAP
FOR
THE PAVILION AT OCEANSIDE



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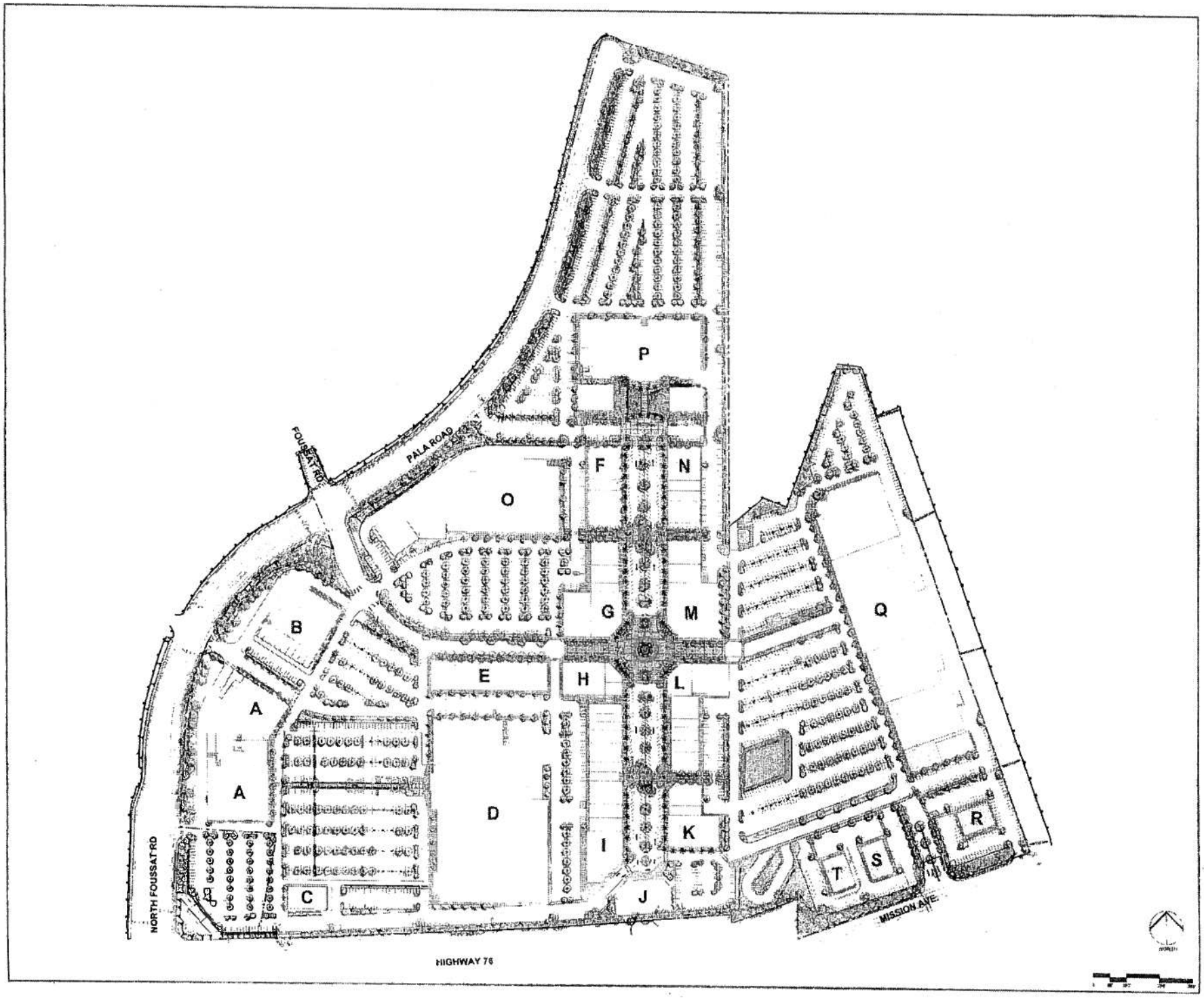
O'Day CONSULTANTS



WATERFIELD TAYLOR ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

Print Record

Revisions

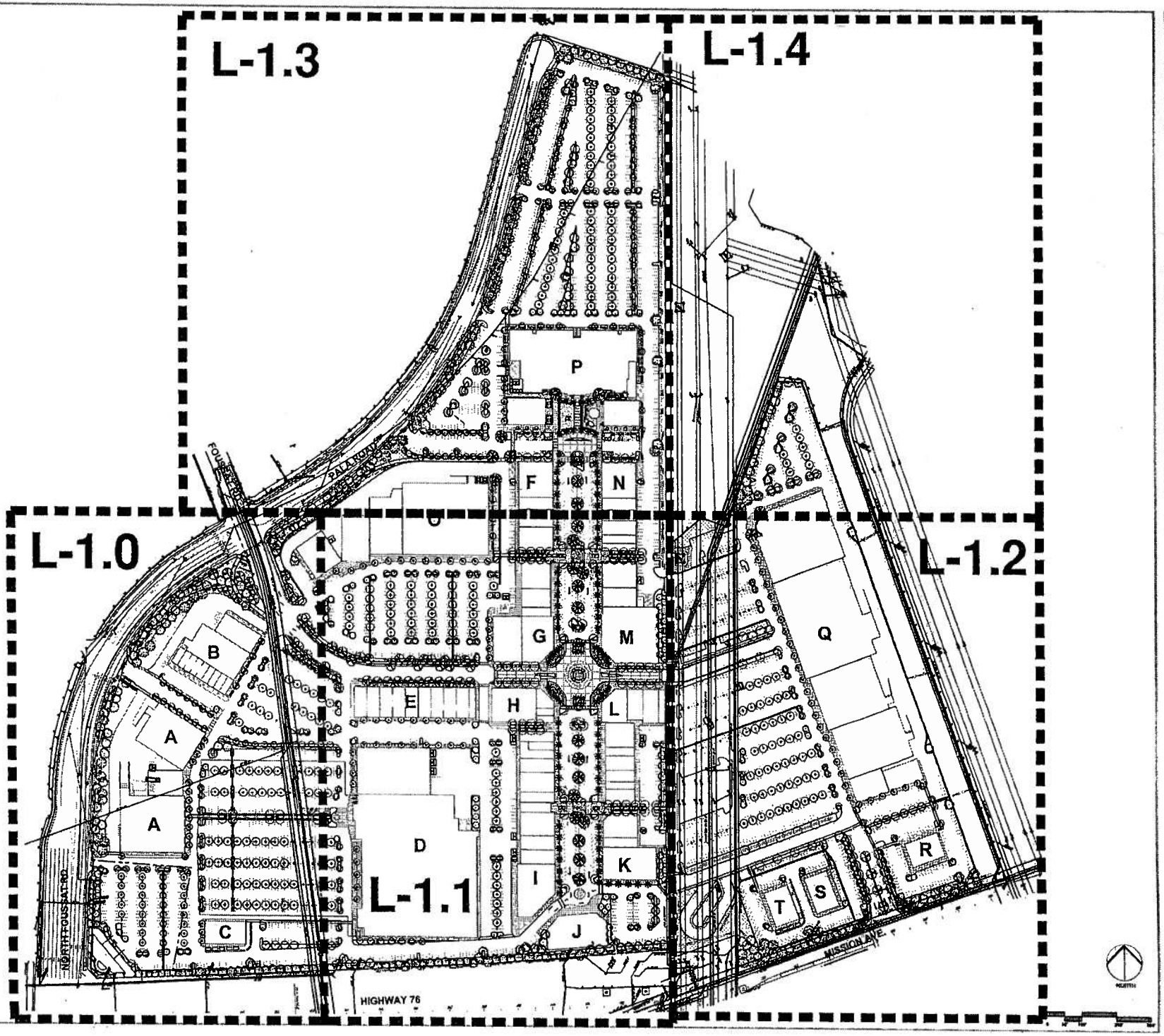
SEPTEMBER 16, '00 THOMS04

Sheet Title

SITE PLAN

Sheet No.

SCALE 1"=100'



WAKEFIELD BEASLEY & ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

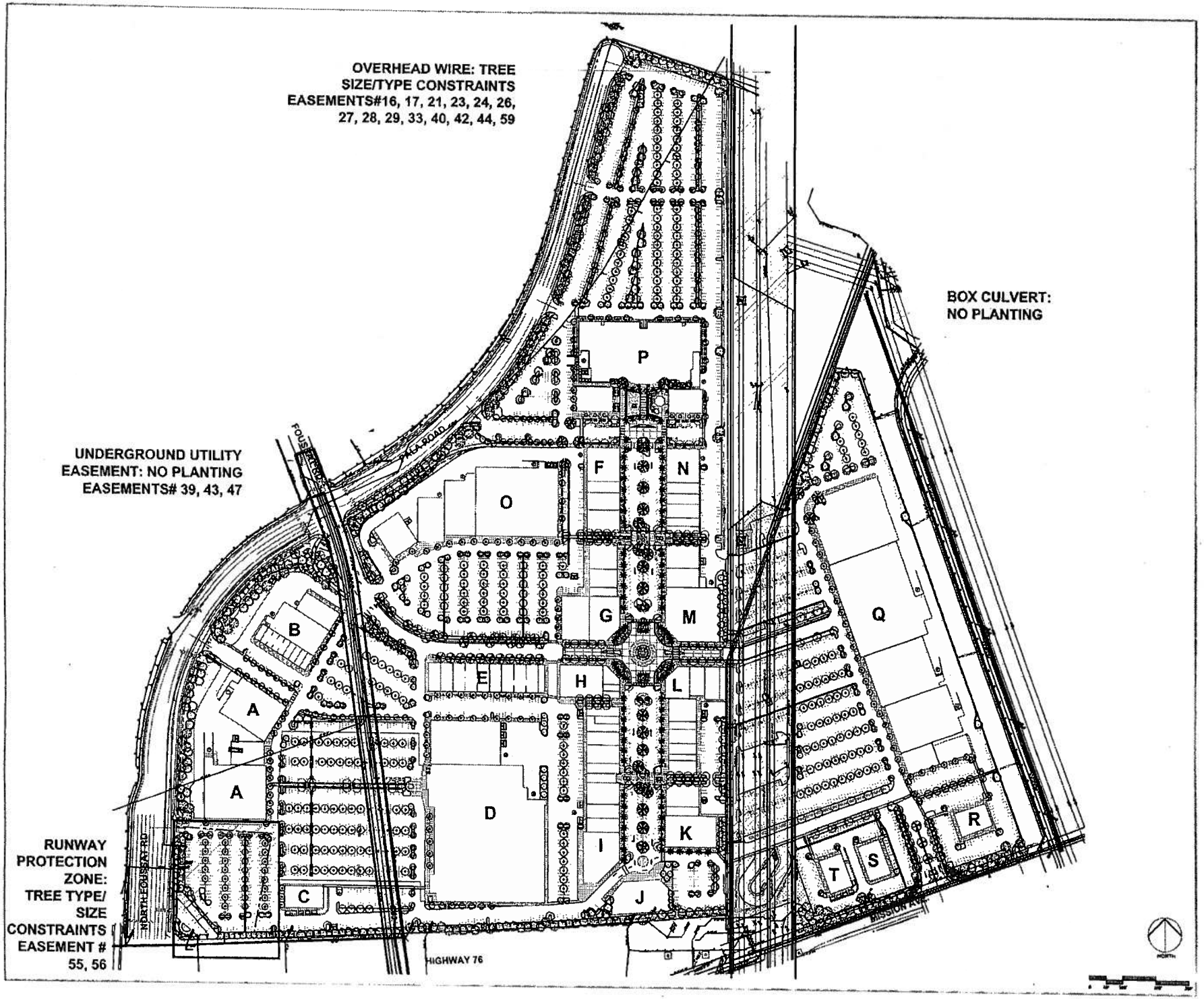
Print Board

Revisions

KEY PLAN

L-0.1

SCALE: 1"=100'



WAKEFIELD BEASLEY & ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

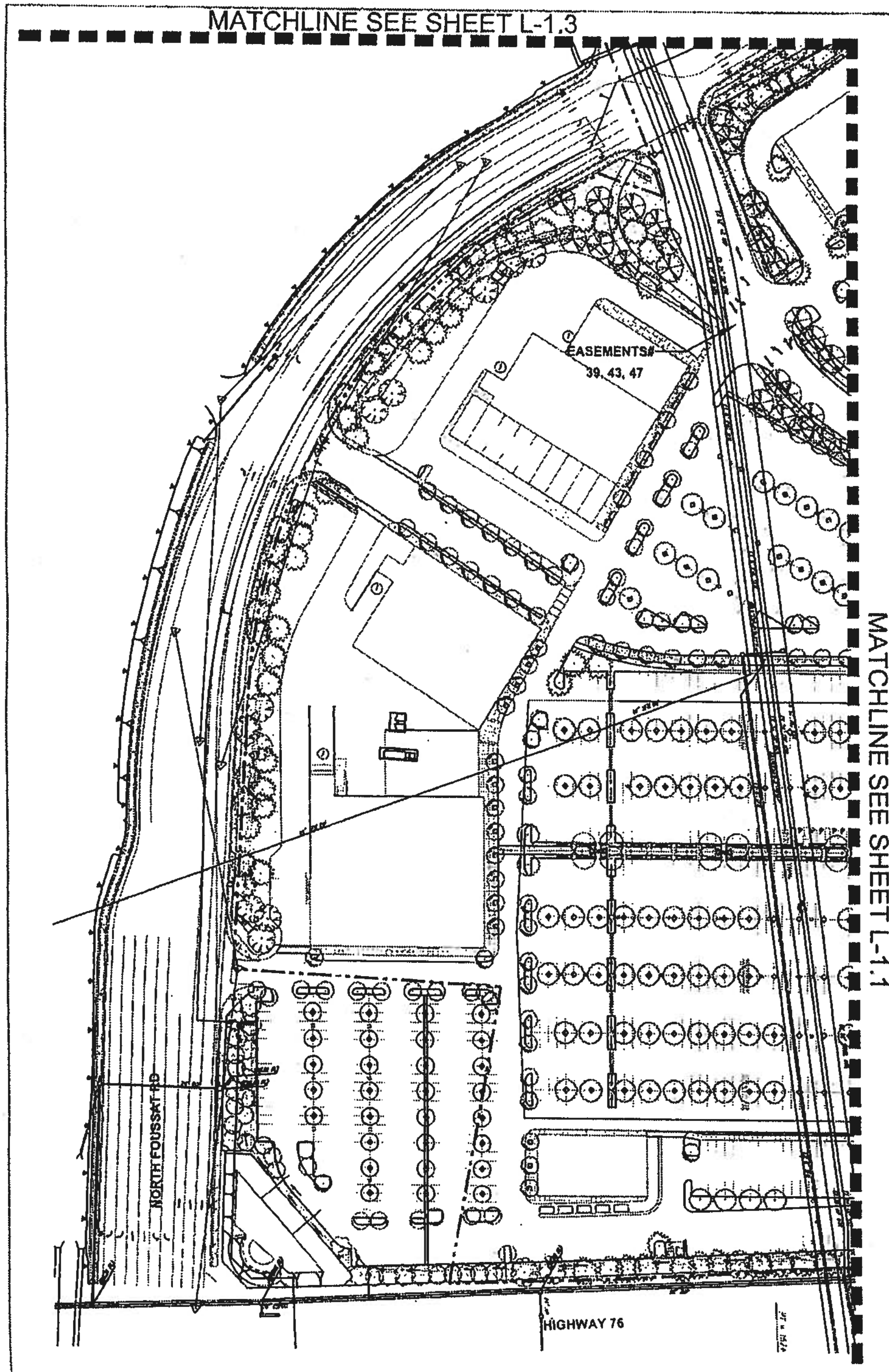
Oceanside, California

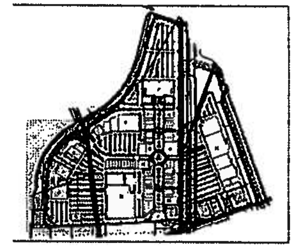
THOMAS ENTERPRISES, INC.

CONSTRAINTS PLAN

L-0.5

SCALE: 1"=100'





MATERIALS SCHEDULE

SITE FURNISHING SCHEDULE

PLANT LEGEND

NORTH

WAKEFIELD BEASLEY & ASSOCIATES
ARCHITECTS INTERIORS

The Pavilion at Oceanside

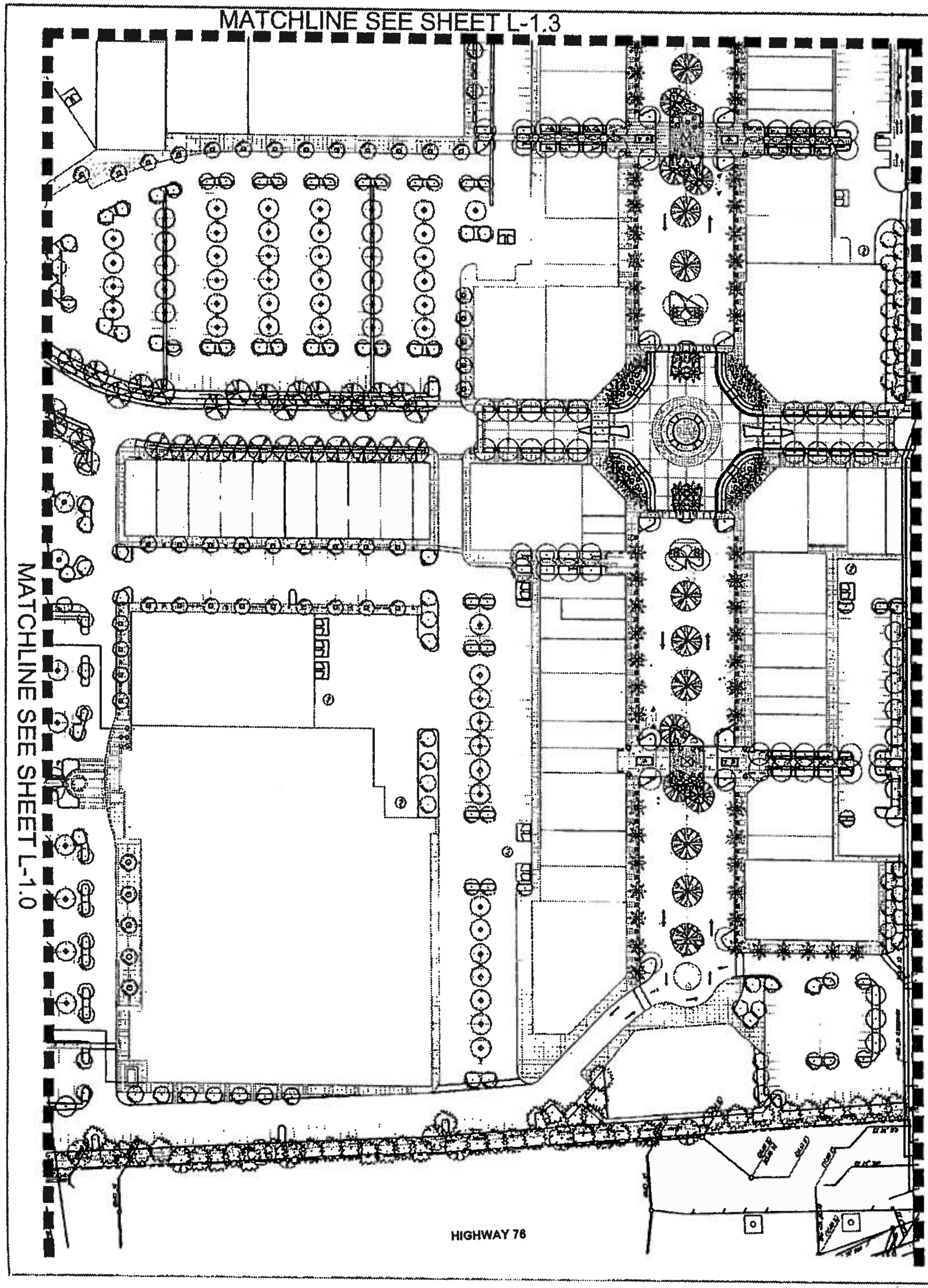
Oceanside, California

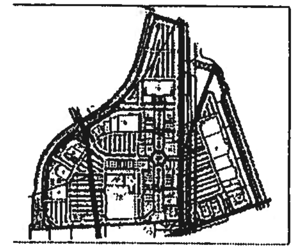
THOMAS ENTERPRISES, INC.

LAYOUT PLAN

L-1.0

SCALE: 1"=50'





MATERIALS SCHEDULE

SYMBOL | KEY | ITEM | MATERIAL

SITE FURNISHING SCHEDULE

SYMBOL | KEY | ITEM | MATERIAL

PLANT LEGEND

SYMBOL | BOTANICAL NAME | COMMON NAME

NORTH

WAKEFIELD BEASLEY & ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

Print Record

Revisions

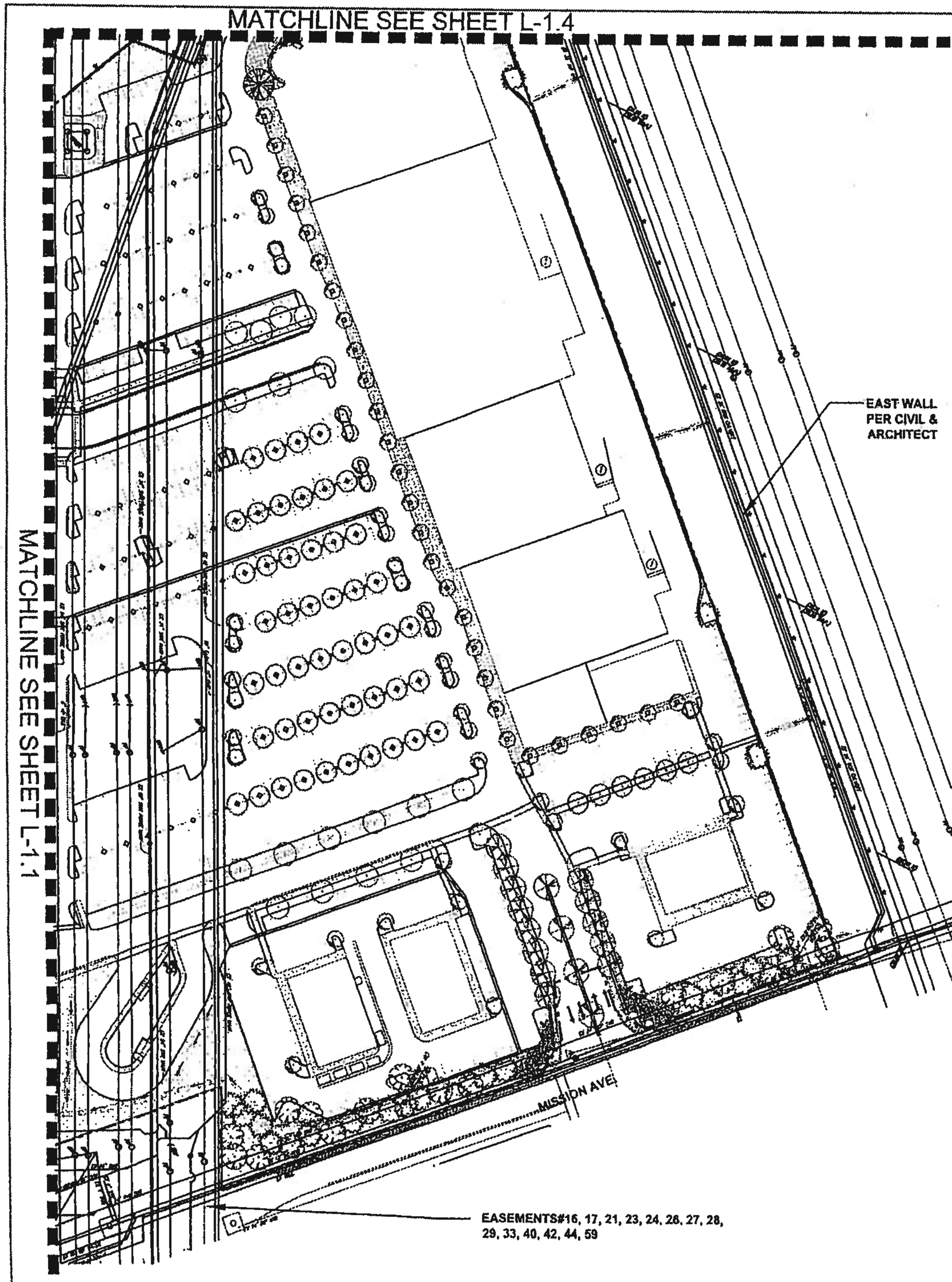
Sheet Title

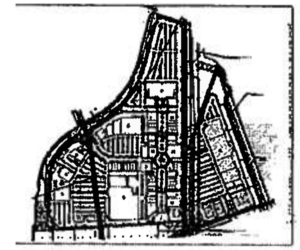
LAYOUT PLAN

Sheet No.

L-1.1

SCALE: 1"-50'





MATERIALS SCHEDULE

PLANT LEGEND

SITE FURNISHING SCHEDULE

NORTH

SCALE: 1"-50'

WAKEFIELD BEASLEY & ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

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Revisions

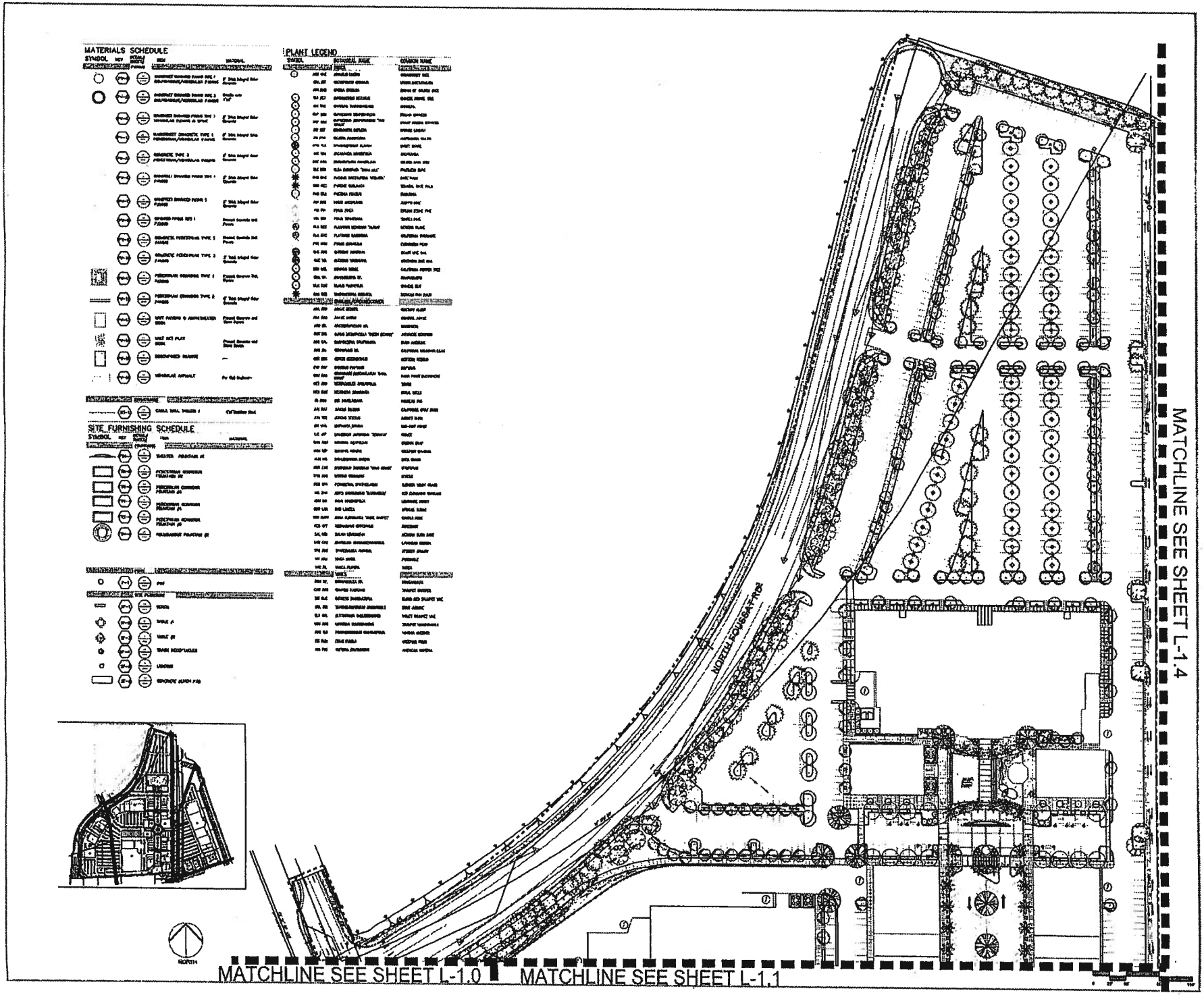
Sheet Title

LAYOUT PLAN

Sheet No.

L-1.2

SCALE: 1"-50'



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THOMAS ENTERPRISES, INC.

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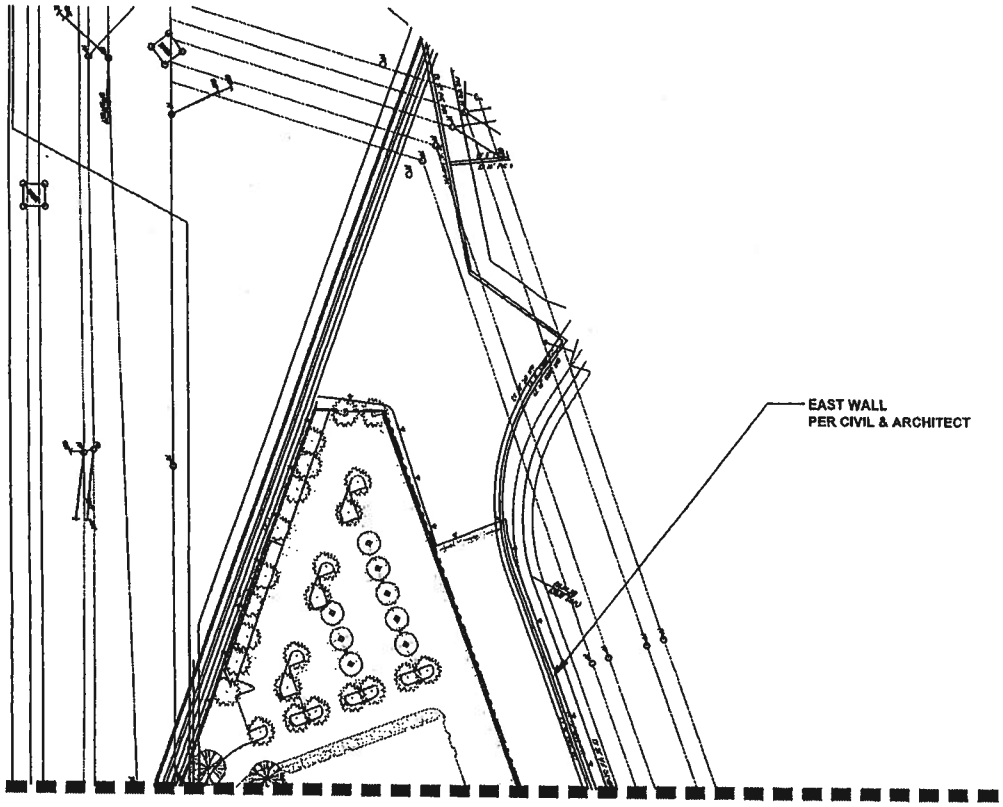
Revisions

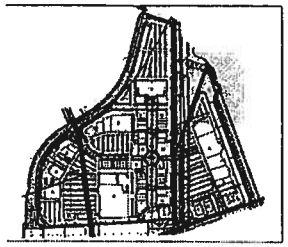
LAYOUT PLAN

L-1.3

SCALE: 1"=50'



MATCHLINE SEE SHEET L-1.3



MATERIALS SCHEDULE

SITE FURNISHING SCHEDULE

PLANT LEGEND

NORTH

WAKEFIELD BEASLEY & ASSOCIATES

ARCHITECTS INTERIORS

The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

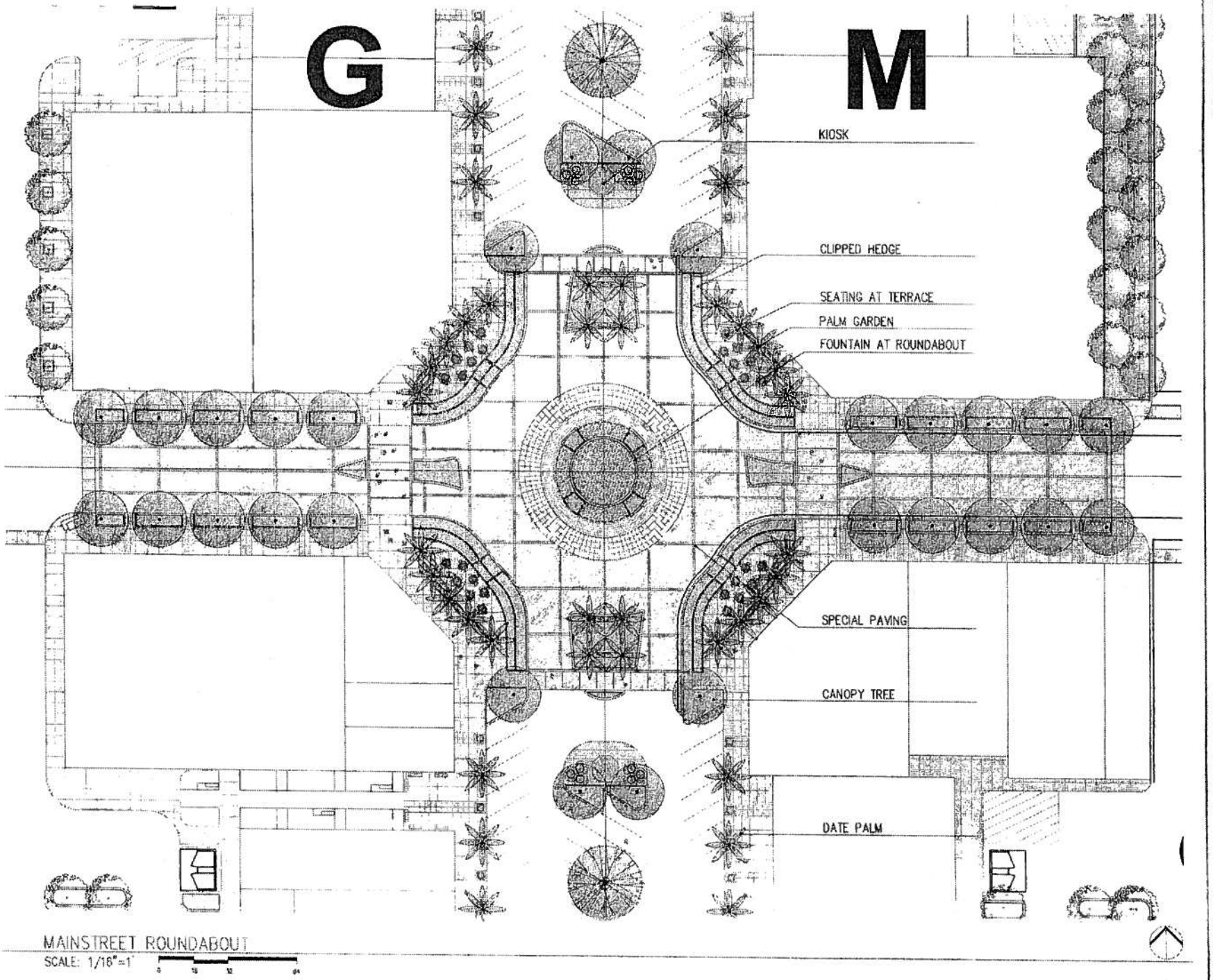
Print Record

Revisions

LAYOUT PLAN

L-1.4

SCALE: 1"-50'



MAINSTREET ROUNDABOUT
SCALE: 1/16"=1'

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Oceanside, California

THOMAS ENTERPRISES, INC.

Print Board

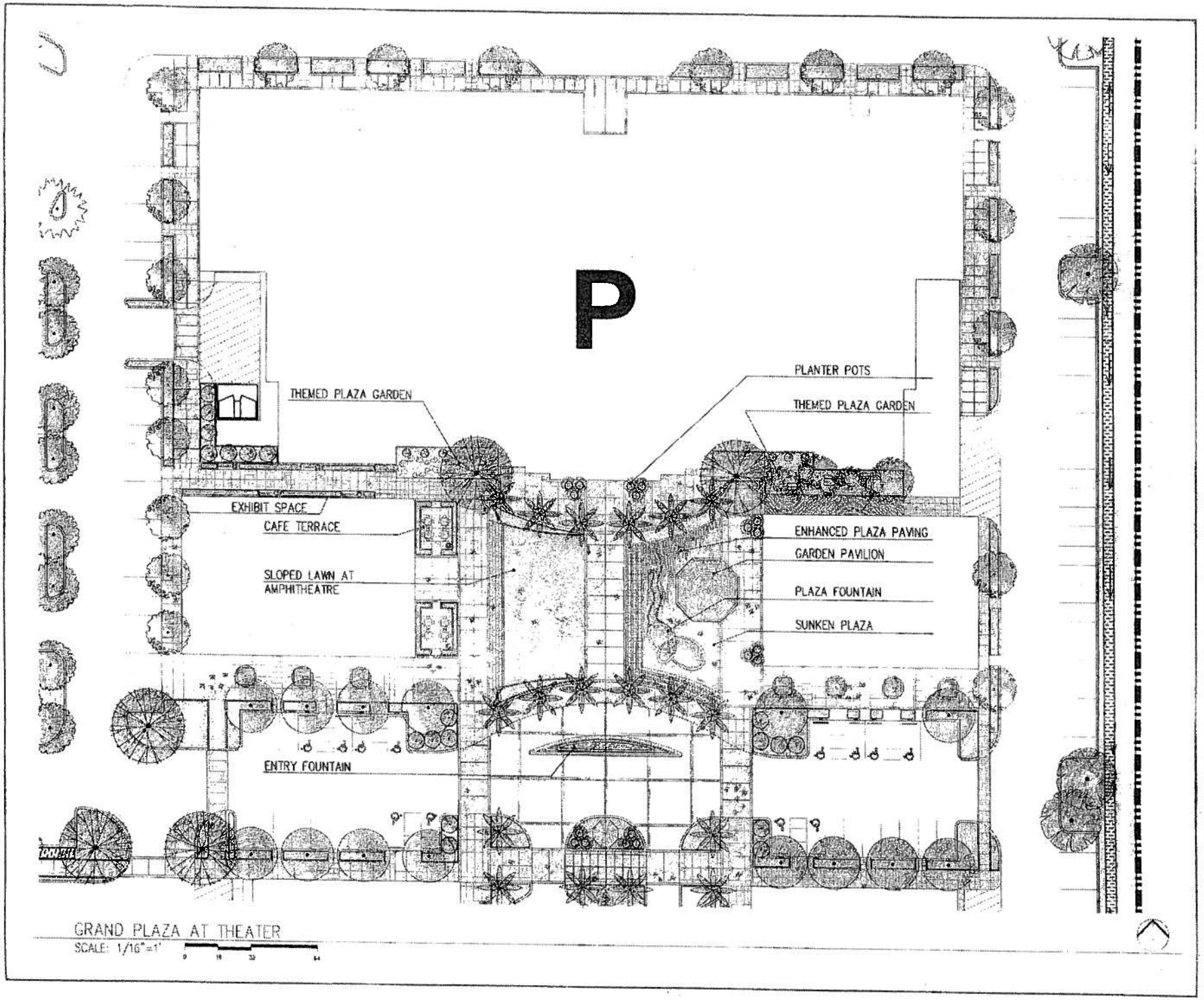
Revisions

Date SEPTEMBER 16, 05 Job No. [illegible]

Sheet Title MAIN STREET ROUNDABOUT ENLARGEMENT

Sheet No. L-2.0

SCALE: 1/16"=1'-0"



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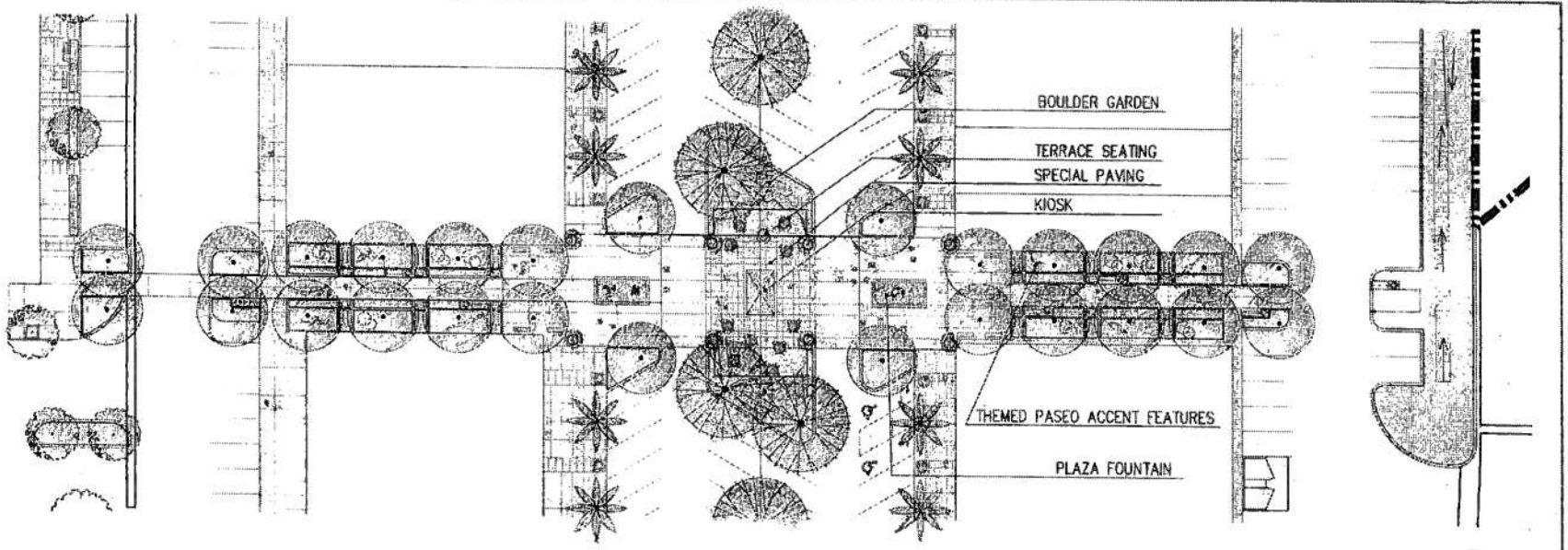
Oceanside, California

THOMAS ENTERPRISES, INC.

GRAND PLAZA AT THEATER ENLARGEMENT

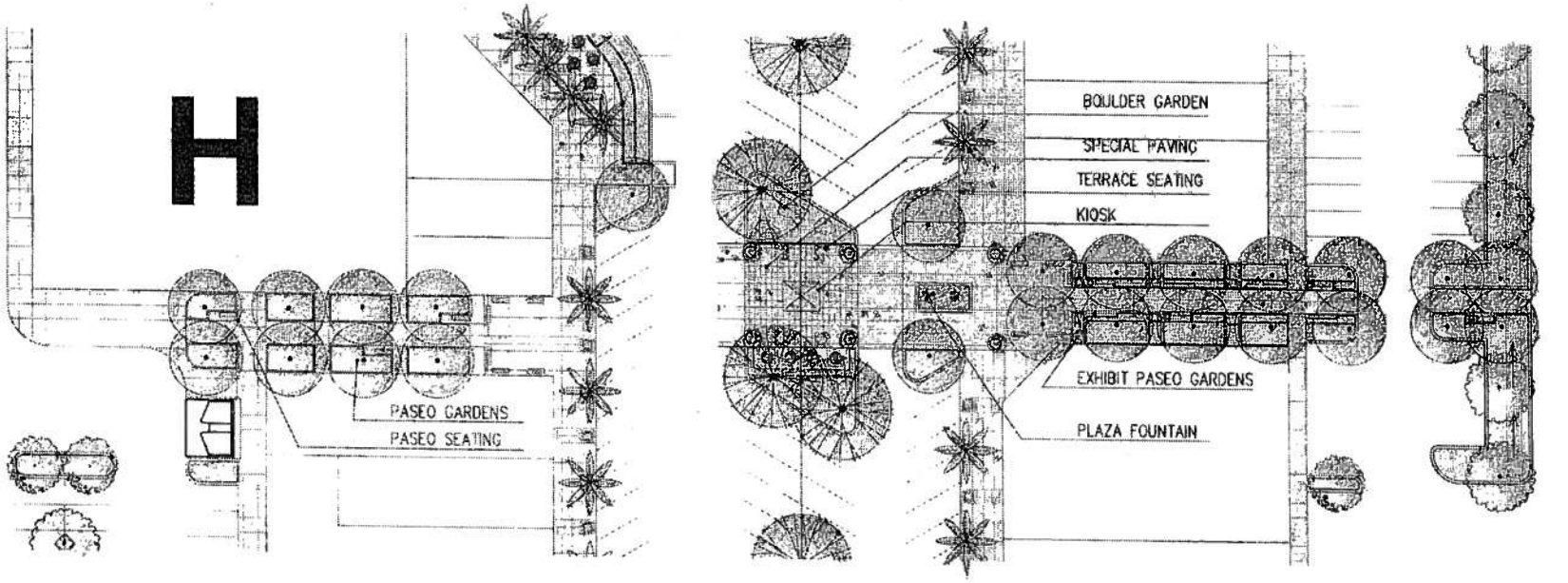
SCALE 1/16"=1'-0"



PRIMARY PEDESTRIAN CORRIDOR (NORTH) AT MAIN STREET

SCALE: 1/16"=1'

ENLARGEMENT



PRIMARY PEDESTRIAN CORRIDOR (SOUTH) AT MAIN STREET

SCALE: 1/16"=1'

ENLARGEMENT

WAKEFIELD BEASLEY & ASSOCIATES

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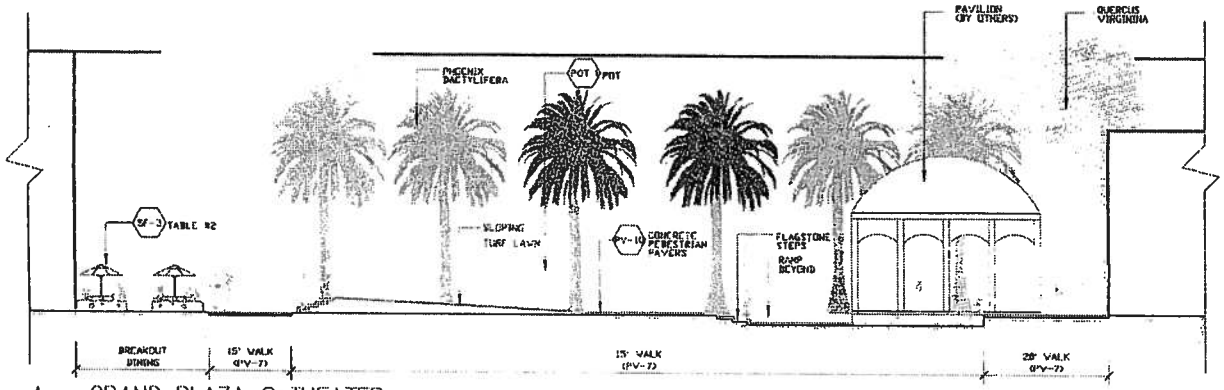
Oceanside, California

THOMAS ENTERPRISES, INC.

PRIMARY PEDESTRIAN CORRIDOR ENLARGEMENT

L-2.2

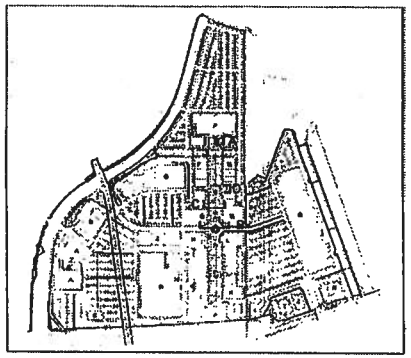
SCALE: 1/16"-1'-0"



A GRAND PLAZA @ THEATER

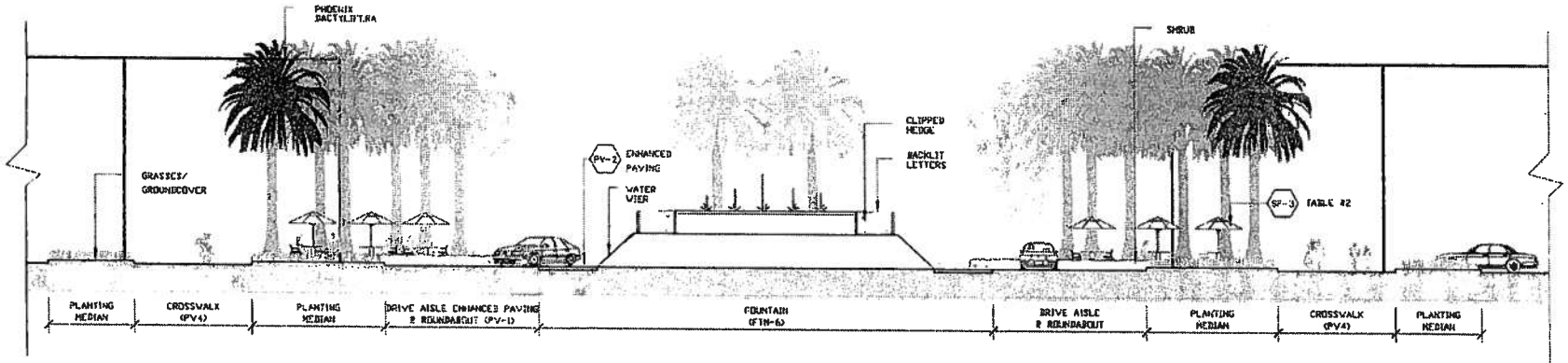
SCALE: 1/8"=1" 0 8 16 32

SECTION



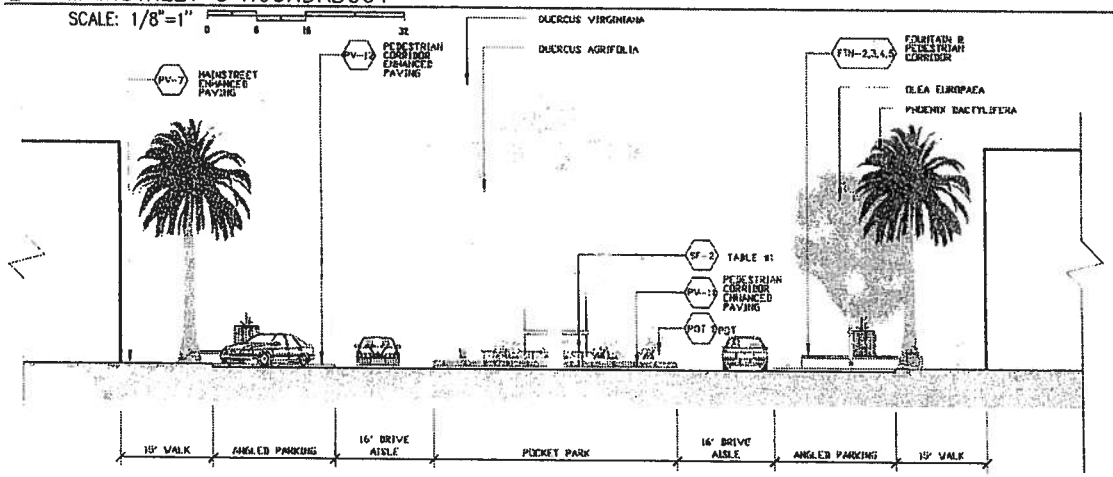
KEY MAP: N.T.S.

NORTH



B MAINSTREET @ ROUNDABOUT

SCALE: 1/8"=1" 0 8 16 32

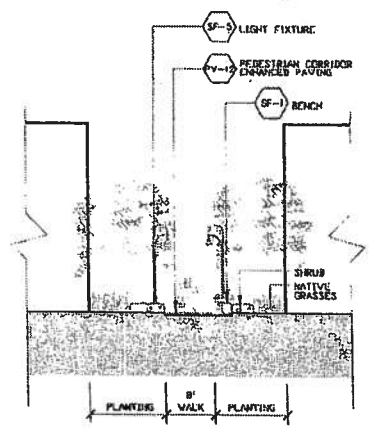


C PRIMARY PEDESTRIAN CORRIDOR @ MAINSTREET

SCALE: 1/8"=1" 0 8 16 32

SECTION

SECTION



D PRIMARY PEDESTRIAN CORRIDOR

SCALE: 1/8"=1" 0 8 16 32 SECTION

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THOMAS ENTERPRISES, INC.

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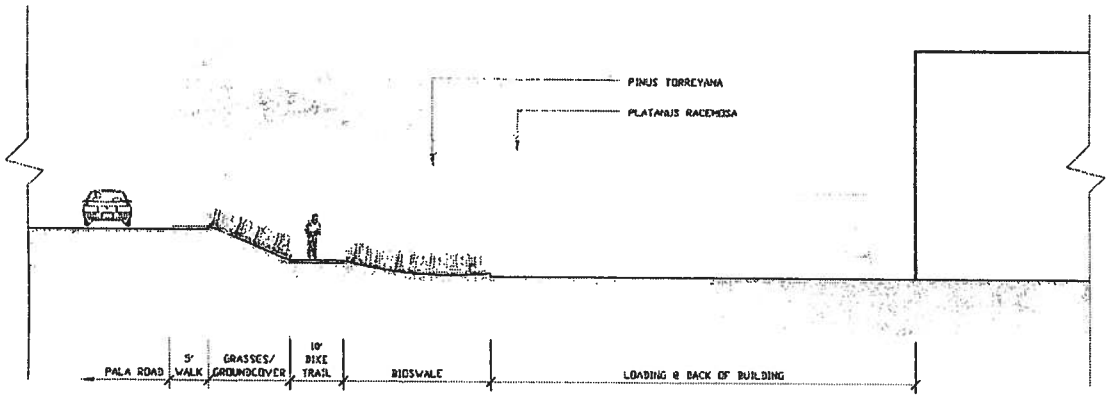
Revisions

Date: SEPTEMBER 16, '08 Job No: THOM604

Sheet Title: SECTIONS

Sheet No: L-2.3

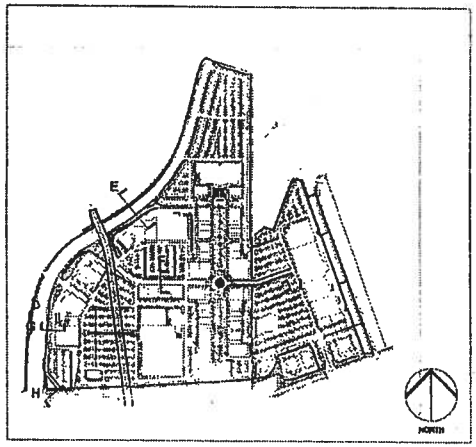
SCALE: 1/8"=1'-0"



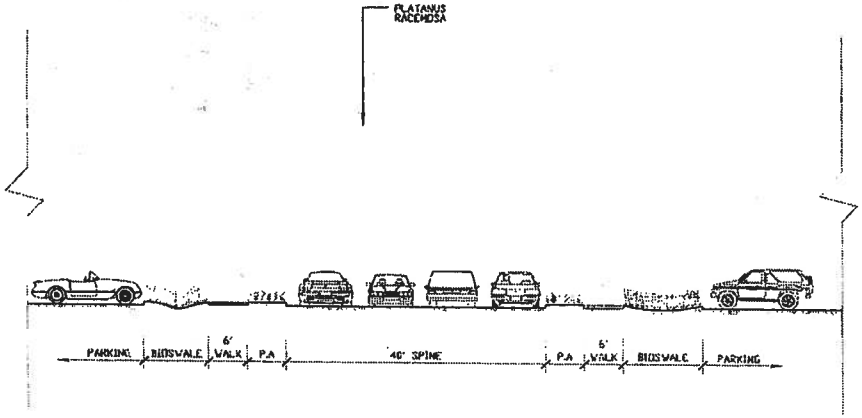
E LOADING DOCK PERIMETER PLANTING @ SPINE

SCALE: 1/8"=1' 0 8 16 32

SECTION



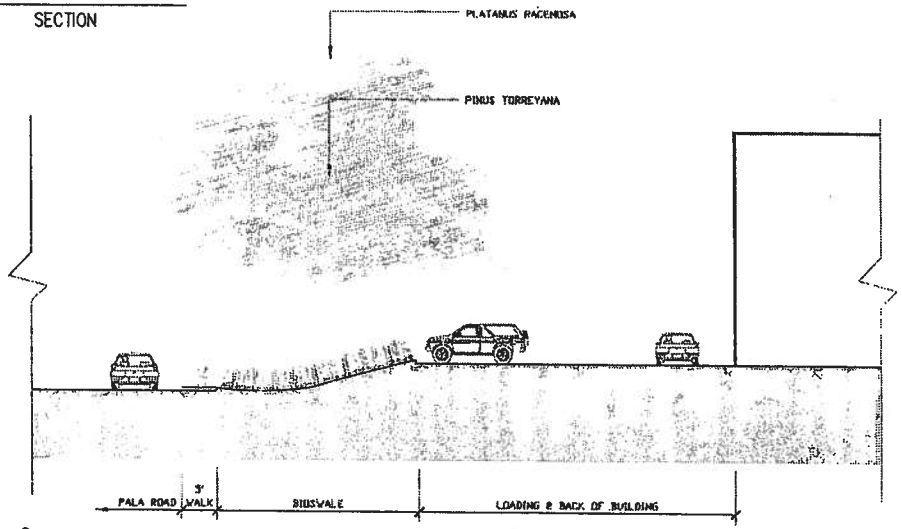
KEYMAP: N.T.S.



F TYPICAL SPINE SECTION

SCALE: 1/8"=1' 0 8 16 32

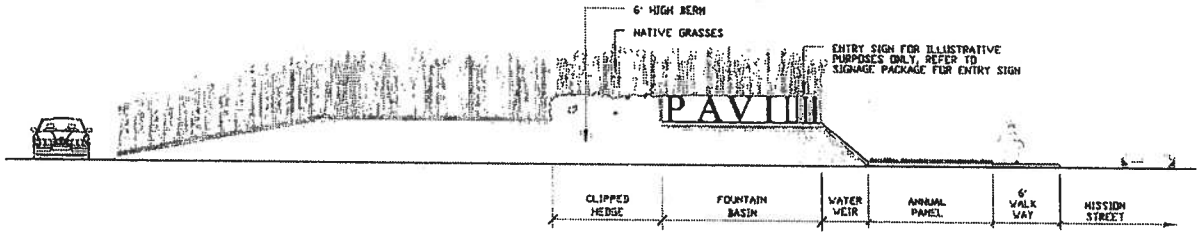
SECTION



G PERIMETER PLANTING ALONG PALA ROAD/LOADING DOCK

SCALE: 1/8"=1' 0 8 16 32

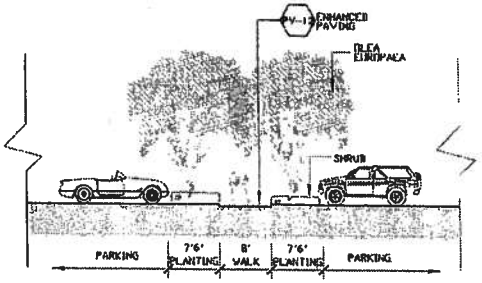
SECTION



H STREET SECTION

SCALE: 1/8"=1' 0 8 16 32

SECTION



I SECONDARY PEDESTRIAN CORRIDOR

SCALE: 1/8"=1' 0 8 16 32

SECTION

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Oceanside, California

THOMAS ENTERPRISES, INC

Print Date:

Revisions

Date SEPTEMBER 16, '05 Job No. 1MON604

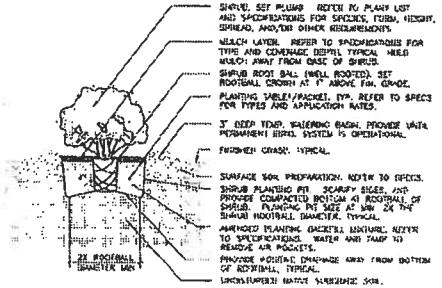
Sheet Title

SECTIONS

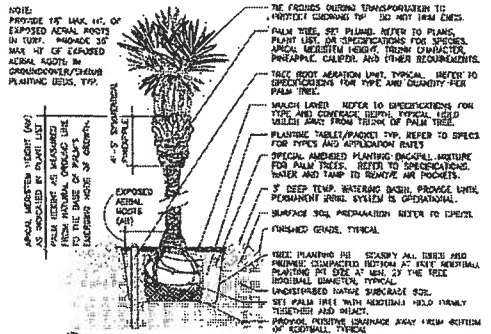
Sheet No.

L-2.4

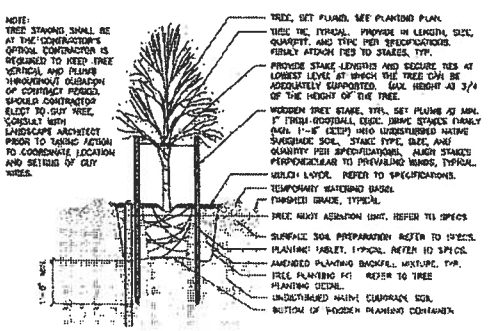
SCALE:1/8"=1'-0"



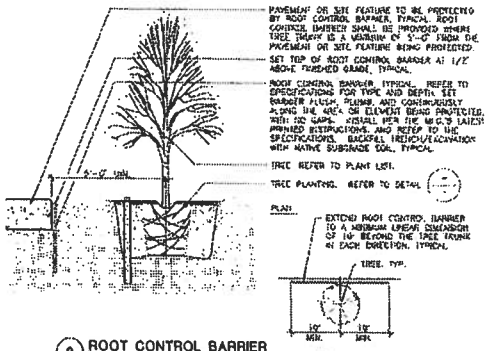
9 SHRUB PLANTING
NTS



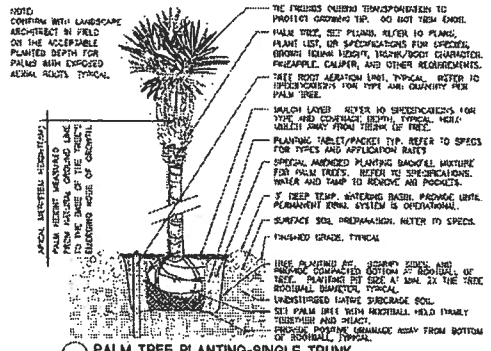
6 DATE PALM PLANTING-SINGLE TRUNK
NTS



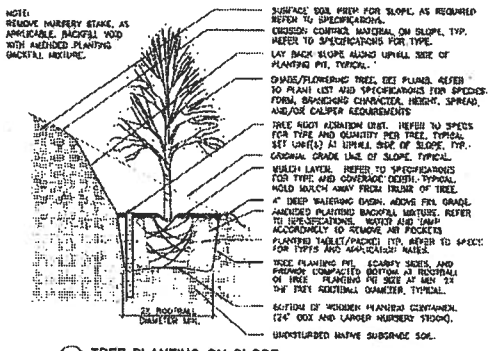
3 TREE STAKING - WOODEN STAKE
NTS



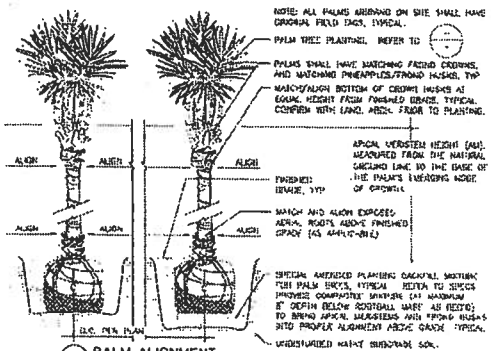
8 ROOT CONTROL BARRIER
NTS



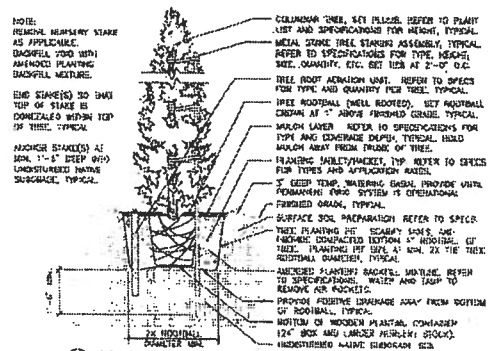
5 PALM TREE PLANTING-SINGLE TRUNK
NTS



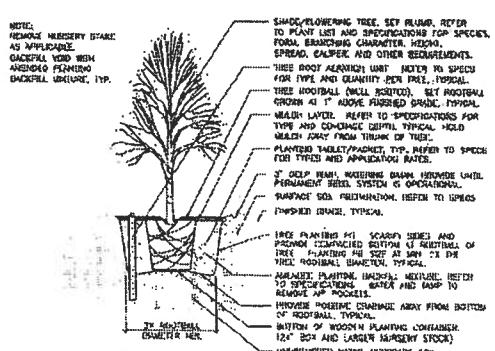
2 TREE PLANTING ON SLOPE
NTS



7 PALM ALIGNMENT
NTS



4 COLUMNAR TREE PLANTING / STAKING
NTS



1 TREE PLANTING
NTS

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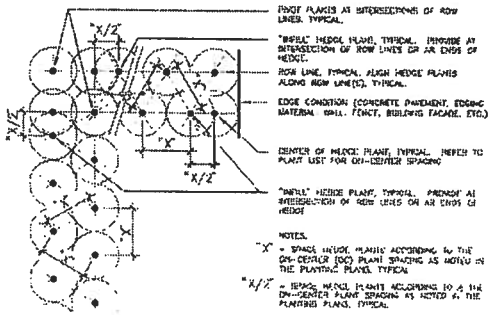
Revisions

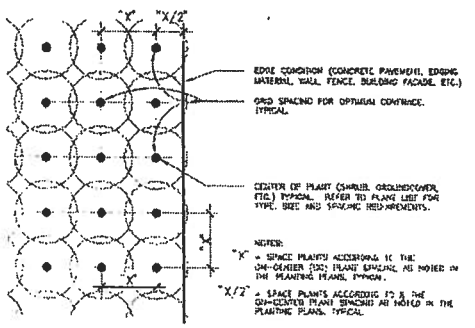
Date: SEPTEMBER 18, 08
Job No.: TMC-0501

Sheet Title: PLANTING DETAILS

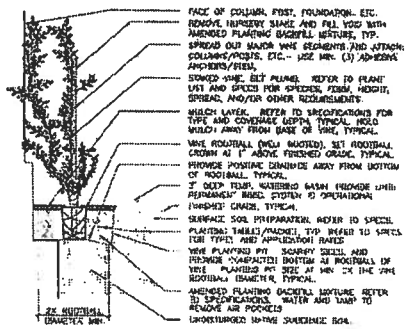
Sheet No.: L-5.0



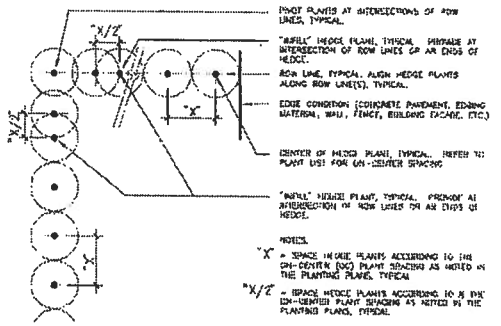
9 HEDGE SPACING DIAGRAM - MULTIPLE ROWS



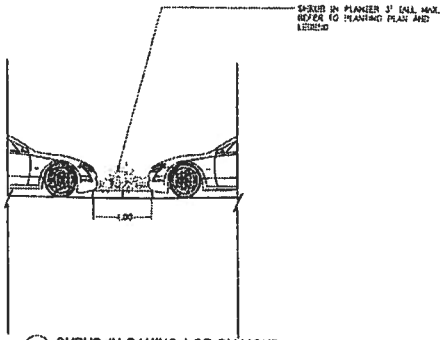
6 GRID SPACING DIAGRAM



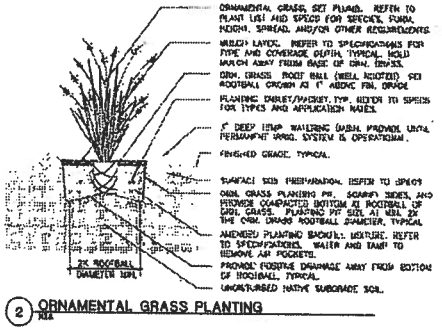
3 VINE PLANTING AT COLUMN/POST/FOUNDATION



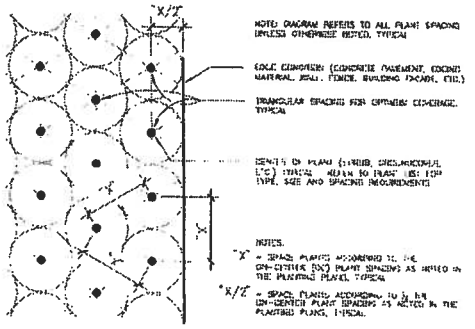
8 HEDGE SPACING DIAGRAM - SINGLE ROW



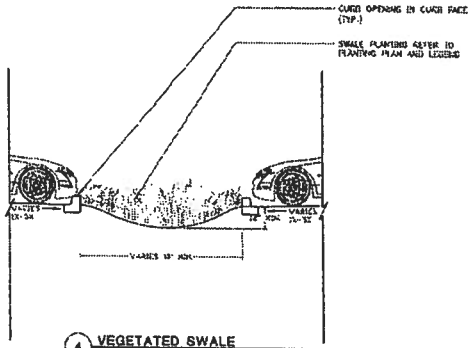
5 SHRUB IN PAKING LOT DIAMOND



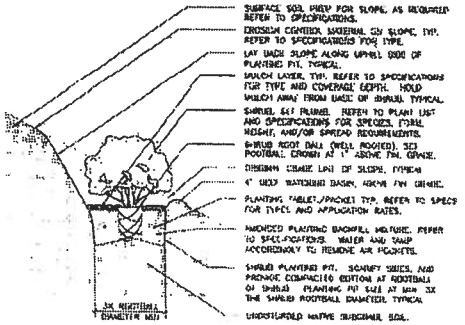
2 ORNAMENTAL GRASS PLANTING



7 TRIANGULAR SPACING DIAGRAM



4 VEGETATED SWALE



1 SHRUB PLANTING ON SLOPE

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THOMAS ENTERPRISES, INC.

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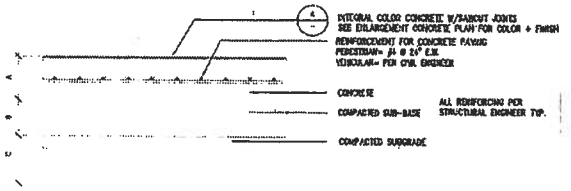
Date: SEPTEMBER 16, 08 M.B. THOMSON

Sheet Title: PLANTING DETAILS

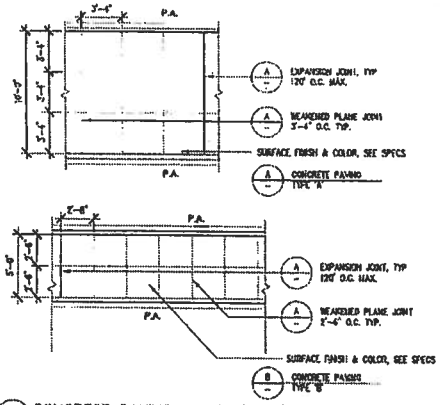
Sheet No. L-5.1

KEY ON GRADE AREAS
A= CONCRETE PAVING
PEDESTRIAN=4 IN.
VEHICULAR=PER CIVIL ENGINEER
B= SUB-BASE
PEDESTRIAN=8" CLASS II AGGREGATE BASE, 95% COMPACTION
VEHICULAR= PER CIVIL ENGINEER
C=SUBGRADE
PEDESTRIAN= VARIES- REFER TO SOILS ENGINEER
VEHICULAR= VARIES- REFER TO SOILS ENGINEER

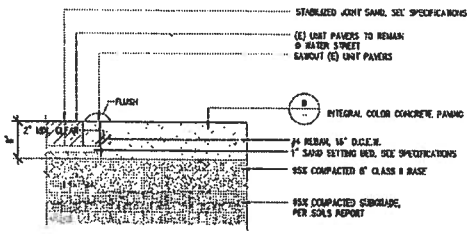
NOTE:
VERIFY PAVING SECTIONS W/ CIVIL ENG. AND GEOTECHNICAL REPORT



E L-5.1 CONCRETE PAVING

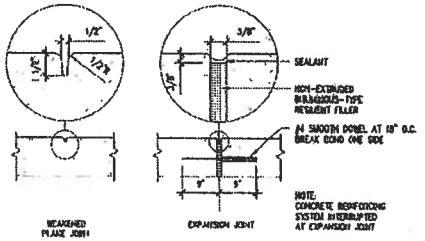


I L-5.1 1/4"=1'-0" CONCRETE PAVING: LAYOUT PLANS

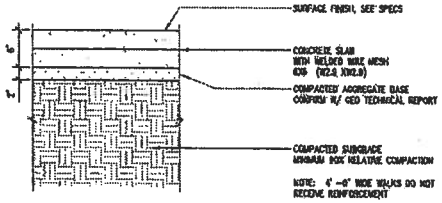


NOTE:
1. 3/8" SAWCUT JOINTS @ 1' O.C. SIM. D/L1.6.1-C.
2. FOR EXPANSION JOINTS REFER TO LAYOUT PLAN, SIM. D/L1.6.1-C
3. 2" RADIUS AT ALL EDGES

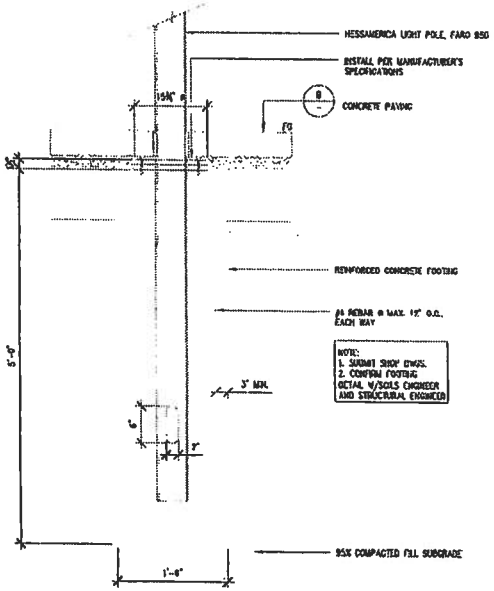
F L-5.1 1 1/2"=1'-0" UNIT PAVERS @ CONCRETE



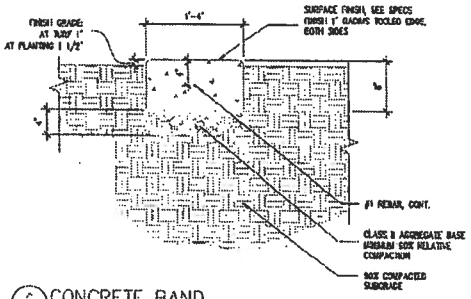
A L-5.1 1"=1'-0" CONCRETE PAVING CONTROL JOINTS



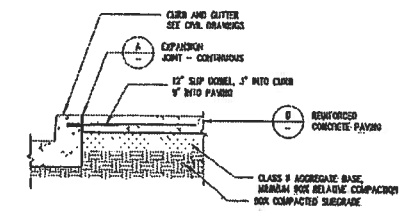
B L-5.1 1-1/2"=1'-0" REINFORCED CONCRETE PAVING



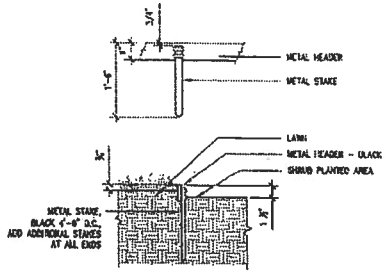
J L-5.1 1 1/2"=1'-0" POLE LIGHT FOOTING, STANDARD



G L-5.1 1 1/2"=1'-0" CONCRETE BAND



C L-5.1 1"=1'-0" EDGE OF SLAB CONNECTION



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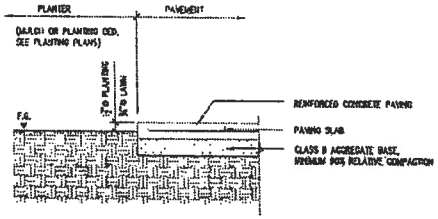

D L-5.1 1"=1'-0" PAVING AT PLANTING

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THOMAS ENTERPRISES, INC.

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Revisions

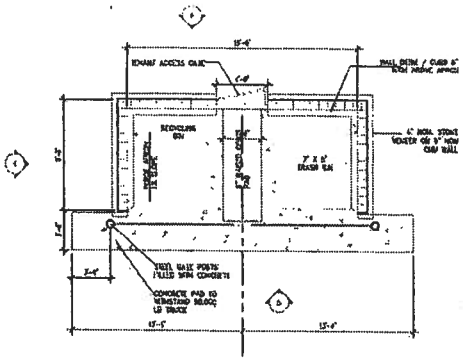
Date SEPTEMBER 14, 100 Job No. 1HONE604

Sheet Title

PAVING DETAILS

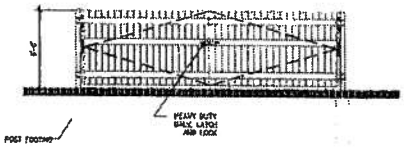
Sheet No.

L-5.2

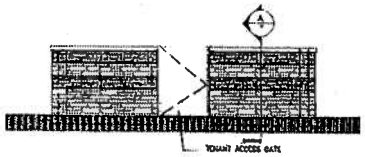


2 PLAN

4 SIDE ELEVATION



5 FRONT ELEVATION



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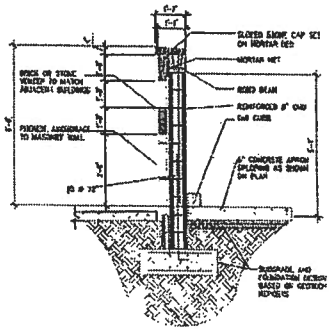

A SECTION

FOR REFERENCE ONLY

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The Pavilion at Oceanside

Oceanside, California

THOMAS ENTERPRISES, INC.

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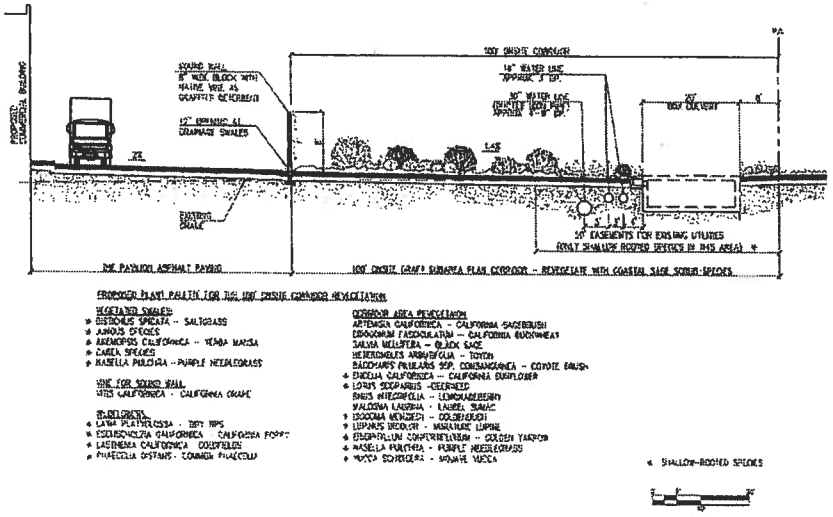
Date: SEPTEMBER 16, 06

Job No: THON601

Sheet Title: TRASH ENCLOSURE DETA FOR REFERENCE ONLY

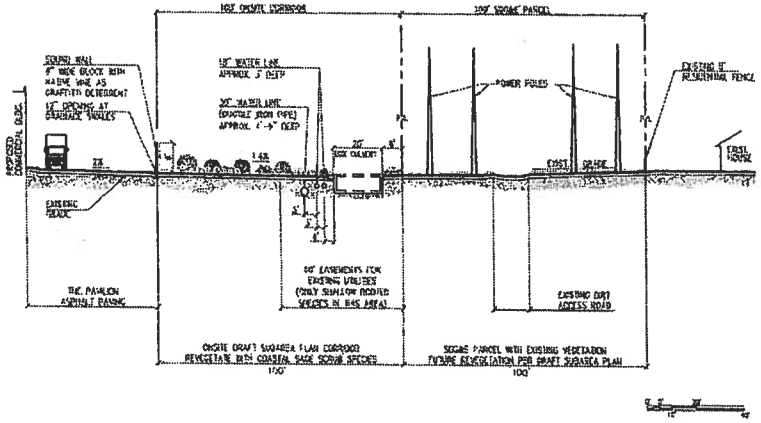
Sheet No.

L-5.3



A 100' ONSITE CORRIDOR

SCALE: 1"=10'-0" SECTION



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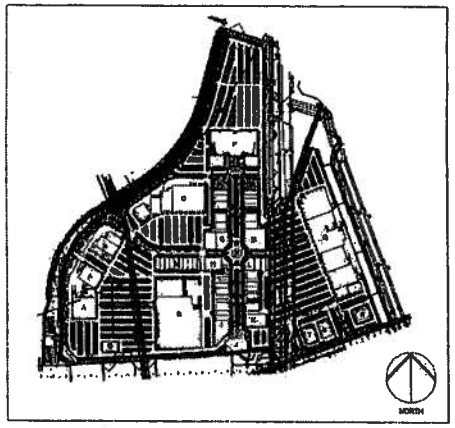
SCALE: 1"=20'-0" SECTION



KEYMAP: N.T.S.

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Date SEPTEMBER 16, '04 Job No. 0404404

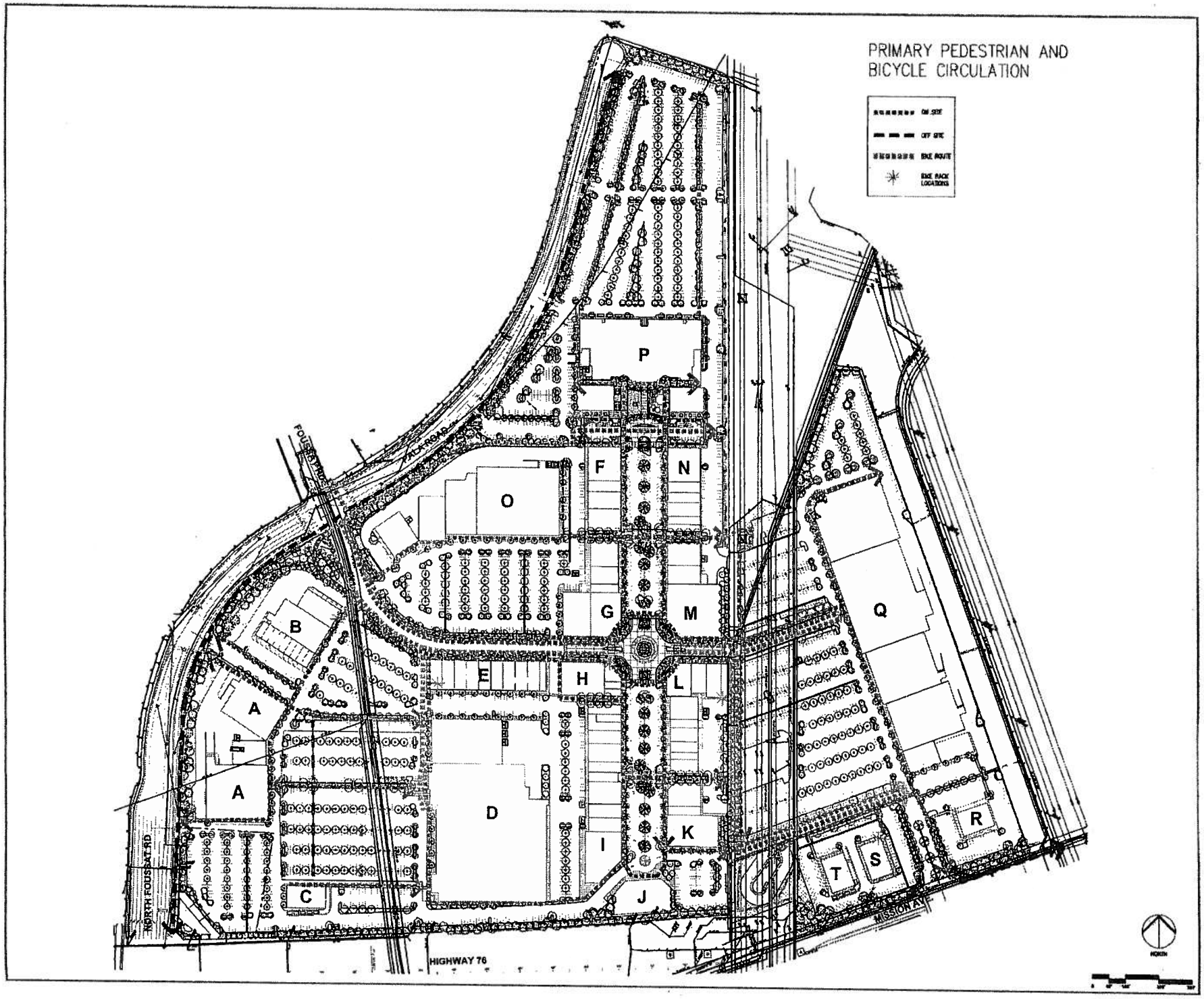
Sheet Title

100' CORRIDOR EXHIBITION

Sheet No.

L5.04

SCALE: VARIES



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THOMAS ENTERPRISES, INC.

PEDESTRIAN AND BICYCLE CIRCULATION PLAN

L-0.6

SCALE: 1"=100'

MATERIALS SCHEDULE

SYMBOL	KEY	DETAIL/ SHEET/	ITEM	MATERIAL	COLOR	TYPE	FINISH / REMARKS
		PAVING					
	PV-1		MAINSTREET ENHANCED PAVING TYPE 1 ROUNDABOUT/VEHICULAR PAVING	6" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-2		MAINSTREET ENHANCED PAVING TYPE 2 ROUNDABOUT/VEHICULAR PAVING	Granite sets 4"x4"	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-3		MAINSTREET ENHANCED PAVING TYPE 3 VEHICULAR PAVING @ SPINE	5" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-4		MAINSTREET CONCRETE TYPE 1 PEDESTRIAN/VEHICULAR PAVING	6" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-5		CONCRETE TYPE 2 PEDESTRIAN/VEHICULAR PAVING	6" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-6		MAINSTREET ENHANCED PAVING TYPE 4 PAVING	5" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-7		MAINSTREET ENHANCED PAVING 5 PAVING	5" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-8		ENHANCED PAVING TYPE 1 PAVING	Precast Concrete Unit Pavers	T.B.A		Finish, unit size and installation pattern T.B.A
	PV-9		CONCRETE PEDESTRIAN TYPE 2 PAVING	Precast Concrete Unit Pavers	T.B.A		Finish, unit size and installation pattern T.B.A
	PV-10		CONCRETE PEDESTRIAN TYPE 3 PAVING	5" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-11		PEDESTRIAN CORRIDOR TYPE 1 PAVING	Precast Concrete Unit Pavers	T.B.A		Finish, unit size and installation pattern T.B.A
	PV-12		PEDESTRIAN CORRIDOR TYPE 2 PAVING	5" Thick Integral Color Concrete	T.B.A		Sandblast finish Scoring Pattern T.B.A
	PV-13		UNIS PAVERS @ AMPHITHEATER DECK	Precast Concrete and Stone Pavers	T.B.A		Finish, unit size and installation pattern T.B.A
	PV-14		UNIT WET PLAY DECK	Precast Concrete and Stone Pavers	T.B.A		Finish, unit size and installation pattern T.B.A
	PV-15		DECOMPOSED GRANITE	--	T.B.A		
	PV-16		VEHICULAR ASPHALT	Per Civil Engineer	T.B.A		Sandblast finish Scoring Pattern T.B.A
		STRUCTURES					
	ST-1		CABLE WALL TRELLIS 1	6"x6"Stainless Steel			

SITE FURNISHING SCHEDULE

SYMBOL	KEY	DETAIL/ SHEET/	ITEM	MATERIAL	COLOR	QTY. *	FINISH / REMARKS
		FOUNTAINS					
	FTN-1		THEATER FOUNTAIN #1			1	
	FTN-2		PEDESTRIAN CORRIDOR FOUNTAIN #2			1	
	FTN-3		PEDESTRIAN CORRIDOR FOUNTAIN #3			1	
	FTN-4		PEDESTRIAN CORRIDOR FOUNTAIN #4			1	
	FTN-5		PEDESTRIAN CORRIDOR FOUNTAIN #5			1	
	FTN-6		ROUNDABOUT FOUNTAIN #6			1	
						1	
		POTS					
	P-1		POT				
		SITE FURNITURE					
	SF-1		BENCH			100	
	SF-2		TABLE #1			50	
	SF-3		TABLE #2			50	
	SF-4		TRASH RECEPTACLES			200	
	SF-5		LIGHTING			350	
	SF-6		CONCRETE BENCH PAD			30	

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THOMAS ENTERPRISES, INC.

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Revisions

Date SEPTEMBER 18, '06 *Job No.* THOMS01

Sheet Title

MATERIAL LEGENDS & NOTES

Sheet No.

L1.02

	TURF				
TURF	Marathon II	-	-	-	Sodded
	POT INFILL PLANT				
Pot Infill Plant	Hedera helix	English Ivy	Flats	6" o.c.	Pot infill plant #2 (2"x2")
	MEADOW				

California Coastal Native Wildflower Mix by S and S seeds 805-684-0436

BOTANICAL NAME	COMMON NAME	Lb./Acres	P/G
Camissonia cheiranthifolia	Beach Evening Primrose	0.25	50
Castilleja exserta	Owl's Clover	0.50	25
Clarkia amoena semi-dwarf	Farewell-to-Spring	1.00	80
Clarkia elegans/unguiculata	Mountain Garland	1.00	80
Collinsia heterophylla	Chinese Houses	1.00	85
Dichelostemma capitatum	Blue Dicks	0.50	80
Eriophyllum confertiflorum	Golden Yellow	2.00	25
Eschscholzia californica	California Poppy	2.00	85
Gilia capitata	Globe Gilia	1.00	80
Gilia tricolor	Bird's Eye	1.00	80
Layia platyglossa	Tidy Tips	1.00	60
Lupinus densiflorus Ed Gedling	Golden Lupine	2.00	80
Lupinus nanus	Sky Lupine	1.50	85
Lupinus succulentus	Arroyo Lupine	3.00	80
Mentzelia lindleyi	Lindley's Blazing Star	0.25	70
Nemophila menziesii	Baby Blue Eyes	1.00	75
Penstemon spectabilis	Showy Penstemon	0.50	50
Phacelia grandiflora	Big Flower Phacelia	0.50	70
Total Pounds Per Acre:		20.00	

VEGETATED SWALE

California Coastal Native Plants Mix by S and S seeds 805-684-0436

BOTANICAL NAME	COMMON NAME	Lb./Acres	P/G
Cyperus eragrostis	Tall Flatsedge	0	0
Distichlis spicata	Saltgrass	0	0
Hordeum brachyantherum	Meadow Barley	0	0
Juncus acutus	Rush	0	0
Juncus mexicanus	Mexican Rush	0	0
Leptochloa uninervia	Sprangletop	0	0
Leymus triticoides	Beardless Wildrye	0	0

LAYOUT NOTES

[illegible]

GRADING NOTES (SEE CIVIL DOCUMENTS FOR SITE GRADING)

[illegible]

PLANTING NOTES

[illegible]

PLANT LEGEND

SYMBOL		BOTANICAL NAME	COMMON NAME	SIZE	SPACING	DIMENSIONS / REMARKS	GROUND / AERIAL SETBACK	WATER USE
		TREES						
	ARB UNE	ARBUTUS UNEDO	STRAWBERRY TREE	24" BOX	AS SHOWN	STANDARD	---	LOW
	CAL CIT	CALLISTEMON CITRINUS	LEMON BOTTLEBRUSH	36" BOX	AS SHOWN	STANDARD	---	LOW
	CAS EXC	CASSIA EXCELSA	CROWN OF GOLDEN TREE	36" BOX	AS SHOWN	STANDARD	---	LOW
	CHI RET	CHIONANTHUS RETUSUS	CHINESE FRINGE TREE	36" BOX	AS SHOWN	STANDARD	---	LOW
	CAT TAS	CATALPA TASHKENTENSIS	CATALPA	36" BOX	AS SHOWN	STANDARD	---	LOW
	CUP SEM	CUPRESSUS SEMPERVIRENS	ITALIAN CYPRESS	24" BOX	AS SHOWN	STANDARD	---	LOW
	CUP SEM	CUPRESSUS SEMPERVIRENS 'TINY TOWER'	DWARF ITALIAN CYPRESS	24" BOX	AS SHOWN	STANDARD	---	LOW
	ERI DEF	ERIOBOTRYA DEFLEXA	BRONZE LOQUAT	24" BOX	AS SHOWN	STANDARD	---	MEDIUM
	GEI PAR	GEIJERA PARVIFLORA	AUSTRALIAN WILLOW	36" BOX	AS SHOWN	STANDARD	---	LOW
	HYM FLA	HYMENOSPORUM FLAVUM	SWEET SHADE	36" BOX	AS SHOWN	STANDARD	---	LOW
	JAC MIM	JACARANDA MIMOSIFOLIA	JACARANDA	36" BOX	AS SHOWN	STANDARD	---	LOW
	KOE PAN	KOELREUTERIA PANICULATA	GOLDEN RAIN TREE	48" BOX	AS SHOWN	STANDARD	---	MEDIUM
	OLE EUR	OLEA EUROPAEA 'SWAN HILL'	FRUITLESS OLIVE	36" BOX	AS SHOWN	STANDARD	---	LOW
	PHO DAC	PHOENIX DACTYLIFERA 'MEDJOOL'	DATE PALM	20' B.T.H.	AS SHOWN	STANDARD	---	LOW
	PHO REC	PHOENIX RECLINATA	SENEGAL DATE PALM	15' APICAL MERISTEM	AS SHOWN	STANDARD	---	LOW
	PHO FRA	PHOTINIA FRASERI	PHOTINIA	24" BOX	AS SHOWN	STANDARD	---	LOW
	PIN HAL	PINUS HALEPENSIS	ALEPPO PINE	24" BOX	AS SHOWN	STANDARD	---	LOW
	PIN PIN	PINUS PINEA	ITALIAN STONE PINE	24" BOX	AS SHOWN	STANDARD	---	LOW
	PIN TOR	PINUS TORREYANA	TORREY PINE	24" BOX	AS SHOWN	STANDARD	---	LOW
	PLA MEX	PLATANUS MEXICANA 'ALAMO'	MEXICAN PLANE	24" & 36" BOX	AS SHOWN	STANDARD	---	LOW
	PLA RAC	PLATANUS RACEMOSA	CALIFORNIA SYCAMORE	24" & 36" BOX	AS SHOWN	STANDARD	---	LOW
	PYR KAW	PYRUS KAWAKAMII	EVERGREEN PEAR	24" BOX	AS SHOWN	STANDARD	---	LOW
	QUE AGR	QUERCUS AGRIFOLIA	COAST LIVE OAK	36" BOX	AS SHOWN	STANDARD	---	LOW
	QUE VIR	QUERCUS VIRGINIANA	SOUTHERN LIVE OAK	36" BOX	AS SHOWN	STANDARD	---	LOW
	SCH MOL	SCHINUS MOLLE	CALIFORNIA PEPPER TREE	24" BOX	AS SHOWN	STANDARD	---	LOW
	RHA SP.	RHAPHIOLEPIS SP.	RHAPHIOLEPIS	24" BOX	AS SHOWN	STANDARD	---	LOW
	ULM PAR	ULMUS PARVIFOLIA	CHINESE ELM	60" BOX	AS SHOWN	STANDARD	---	LOW
	WAS ROB	WASHINGTONIA ROBUSTA	MEXICAN FAN PALM	20' B.T.H.	AS SHOWN	STANDARD	---	LOW
		SHRUBS/GROUNDCOVER						
	AGA DES	AGAVE DESERTI	CENTURY PLANT	5 GAL.	AS SHOWN	STANDARD	---	LOW
	AGA SHA	AGAVE SHAWII	COASTAL AGAVE	5 GAL.	AS SHOWN	STANDARD	---	LOW
	ARC SP.	ARCTOSTAPHYLOS SP.	MANZANITA	5 GAL.	AS SHOWN	STANDARD	---	LOW
	BUX MIC	BUXUS MICROPHYLLA 'GREEN BEAUTY'	JAPANESE BOXWOOD	5 GAL.	AS SHOWN	STANDARD	---	LOW
	CAR CAL	CARPENTERIA CALIFORNICA	BUSH ANEMONE	5 GAL.	AS SHOWN	STANDARD	---	LOW
	CEA SP.	CEANOTHUS SP.	CALIFORNIA MOUNTAIN LILAC	5 GAL.	AS SHOWN	STANDARD	---	LOW
	CER OCC	CERCIS OCCIDENTALIS	WESTERN REDBUD	24" BOX	AS SHOWN	STANDARD	---	MEDIUM
	CYP PAP	CYPERUS PAPYRUS	PAPYRUS	5 GAL.	AS SHOWN	WATER FEATURE ONLY	---	HIGH
	ERI FAS	ERIOGONUM FASCICULATUM 'DANA POINT'	DANA POINT BUCKWHEAT	5 GAL.	AS SHOWN	STANDARD	---	LOW
	HET ARB	HETEROMELES ARBUTIFOLIA	TOYON	15 GAL.	AS SHOWN	STANDARD	---	MEDIUM
	HEU SAN	HEUCHERA SANGUINEA	CORAL BELLS	1 GAL.	AS SHOWN	NATIVE - SHADE	---	HIGH
	IRI DOU	IRIS DOUGLASIANA	DOUGLAS IRIS	5 GAL.	AS SHOWN	STANDARD	---	LOW
	JUN PAT	JUNCUS PATENS	CALIFORNIA GRAY RUSH	1 GAL.	AS SHOWN	WATER FEATURE ONLY	---	HIGH
	JUN TEX	JUNCUS TEXTILIS	BASKET RUSH	1 GAL.	AS SHOWN	WATER FEATURE ONLY	---	HIGH
	KNI UVA	KNIPHOFIA UVARIA	RED-HOT POKER	1 GAL.	AS SHOWN	STANDARD	---	MED
	LIG JAP	LIGUSTRUM JAPONICUM 'TEXANUM'	PRIVET	15 GAL.	AS SHOWN	STANDARD	---	MEDIUM
	MAH AQU	MAHONIA AQUIFOLIUM	OREGON GRAPE	5 GAL.	AS SHOWN	STANDARD	---	LOW
	MAH REP	MAHONIA REPENS	CREEPING MAHONIA	5 GAL.	AS SHOWN	STANDARD	---	LOW
	MUH RIG	MUHLENBERGIA RIGENS	DEER GRASS	5 GAL.	AS SHOWN	STANDARD	---	LOW
	MYO PAC	MYOPORUM PACIFICUM 'GOLD COAST'	MYOPORUM	1 GAL.	AS SHOWN	STANDARD	---	LOW
	MYR COM	MYRTUS COMMUNIS	MYRTLE	5 GAL.	AS SHOWN	STANDARD	---	LOW
	PEN SPA	PENNISETUM SPATHIOLATUM	SLENDER VELDT GRASS	5 GAL.	AS SHOWN	STANDARD	---	LOW
	RIB SAN	RIBES SANGUINEUM 'GLUTINOSUM'	RED FLOWERING CURRANT	5 GAL.	AS SHOWN	STANDARD	---	LOW
	RHU INT	RHUS INTEGRIFOLIA	LEMONADE BERRY	15 GAL.	AS SHOWN	STANDARD	---	LOW
	RHU LAN	RHU LANCEA	AFRICAN SUMAC	15 GAL.	AS SHOWN	STANDARD	---	LOW
	ROS FLOR	ROSA FLORIBUNDA 'WHITE CARPET'	CARPET ROSE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	ROS OFF	ROSMARINUS OFFICINALIS	ROSEMARY	1 GAL.	AS SHOWN	STANDARD	---	LOW
	SAL LEU	SALVIA LEUCANTHA	MEXICAN BUSH SAGE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	SAN CHA	SANTOLINA CHAMAECYPARISSUS	LAVENDAR COTTON	1 GAL.	AS SHOWN	STANDARD	---	LOW
	SPH AMB	SPHAERALCEA AMBIGUA	APRICOT MALLOW	1 GAL.	AS SHOWN	STANDARD	---	MEDIUM
	VIN MAJ	VINCA MINOR	PERIWINKLE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	YUC FIL	YUCCA FILIFERA	YUCCA	5 GAL.	AS SHOWN	STANDARD	---	LOW
		VINES						
	BOU SP.	BOUGAINVILLEA SP.	BOUGAINVILLEA	1 GAL.	AS SHOWN	STANDARD	---	LOW
	CAM RAD	CAMPSIS RADICANS	TRUMPET CREEPER	1 GAL.	AS SHOWN	STANDARD	---	LOW
	DIS BUC	DISTICTIS BUCCINATORIA	BLOOD RED TRUMPET VINE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	TRA JAS	TRACHELOSPERMUM JASMINOIDES	STAR JASMINE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	CLY CAL	CLYTOSTOMA CALLISTEGIOIDES	VIOLET TRUMPET VINE	1 GAL.	AS SHOWN	STANDARD	---	LOW
	LON SEM	LONICERA SEMPERVIRENS	TRUMPET HONEYSUCKLE	1 GAL.	AS SHOWN	STANDARD	---	MEDIUM
	PAR QUI	PARTHENOCISSUS QUINQUEFOLIA	VIRGINIA CREEPER	1 GAL.	AS SHOWN	STANDARD	---	LOW
	FIC PUM	FICUS PUMILA	CREEPING FICUS	1 GAL.	AS SHOWN	STANDARD	---	LOW
	WIS FRU	WISTERIA FRUTESCENS	AMERICAN WISTERIA	1 GAL.	AS SHOWN	STANDARD	---	MEDIUM

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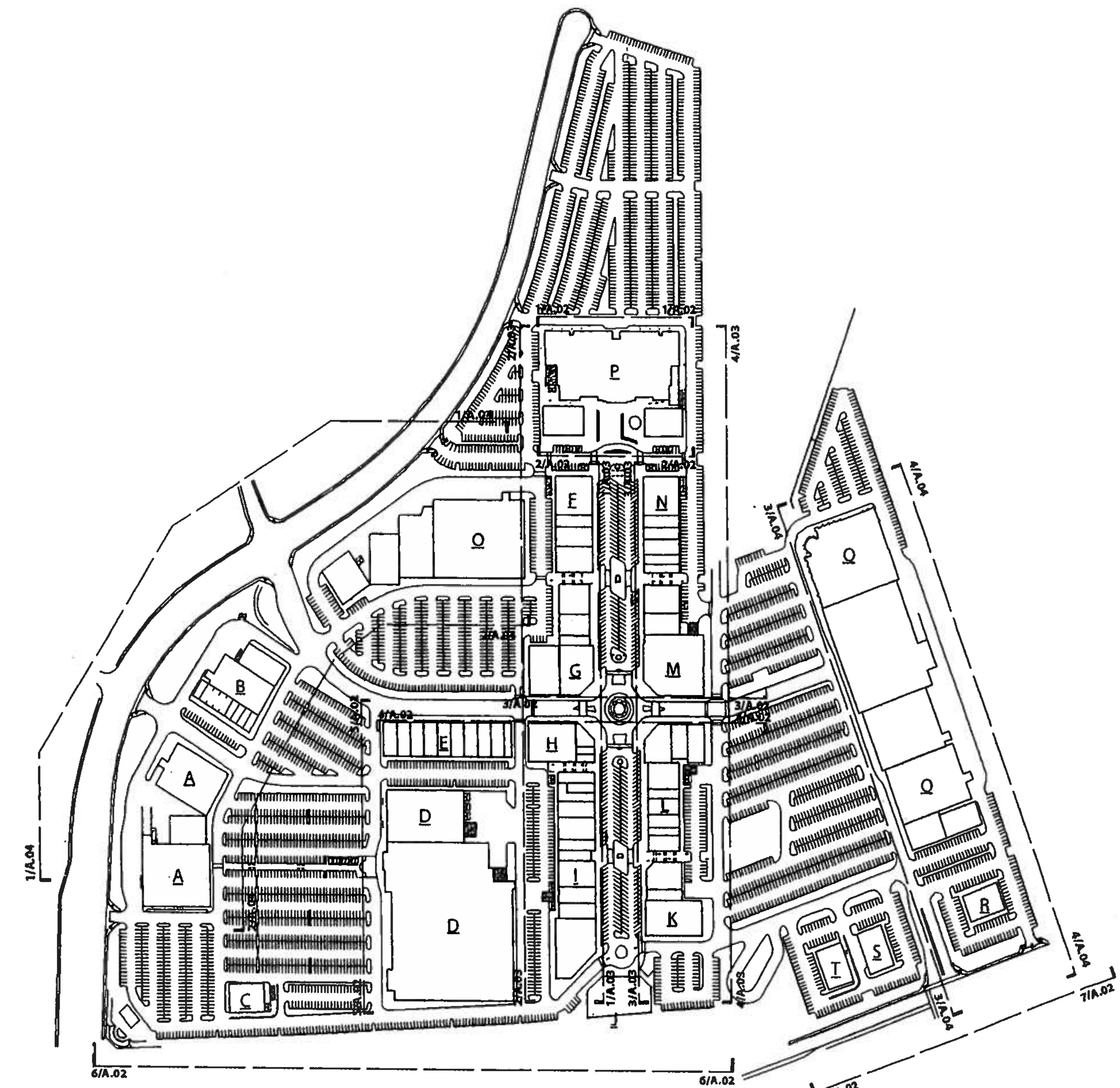
PLANTING LEGENDS & NOTES

Sheet No.

L1.03



A = Building Identification

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The Pavilion at Oceanside

Oceanside, California

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THOMAS ENTERPRISES, INC.

SITE PLAN

A.01

1 - ELEVATION

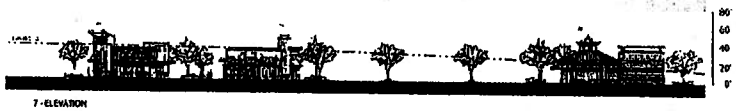
2 - ELEVATION

3 - ELEVATION

4 - ELEVATION

5 - ELEVATION

6 - ELEVATION



7 - ELEVATION

ARCHITECTS / LANDSCAPE ARCHITECTS

The Pavilion at Oceanside

Oceanside, California

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REVISIONS

A.02

1 - ELEVATION

2 - ELEVATION

3 - ELEVATION

4 - ELEVATION

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REVISIONS

A.C.3

1 - ELEVATION

2 - ELEVATION

3 - ELEVATION

4 - ELEVATION

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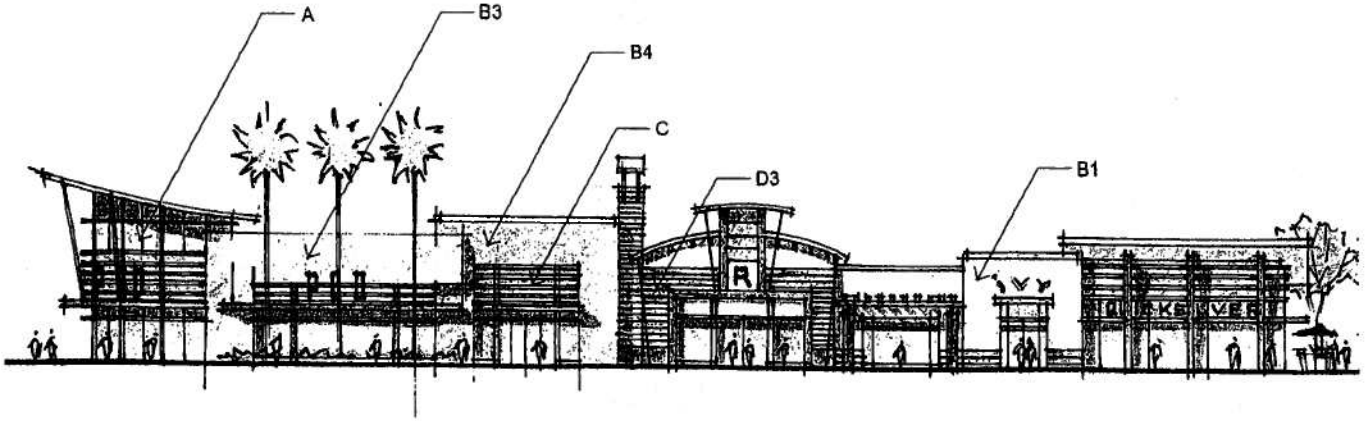
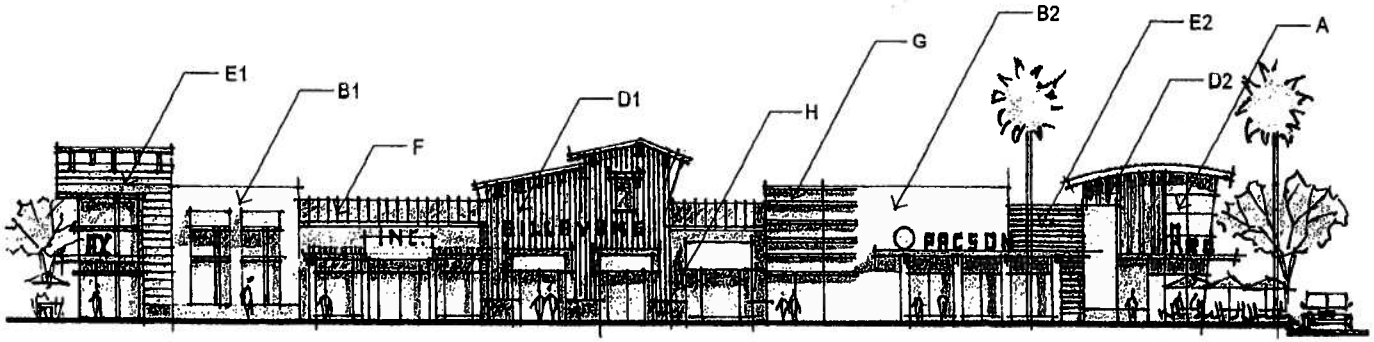
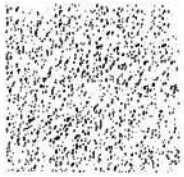
ELEVATIONS

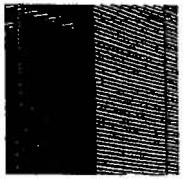
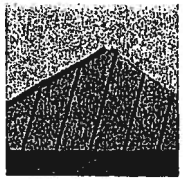
A.04





Pavilion at Oceanside



Pavilion at Oceanside

PLANNING COMMISSION
RESOLUTION NO. 2008-P62

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA CERTIFYING THE FINAL ENVIRONMENTAL IMPACT REPORT FOR THE PAVILION PROJECT ON CERTAIN REAL PROPERTY IN THE CITY OF OCEANSIDE

APPLICATION NO:	P-7-06, D-6-06, C-19-06, C-20-06, C-21-06, C-22-06, C-23-06
APPLICANT:	Thomas Enterprises
LOCATION:	Northeast of the intersection of Foussat Road and State Route 76

THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA DOES RESOLVE AS FOLLOWS:

WHEREAS, an Environmental Impact Report was prepared and circulated for public and agency review and proper notification was given in accordance with the California Environmental Quality Act; and

WHEREAS, the Planning Commission, after giving the required notice, did on the 6th day of October 2008, conduct a duly advertised public hearing on the content of the Final Environmental Impact Report; and

WHEREAS, studies and investigations made by this Commission and in its behalf reveal the following facts:

For the Final Environmental Impact Report:

1. The Final Environmental Impact Report was completed in compliance with the provisions of the California Environmental Quality Act (CEQA).
2. There are certain significant environmental effects detailed in the Environmental Impact Report which have been avoided or substantially lessened by the establishment of measures which are detailed in Exhibit "A" Environmental Findings and Statement of Overriding Considerations for the Pavilion Project.
3. The Final Environmental Impact Report and Mitigation and Monitoring and Reporting Programs for the project (included in the Final EIR) and were presented to the Planning Commission, and the Planning Commission reviewed and considered the information contained in these documents prior to making a decision on the shopping center and revised reclamation plan. The Final Environmental Impact Report and Mitigation and

Monitoring and Reporting Program for the business park have been determined to be accurate and adequate documents, which reflect the independent judgment of the City.

NOW, THEREFORE, BE IT RESOLVED that the Planning Commission does hereby certify the Final Environmental Impact Report for the Pavilion Project Tentative Parcel Map (P-7-06), Development Plan (D-6-06), and Conditional Use Permits (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) subject to the following recommendations and conditions:

1. Pursuant to Public resources Code Section 21081.6 the Planning Commission adopts the Mitigation Monitoring and Reporting Program (MMRP) for the project and finds and determines that said programs are designed to ensure compliance with the mitigation measures during project implementation.
2. Notice is HEREBY GIVEN that the time within which judicial review must be sought on this decision is governed by the provisions of the California Environmental Quality Act.

PASSED AND ADOPTED Resolution No. 2008-P62 on October 6, 2008 by the following vote, to wit:

AYES:

NAYS:

ABSENT:

ABSTAIN:

_____

Claudia Troisi, Chairperson
Oceanside Planning Commission

ATTEST:

_____

Jerry Hittleman, Secretary

I, JERRY HITTLEMAN, Secretary of the Oceanside Planning Commission, hereby certify that this is a true and correct copy of Resolution No. 2008-P62.

Dated: October 6, 2008

[DRAFT 9/24/08]

FINDINGS OF FACT
FOR THE PROPOSED PAVILION AT OCEANSIDE
FINAL ENVIRONMENTAL IMPACT REPORT
AND STATEMENT OF OVERRIDING CONSIDERATIONS
(P-6-06, D-5-06, C-(19-23)-06)
(SCH NO. 2006111033)

_____, 2008

1. INTRODUCTION

1.1 Findings of Fact

The California Environmental Quality Act, Public Resources Code Section 21000-21178 ("CEQA") and State CEQA Guidelines for Implementation of the California Environmental Quality Act, Cal. Code Regs. Title 14, Sections 15000-15387 ("CEQA Guidelines") are "intended to assist public agencies in systematically identifying both the significant effects of proposed projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects." Cal. Pub. Res. Code Section 21002 (emphasis added). CEQA's mandate and principles are implemented, in part, through the requirement that agencies adopt findings before approving projects for which EIRs are required. (See Pub. Res. Code Section 21081(a)). For each significant environmental effect identified in any EIR for a proposed project, the approving agency must issue a written finding reaching one or more of three permissible conclusions.

The first permissible finding is that "[c]hanges or alterations have been required in, or incorporated into, the project which avoids or substantially lessens the significant environmental effect as identified in the final EIR." (CEQA Guidelines Section 15091 (a)(l).) The second permissible finding is that "[s]uch changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency." (CEQA Guidelines Section 15091(a)(2).) The third potential conclusion is that "[s]pecific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR." (CEQA Guidelines Section 15091(a)(3).) Section 21061.1 of CEQA defines "feasible" to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social and technological factors." Section 15364 of the CEQA Guidelines adds another factor: "legal" considerations. See also Citizens of Goleta Valley v. Board of Supervisors ("Goleta II"), 52 Cal.3d 553, 565, 276 Cal.Rptr. 419 (1990).

The concept of "feasibility" also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project. (City of Del Mar v. City of San Diego, 133 Cal .App.3d 410, 417, 183 Cal.Rptr. 898 (1982).) "[F]easibility under CEQA encompasses 'desirability to the extent that desirability is based on a reasonable balancing of the relevant economic, social and technological factors." (Id.; see also Sequoyah Hills Homeowners Ass'n v. City of Oakland, 23 Cal.App.4th 704, 715, 29 Cal.Rptr.2d 182 (1993).)

The CEQA Guidelines do not define the difference between "avoiding" a significant environmental effect and merely "substantially lessening" such an effect. The City must therefore glean the meaning of these terms from the other contexts in which the terms are used. Section 21081 of CEQA, on which CEQA Guidelines Section 15091 is based, uses the term "mitigate" rather than "substantially lessen." Such an understanding of the statutory term is consistent with the policies underlying CEQA, which include the policy that "public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which will substantially lessen the significant environmental effects of such projects." (Pub. Res. Code Section 21002.)

For purposes of these findings, the term "avoid" refers to the effectiveness of one or more mitigation measures to reduce an otherwise significant effect to a less than significant level. In contrast, the term "substantially lessen" refers to the effectiveness of such measure or measures to substantially reduce the severity of a significant effect, but not to reduce that effect to a less than significant level. These interpretations are consistent with the holding in Laurel Hills Homeowners Ass'n v. City Council, 83 Cal.App.3d 515, 519-527, 147 Cal.Rptr. 842 (1978), in which the Court of Appeal held that an agency had satisfied its obligation to substantially lessen or avoid significant effects by adopting numerous mitigation measures, not all of which rendered the significant impacts in question (e.g., the "loss of biological resources") to a less than significant level. Although CEQA Guidelines Section 15091 requires only that approving agencies specify that a particular significant effect is "avoid[ed] *or* substantially lessen[ed]," these Findings, for purposes of clarity, in each case will specify whether the effect in question has been reduced to a less than significant level, or has simply been substantially lessened but remains significant.

The following Findings of Fact ("Findings") are made relative to the conclusions of the Final Environmental Impact Report for The Pavilion at Oceanside (SCH No. 2006111033) ("FEIR"). As used herein, the term "Project" refers to the Reduced Project/Draft Subarea Plan Alternative described in Section VI(C) of the Final EIR.

1.2 Document Format

These Findings have been organized into the following sections:

a) Section 1 provides an introduction to these Findings.

b) Section 2 provides a summary of the Project and overview of the discretionary actions required for approval of the Project and a statement of the Project's objectives.

c) Section 3 provides a summary of public participation in the environmental review, an overview of the administrative record that has been developed for the Project, as well as findings regarding the Mitigation, Monitoring and Reporting Program (MMRP) and general findings regarding the Project and CEQA compliance.

d) Section 4 sets forth findings regarding those environmental impacts which were determined during the notice of preparation period either not to be relevant to the Project or which were determined to clearly not manifest at levels which were deemed to be significant for consideration at the Project-specific level.

e) Section 5 sets forth findings regarding significant or potentially significant environmental impacts identified in the Final EIR which the City has determined are either not significant or can be substantially lessened or reduced to a less-than-significant level through the imposition of mitigation measures included in the MMRP for the Project.

f) Section 6 sets forth findings regarding alternatives to the Project which were analyzed in the Final EIR. As further discussed herein, the Reduced Project/Draft Subarea Plan Alternative was identified as being environmentally preferable to the project proposed described in the Draft EIR, and is therefore being carried forward as the "Project". Other alternatives discussed in the Draft EIR were determined to be infeasible to implement by the City.

2. PROJECT SUMMARY

2.1 The Pavilion at Oceanside Project Description

The Pavilion at Oceanside project application includes a Tentative Parcel Map, Development Plan, five Conditional Use Permits (for a movie theater, health club, and three drive-through uses), and an Underground Waiver request for the existing high-voltage electrical transmission lines located on the site. The Project proposes to construct an approximately 950,000 square foot community shopping center on the former site of a drive-in movie complex in the City of Oceanside. Commercial uses would range from various retail shops to a movie theater, health club, and restaurants. Related parking, landscaping, and bicycle and pedestrian linkages would also be provided with the Project.

The Project will also feature a 100 foot-wide on-site wildlife corridor along the eastern boundary of the Project site (3.82 acres), immediately adjacent to an existing 100-foot wide SDG&E transmission corridor. The Project corridor will remain undeveloped and be revegetated with native speciesto serve as a habitat corridor and linkage. This corridor area would allow for gnatcatcher movement when combined with the adjacent off-site 100-foot wide SDG&E transmission corridor. This wildlife corridor concept is described as the "Reduced Project/Draft Subarea Plan Alternative" in the Final EIR, which is now being carried forward as the Project.

Additional details about the Project are discussed in Section 2.2 below.

2.2 Discretionary Actions

Tentative Parcel Map. The Tentative Parcel Map proposes to divide the approximately 92 gross acres of the project site into 10 parcels for leasing purposes, where each commercial parcel includes building, hardscape, landscape and parking areas.

The property is characterized by level ground and large areas of pavement remaining from the former drive-in theater. Project development would require the demolition of four existing structures associated with the former Valley Drive-In theater: a snack bar/projection room building, an office building, and two ticket booths. Four movie screens would be removed as well. Aside from the paved areas, the property has been greatly disturbed and is largely covered with weeds, with a few scattered trees and patches of shrubs.

Grading work will require approximately 459,000 cubic yards of fill to be imported to ensure appropriate drainage and foundation to serve the proposed development. Pending final certification

by FEMA for the completed San Luis Rey River levee project, flood protection would be required for the project site until the FEMA flood map is certified. The fill would serve to provide this needed protection. As Project development would increase the amount of impervious surface area on-site, Best Management Practices (BMPs) have been prepared to avoid and minimize impacts to water quality and have been incorporated into the project design. Landscaped swales for example, have been incorporated into the site plan to collect and filter runoff from stormwater, working in conjunction with other on-site drainage facilities for retention and water quality purposes.

Although numerous overhead existing high voltage and underground utilities cross the property, site access, circulation, and parking were designed to completely avoid all overhead utility poles. In addition, buildings and site improvement plans have been designed with respect to necessary easements throughout the site.

The Project will include surface use of a City-owned parcel consisting of approximately 1.95 acres. This parcel is located at the northeast corner of the SR 76/Foussat Road intersection, and is situated within the airport runway protection zone. As such, this parcel will be used exclusively for parking, landscaping and signage purposes. The use of this parcel is subject to a future lease agreement between the City and the applicant. The City also has a water well designated for placement within this parcel. Although the exact well location is not known at this time, the aforementioned uses proposed on the parcel can accommodate the well at some point in the future. The well will be used to extract groundwater which will be treated at the City's Mission Basin Groundwater Treatment Facility located north of the Project site.

The proposed Project would be accessible from eight separate entrances, allowing access from three different roads: Foussat Road, Mission Road, and Pala Road. Major entries would be via signalized intersections at North Foussat Road and Mission Avenue and frontage improvements would be constructed along these roadways. Of the eight entrances, three would be signalized. These include the existing signalized access located on Mission Avenue and two proposed off Foussat Road (one at Alex Road and one at the main entry to support turning movements at the existing bridge). Another "right-in, right-out" access is proposed on Foussat Road. Pala Road, designated as a secondary arterial in the City's Circulation Element, would be dedicated and fully improved along the western Project frontage. The Project's full width Pala Road construction along the Project's frontage would terminate at the northern edge of the property with a cul-de-sac bulb, which would allow a future extension of the road by the City or others in the event of ultimate buildout of the Circulation Element. The additional four un-signalized driveways would be along the Project's Pala Road frontage.

Street Vacation. A section of old Foussat Road (now used for access solely to the weekend swap meets) right-of-way crosses the site, terminating at the SR 76 right-of-way. As this would not be needed as public right-of-way for the project, a vacation of the existing easement for public highway purposes is included as part of the project's application. An easement for the existing underground public utilities would be retained when old Foussat Road is vacated.

Underground Utilities Waiver Request. Several overhead SDG&E high-voltage transmission lines traverse the project site. In accordance with Section 901 (G)3 of the Oceanside Subdivision Ordinance, a waiver is requested for the existing transmission lines due to the finding that the existing overhead electric lines are transmission lines in excess of thirty-four thousand five hundred

volts (34.5 kV). All other electrical distribution lines and other public utilities within the project will be installed underground.

Development Plan. The Project proposes to develop approximately 950,000 square feet of commercial uses ranging from various retail shops to a movie theater, health club, and restaurants. A total of 4,489 parking spaces would be provided. Pedestrian and bicycle routes will be incorporated throughout the project distinguished by landscape and enhanced pavement treatments. These treatments will also be utilized at internal intersections and at the central traffic circle to aid in cuing slower speeds for pedestrian activity. A broad landscaped connecting route along the Pala frontage just east of the Foussat Bridge will serve to link the existing bicycle levee trail with the central portion of the shopping center. Storefronts will vary between single- and two-stories along the main street.

The architecture of The Pavilion at Oceanside uses an eclectic variety of forms and influences. The palette is broad and influenced by Mediterranean, agrarian, and California Modern aesthetics. Materials include natural-toned cement plaster, simulated stone, and wood and metal siding. Tenants are encouraged to express their individual identity with this diverse palette. The architecture, landscape, and signage are coordinated by this design approach.

Landscape and hardscape areas are provided around the buildings and in the parking areas. Projects within areas zoned Community Commercial (CC) are required by the City's Zoning Ordinance to provide a minimum of 15% landscaping of the net site area. The Project proposes to landscape 18% of the site's total area, thus exceeding the City's requirement. Trees to be incorporated into the landscape plan include palms and coast live oak along the mainstreet lifestyle center, and strawberry trees in the parking bays. Olive trees would be planted in the pedestrian corridor, with Torrey pines and sycamores along the perimeter of the Project, and sycamores along the main spine. Shrubs and vines would include bird of paradise, acacia, bougainvillea, honeysuckle, star jasmine, and trumpet honeysuckle.

The Project's hardscape will include paved walkways in front of the buildings as well as enhanced paving for internal intersections and the central traffic circle, with the intent of the design being to draw attention to direction options as well as to cue slower traffic speeds for pedestrians.

The center's public plaza will be located in front of the multiplex theater, where amenities such as a pavilion, lawn, amphitheater, fountain, and a courtyard will be situated. This focal gathering of the center will be oriented such that patios, store fronts and cafes will be facing it.

As the project is bordered by three roadways, the Landscape Concept Plan (LCP) proposes a landscaped boundary along Mission Avenue and landscaped setbacks along Foussat Road and Pala Road. A broad landscaped connecting route will be provided along the Pala frontage, just east of the Foussat Bridge which will serve as a linkage between the existing levee bicycle trail and the shopping center's central area.

The applicant has worked with the North County Transit District to provide an appropriate location for a transit bus stop within the project. The proposed bus stop will accommodate up to 4 buses at one time, and will be located just to the east of the main pedestrian promenade for convenience. The

design is such that the buses can enter and leave the shopping center at the Mission Avenue signalized intersection.

Conditional Use Permit(s). Five Conditional Use Permits are proposed for The Pavilion at Oceanside. These include three drive-through facilities, a movie theater, and a health club.

- Drive-through uses. The drive-through uses will be located within Parcels B, C, and D. Although specific tenants have not yet been identified, the general building siting, drive-through lane configuration and parking layout are displayed for each building. Access to each site will be provided from the internal circulation drives.

- Health Club. The proposed health club would consist of approximately 40,000 square feet, and would be located in Parcel G. The architectural design is to be consistent with the center's theme. Access to this facility would be from the internal circulation drives.

- Movie Theater. The proposed multi-plex movie theater would occupy approximately 60,000 square feet and would be located in the northern portion of the site on Parcel H. Pedestrian walkways will be used to link all areas of the center to this focal attraction.

Other (Non-City) Approvals. The applicant will be required to obtain approvals and/or permits from a number of Responsible Agencies, including the San Diego County Regional Water Quality Control Board, the Airport Land Use Commission, the Federal Aviation Administration, U.S. Army Corps of Engineers, U.S. Fish and Wildlife Service, California Department of Fish and Game, and Caltrans.

2.3 Statement of Project Objectives

The objectives of the proposed Pavilion at Oceanside are as follows:

a) To create a unique shopping center consisting of approximately 950,000 square feet that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment, and community uses in conformance with City zoning requirements and the General Plan land use goals and principles.

b) To create a destination shopping center providing a variety of unique shopping, dining, and entertainment opportunities that will serve Oceanside residents, persons visiting Oceanside, and that will attract shoppers from surrounding communities.

c) To facilitate productive and attractive re-use of the project site that is an abandoned drive-in movie theater currently being used for weekend swap meets.

d) To implement the General Plan's economic goals and principles by significantly enhancing the economic vitality of the City of Oceanside by providing additional revenues from this site through increased property taxes and sales taxes, increasing the City's opportunity to recapture its fair share of citizens' sales tax expenditures presently going to surrounding communities.

e) To implement the General Plan by creating additional employment opportunities, including temporary construction-related employment and permanent retail/property

management-related employment, that will also contribute towards the City's achievement of a jobs/housing balance by providing additional employment opportunities without increasing housing stock within the City.

f) To create a development that is compatible with and does not interfere with the safety and function of the Oceanside Municipal Airport.

g) Provide a pedestrian-friendly "main street" lifestyle center combining small shops, restaurants, movie theaters, and recreational/health facilities in combination with larger retail outlets.

2.4 Background

The Project site is largely vacant, although a significant portion was previously developed with a drive-in movie theater and associated parking areas. It is currently used weekly for a weekend-only swap meet and other periodic events. The undeveloped parts of the site are largely disturbed and weedy, with scattered trees and shrubs.

An application to develop the Project retail shopping center was first submitted to the City on June 12, 2006 and a Draft EIR for the project was circulated for public review from May 12, 2008 to July 10, 2008. Comments on the Draft EIR were received from the Native American Heritage Commission, California Department of Transportation, Department of Toxic Substances Control, Public Utilities Commission, SANDAG, the Regional Water Quality Control Board, the USFWS and CDFG, North County Transit District, an attorney representing Westfield's Plaza Camino Real shopping center located in Carlsbad, interested organizations and several residents of the communities surrounding the project site.

The Draft EIR proposed development of a project that was inconsistent the proposed Wildlife Corridor Planning Zone ("WCPZ") contemplated in the Draft Sub Area Plan, part of the regional Habitat Conservation Plan. Specifically, the originally proposed project called for development over an area that the WCPZ intended would be improved as a gnatcatcher/avian corridor. When the project was well into the design stage, the City convened a Science Review Panel to review the status of the regional gnatcatcher corridor, prepare a report on the potential implications of proceeding with development on the Project site that makes no accommodation for an gnatcatcher/avian corridor, and to recommended alternative development configurations or conservation actions that could further the goal of promoting a functional corridor within the proposed WCPZ as contemplated in the Draft HCP. The Science Review Panel concluded that maintaining more than one route from potential gnatcatcher dispersal between populations north and south of the Project site is a regionally important biological goal, and that a project design that makes no on-site accommodation for dispersal of gnatcatchers and other avian species would significantly undermine the ability to adopt and implement an Oceanside HCP that provides for this important regional corridor. However, the Science Review Panel also indicated that this corridor function could be accomplished through the designation of a 100-foot wide on-site corridor along the easternmost portion of the site adjacent to the 100 foot-wide SDG&E transmission corridor. A copy of the Science Review Panel report is included as Appendix C of the Draft EIR.

After reviewing the Science Review Panel report and consulting with the Wildlife Agencies, the "Reduced Project/Subarea Plan Alternative" was developed, which is now being carried forward as the proposed Project. The Reduced Project/Subarea Plan Alternative provides for inclusion of a 100 foot-wide on-site corridor along the Project's eastern boundary that would be biologically revegetated to serve as a gnatcatcher corridor, as recommended by the Science Review Panel report. This resulted in a reduced Project in terms of acres (fewer acres to be impacted), and minor modifications to the location of proposed structures and internal circulation. The proposed bus stop was moved farther south toward Mission Avenue, and the non-habitat landscaped areas were reduced (to 18% as opposed to 21.5% of the site), though still exceeding the minimum zoning requirement of 15%, and native habitat was increased with the restoration of the on-site corridor. The Reduced Project/Subarea Plan Alternative is the environmentally preferred alternative. It was determined that the Reduced Project/Subarea Plan Alternative would not substantially impair the City's ability to adopt and implement its Subarea Plan, and remaining impacts would either be about the same as or less than those associated with the Draft EIR project; no new significant impacts were identified. The Reduced Project/Subarea Plan Alternative is therefore environmentally superior and is the project being proposed and carried forward for approval by the City. It is the project upon which these Findings are based.

3. PUBLIC PARTICIPATION AND RECORD OF PROCEEDINGS

3.1 Public Input

There have been numerous opportunities for public review and comment, including but not limited to the public forums set forth below:

EIR Notice of Preparation, November 6, 2006 – December 8, 2006

Draft EIR Public Review, May 12, 2008 - July 10, 2008

3.2 Record of Proceedings

For purposes of CEQA and these Findings and Statement of Overriding Considerations, the Record of Proceedings for the Project consists of the following documents and other evidence, at a minimum:

- The Notice of Preparation and all other public notices issued by the City in conjunction with the Project;
- The Draft EIR;
- The Final EIR;
- All written comments and verbal public testimony presented during the public comment period on the Draft EIR;
- The MMRP;

- All findings, ordinances, and resolutions adopted by the City in connection with the Project, and all documents incorporated by reference therein;

- All final reports, studies, memoranda, maps, staff reports, or other planning documents relating to the Project prepared by the City, consultants to the City, or responsible or trustee agencies with respect to the City's compliance with the requirements of CEQA and with respect to the City's actions on the Project;

- All documents submitted to the City by other public agencies or members of the public in connection with the Project;

- Minutes and/or verbatim transcripts of all public information sessions, public meetings, and public hearings held by the City in connection with the Project;

- Any documentary or other evidence submitted to the City at such information sessions, public meetings, and public hearings;

- Matters of common knowledge to the City, including, but not limited to federal, state, and local laws and regulations;

- The City's General Plan, Municipal Code, and Draft Subarea Plan/Habitat Conservation Plan ("HCP");

- Any documents expressly cited in these Findings, in addition to those cited above; and

- Any other materials required to be in the record of proceedings by Section 21167.6 (e) of CEQA.

The custodian of the documents comprising the record of proceedings is the City Clerk, whose office is located at 300 North Coast Highway, Oceanside, CA 92054. At all relevant times, all these documents, which constitute the record of proceedings upon which the City's decision is based, have been available upon request at the offices of the City.

The City has relied on all of the documents listed above in reaching its decision on the Project, even if not every document was formally presented to the City or City Staff as part of the City files generated in connection with the Project. Without exception, any documents set forth above not found in the Project files fall into one of two categories. First, many of them reflect prior planning or legislative decisions of which the City was aware in approving the Project. (See City of Santa Cruz v. Local Agency Formation Commission, 76 Cal.App.3d 381, 391-392, 142 Cal.Rptr. 873 (1978); Dominey v. Department of Personnel Administration, 205 Cal.App.3d 729, 738, n.6, 252 Cal.Rptr. 620 (1988).) Second, other of the documents influenced the expert advice provided to City Staff or consultants, who then provided advice to the City. For that reason, such documents form part of the underlying factual basis for the City's decisions relating to the adoption of the Project. (See Pub. Res. Code Section 21 167.6(e)(10); Browning-Ferris Industries v. City Council of City of San Jose, 181 Cal.App.3d 852, 866, 226 Cal.Rptr. 575 (1986); Stanislaus Audubon Society. Inc. v. County of Stanislaus, 33 Cal.App.4th 144, 153, 155, 39 Cal.Rptr.2d 54 (1985).)

The Final EIR was completed in compliance with CEQA, and reflects the City's independent judgment. The City believes that its decision on the Project is one which must be made after a hearing required by law at which evidence is required and discretion in the determination of facts is vested in the City. As a result, any judicial review of the City's decision will be governed by Section 21168 of CEQA. Regardless of the standard of review that is applicable, the City has considered evidence and arguments presented to the City prior to or at the public hearings on this matter. In determining whether the Project has a significant effect on the environment, and in adopting Findings pursuant to Section 21081 of CEQA, the City has complied with CEQA Sections 21081.5 and 21082.2.

3.3 Mitigation Monitoring and Reporting Program

CEQA requires the Lead Agency approving a project adopt a MMRP for the changes to the project that it has adopted or made a condition of project approval in order to ensure compliance with project implementation. A MMRP has been defined and serves that function for the Final EIR. The MMRP designates responsibility and anticipated timing for the implementation of mitigation. The City will serve as the overall MMRP Coordinator. A MMRP has been prepared for the Project and has been adopted concurrently with these Findings. (See Pub. Res. Code Section 21081.6(a)(1).) The City will use the MMRP to track compliance with all mitigation measures.

3.4 General Findings

The City hereby finds as follows:

a) The foregoing statements are true and correct;

b) The City is the "Lead Agency" for the Project evaluated in the Final EIR and independently reviewed and analyzed the Draft EIR and Final EIR for the Project;

c) The Notice of Preparation of the Draft EIR was circulated for public review between November 6, 2006 and December 8, 2006. It requested that responsible agencies respond as to the scope and content of the environmental information germane to that agency's specific responsibilities;

d) The public review period for the Draft EIR was between May 12, 2008 and July 10, 2008. The Draft EIR and appendices were available for public review during that time. A Notice of Completion along with 15 copies of the Draft EIR were sent to the State Clearinghouse, and notices of availability of the Draft EIR were published in the local newspaper ***[VERIFY]***. The Draft EIR was available for review at the City of Oceanside Planning Department and at the City libraries;

e) The Draft EIR and Final EIR were completed in compliance with CEQA;

f) The Final EIR reflects the City's independent judgment;

g) The City evaluated comments on environmental issues received from persons who reviewed the Draft EIR. In accordance with CEQA, the City prepared written responses describing the disposition of significant environmental issues raised. The Final EIR provides

adequate, good faith and reasoned responses to the comments. The City reviewed the comments received and responses thereto and has determined that neither the comments received nor the responses to such comments add significant new information to the Draft EIR regarding environmental impacts. The Lead Agency has based its actions on full appraisal of all viewpoints, including all comments received up to the date of adoption of these Findings, concerning the environmental impacts identified and analyzed in the Final EIR;

h) The City finds that the Final EIR provides objective information to assist the decision-makers and the public at large in their consideration of the environmental consequences of the Project. The public review period provided all interested jurisdictions, agencies, private organizations, and individuals the opportunity to submit comments regarding the Draft EIR. The Final EIR was prepared after the review period and responses to comments made during the public review period in compliance with CEQA;

i) The Final EIR evaluated the following direct and cumulative impacts: Aesthetics, Air Quality, Biological Resources, Cultural and Paleontological Resources, Geology/Soils, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Noise, Public Services, Transportation/Traffic, Utilities. All of the significant impacts of the Project were identified in the Final EIR.

j) CEQA requires the Lead Agency approving a project to adopt a MMRP for the changes to the project which it has adopted or made a condition of project approval in order to ensure compliance with project implementation. The MMRP included in the Final EIR as certified by the City serves that function. The MMRP includes all of the mitigation measures identified in the Final EIR and has been designed to ensure compliance during implementation of the proposed development. In accordance with CEQA, the MMRP provides the measures to ensure that the mitigation measures are fully enforceable;

k) The MMRP designates responsibility and anticipated timing for the implementation of mitigation; the city will serve as the MMRP Coordinator.

l) In determining whether the Project may have a significant impact on the environment, and in adopting Findings pursuant to Section 21081 of CEQA, the City has complied with CEQA Sections 21081.5 and 21082.2;

m) The impacts of the proposed Project have been analyzed to the extent feasible at the time of certification of the Final EIR.

n) Copies of all the documents incorporated by reference in the Final EIR are and have been available upon request at all times at the offices of the City Clerk and/or Planning Department, the custodians of record for such documents or other materials;

o) Textual refinements and errata were compiled and presented to the decision-makers for review and consideration. The City staff has made every effort to notify the decision-makers and the interested public/agencies of each textual change in the various documents associated with the review of the Project. These textual refinements arose for a variety of reasons. First, it is inevitable that draft documents will contain errors and will require clarifications and corrections.

Second, textual clarifications were necessitated in order to describe refinements suggested as part of the public participation process;

p) Additionally, the responses to the comments on the Draft EIR, which are contained in the Final EIR, clarify and amplify the analysis in the Draft EIR.

q) Having reviewed the information contained in the Draft EIR and Final EIR and in the administrative record, as well as the requirements of CEQA and the State CEQA Guidelines regarding recirculating of Draft EIRs, and having analyzed the changes in the Draft FIR which have occurred since the close of the public review period, the City finds that there is no new significant information regarding adverse environmental impacts of the Project in the Final EIR and finds that recirculating of the Draft EIR is not required; and

r) Having received, reviewed, and considered all information and documents in the Final EIR, as well as all other information in the record of proceedings on this matter, the following Findings are hereby adopted by the City in its capacity as the CEQA Lead Agency. These Findings set forth the environmental basis for current and subsequent discretionary actions to be undertaken by the City and responsible agencies for the implementation of the Project.

4. Environmental Issues Determined Not to be Potentially Affected by the Project

Based on the responses to the Project's Notice of Preparation, the following environmental issues were determined by the City to be either inapplicable to the Project based upon the nature of the proposed development and/or the absence of any potential impact related to that issue or because the issue was potentially impacted to a degree deemed to be less than significant, and therefore did not warrant further consideration in the Final EIR other than as set forth in Section V of the Final EIR. No substantial evidence has been presented to or identified by the City which would modify or otherwise alter the City's less-than-significant determination for each of the following environmental issues: (1) Agricultural Resources, (2) Mineral Resources, (3) Recreation, and (4) Population/Housing.

5. Findings Regarding Potentially Significant Environmental Effects Which Are Determined Not to be Significant or Which Can Be Substantially Lessened or Avoided Through Feasible Mitigation Measures.

The City has determined, based on the threshold criteria for significance presented in the Final EIR, that the following environmental effects of the Project will not manifest at levels which have been determined by the City to be significant or, if significant, feasible mitigation measures identified in the Final EIR and adopted by the City as conditions of approval will result in the avoidance or substantial reduction of those effects.

Some of the environmental effects related to the Project were found to be less than significant, including Aesthetics, Air Quality, Hydrology/Water Quality, Land Use, Public Services, and Utilities. Effects related to Biological Resources, Cultural and Paleontological Resources, Hazards and Hazardous Materials, Noise, and Traffic, while potentially significant, are mitigated to below a level of significance. [Note: cumulative contributions to global climate change are addressed separately in Section 6.2 below.]

5.1 Biological Resources

Environmental Impacts: The Project would result in direct and indirect impacts to sensitive habitat.

a) The Project would impact 88.3 acres of land. The Project will result in the loss of 0.12 acres of jurisdictional southern willow scrub, 0.39 acres of disturbed southern willow scrub, and 0.22 acres of disturbed wetland. The Project would also result in the loss of upland habitat consisting of 39.80 acres of non-native grassland. These impacts to sensitive resources would be significant. The Project would also result in the loss of 47.8 acres of non-native vegetation, disturbed land, and developed areas, but these impacts would not be significant. No direct impact to any rare, endangered, threatened, or sensitive species are anticipated.

b) The Project could potentially have indirect impacts to sensitive species off-site in the adjacent open space associated with the San Luis Rey River, such as:

(i) Water quality: during construction, contaminated surface runoff and sedimentation can adversely affect water quality in adjacent habitats, particularly, riparian and wetland areas.

(ii) Fugitive dust: dust generated during project construction can potentially affect adjacent habitats.

(iii) Invasive species: non-native plants introduced by Project landscaping and/or from disturbance during grading can be highly invasive and can out-compete native vegetation, reducing habitat values and can also increase fire risk, change ground and surface water levels, and adversely affect wildlife dependent on native habitat.

(iv) Habitat fragmentation/edge effects: breaking up larger parcels of habitat into smaller discontinuous patches potentially results in habitat fragmentation (can occur by invasion of exotic species, intrusion of people and domestic animals, lighting, and noise).

(v) Noise: sensitive wildlife species can be adversely affected by shorter noise impacts (construction during breeding season) as well as long-term edge-effects.

(vi) Lighting: night-lighting can spillover into adjacent habitats, potentially interfering with wildlife movement and nocturnal habitats of certain species.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect on biological resources identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Biological Resources impacts to below a level of significance.

a) Direct Impacts: Wetland impacts to 0.12 acres of southern willow scrub shall be mitigated at a 3:1 ratio (0.36 acre); impacts to 0.39 acres of disturbed southern willow scrub and 0.22 acres of disturbed wetland shall be mitigated at a 2:1 ratio (0.78 acres and 0.44 acres, respectively), for a combined total of 1.58 acres. Mitigation for these impacts would be accomplished off-site by a combination of wetland creation and purchase of mitigation credits from the Mission Resource Conservation District arundo (giant reed) removal program. The mitigation for jurisdictional areas will include creation of a 0.28 acre (no net loss) and purchase of 0.40 acre of mitigation credits. Due to the highly disturbed nature of the habitats, mitigation for non-jurisdictional areas (0.62 acres) will consist of purchase of mitigation credits. The total mitigation for wetland impacts (including jurisdictional areas) would consist of creation of 0.28 acre and purchase of 1.3 acres of mitigation credits.

The proposed wetland mitigation plan (Helix, 2008; see Appendix B) would create 0.28 of wetland habitat with a 20-foot wide Diegan coastal sage scrub buffer totaling approximately 0.11 acre on a site located approximately 500 feet north of the project boundary (Figures IV.C-6 and 7) and located within designated critical habitat for the least Bell's vireo.

Impacts to upland habitat consisting of the loss of 39.8 acres of non-native grassland shall be mitigated at an 0.5:1 ratio (19.90 acres). While the Draft HCP envisions mitigation within the proposed WCPZ for the loss of habitat within the proposed WCPZ, no pre-approved mitigation areas or banks are currently available within the proposed WCPZ. The location of all off-site mitigation will require consultation with the City of Oceanside and the resource agencies.

While the proposed plant list for the on-site 100-foot wide corridor currently consists of native species including coastal sage scrub constituents that are compatible with the City's recommended plant guidelines, the final species selection will be subject to approval by the fire marshal as part of landscape work drawings.

The conservation easement over the onsite 100-foot corridor will be provided for review and approval by the Wildlife Agencies as a condition of project approval.

b) Indirect Impacts. To avoid potential indirect impacts to sensitive species occupying the off-site habitat along the San Luis Rey River, the following measures shall be implemented:

- Invasive Species: Landscaping within the development area shall avoid the use of invasive non-native plants, detailed in Table 5-5 of the draft HCP and/or the California Invasive Plant Inventory (California Invasive Plant Council, 2006).

- Seasonal Restrictions on Grading: No grading, grubbing, or clearing shall be allowed during the breeding season for least Bell's vireo (March 15-September 15) or raptors (January 31-July 31) unless preconstruction surveys are conducted to determine if these species occur within areas that would be impacted by noise levels greater than 60dB Leq.

If these species are nesting within this area at the time, these construction activities shall either (1) be postponed until all nesting/breeding behavior has ceased, or (2) a

temporary noise barrier or berm is constructed at the edge of the development footprint to ensure that noise levels are reduced to below 60dB Leq.

To ensure compliance with the Migratory Bird Treaty Act, clearing of any native vegetation shall be done outside the breeding season of most avian species (February 15-July 31), unless pre-construction surveys are conducted to determine that no nesting birds are present immediately to clearing nor are in the areas which could be impacted by noise.

- Construction limits: To ensure that construction activity remains within the defined limits of work, all construction and staging areas shall be fenced with orange construction fencing and silt fencing or fiber rolls. Delineated areas shall be regularly inspected by the project biologist per the construction monitoring schedule.

- Lighting: Lighting within the project area adjacent to the San Luis Rey River shall be selectively placed, directed away from the river, and of the lowest illumination possible for human safety.

A monitoring biologist (approved by the City) shall: 1) attend a preconstruction meeting, 2) be present during initial clearing and grubbing of habitat, and 3) be present during project construction within 500 feet of preserve habitat to ensure compliance with all conservation measures. The monitoring biologist shall ensure that: the contractor and construction personnel are educated about the sensitivity of adjacent habitats, construction fencing is installed, seasonal restrictions on grading are followed, trash is removed from sensitive habitat areas or adjacent areas, vehicle fueling occurs outside sensitive areas, pets of project personnel are not brought to the project site, construction night lighting is minimized to avoid impacts to sensitive habitats, and violations are reported and mitigated appropriately. The biologist shall submit a letter to the City that documents compliance with mitigation measures at the conclusion of construction.

Facts in Support of Findings:

a) Implementation of the above-described mitigation measure will reduce direct impacts to wetland habitat to a level less than significant. Direct impacts to wetlands will be mitigated in accordance with measures acceptable to the ACOE and CDFG and measures required within the WCPZ of the City's Draft HCP to ensure a no-net loss of wetlands. Additionally, the mitigation measure will require the purchase of an additional 1.3 acres of mitigation credits. Mitigation for the loss of jurisdictional waters will be conditions of the permits issued by the ACOE and CDFG. The proposed wetland mitigation plan (Appendix C) will create 0.28 acre of wetland habitat in an area 500 feet north of the project boundary located within designated critical habitat for the least Bell's vireo, thereby enhancing habitat for this protected species. The proposed mitigation plan also includes a 5-year monitoring program that includes regular monitoring visits, an annual report on the success of the restoration effort and the need for any remedial actions, and a final report at the end of the 5-year program. These measures ensure the viability of wetlands and have proven effective in avoiding potential impacts to sensitive wetland habitat. As such, potentially significant direct impacts associated with wetlands would be reduced to less than significant with implementation of this mitigation measure.

Implementation of the above-described mitigation measure will also reduce direct impacts to sensitive upland habitat to a less than significant level. The mitigation ratios prescribed by this mitigation measure are in accordance with the habitat mitigation requirements of the City's Draft HCP. As there are no approved mitigation areas within the proposed WCPZ, where impacts will occur, the location of all off-site mitigation for upland habitat requires consultation with the City of Oceanside and resource agencies. Proof of purchase of mitigation credits or other mitigation methods such as preservation/conservation for the loss of on-site upland habitats shall be required prior to the issuance of the project's grading permit. These measures ensure that adequate mitigation for upland habitat is implemented, before impacts occur, in a manner acceptable to the City and the resource agencies. As such, implementation of this mitigation measure ensures that impacts to upland habitat are reduced to a less than significant level.

Additionally, it should be noted that the project will revegetate a wildlife corridor of approximately 2-acres along the Project's eastern boundary to serve as a functioning habitat corridor and linkage for the gnatcatcher and other avian species. This wildlife corridor will also be subject to a permanent conservation easement, thus ensuring that it is preserved in perpetuity. The Project will not receive any mitigation credit for the habitat restoration performed in connection with this corridor, but it will provide an additional benefit to the community and further reduce potential impacts to biological resources.

b) Implementation of the above-described mitigation measures will reduce indirect impacts to sensitive wetland and upland habitat to a less than significant level. The mitigation measure prohibits use of invasive non-native plants in project landscaping which can reduce habitat values, increase fire risk, change ground and surface water levels, and adversely affect wildlife dependent on native habitat. It also requires that no grading, grubbing and clearing occur during the breeding season for least Bell's vireo or raptors unless preconstruction surveys are conducted to determine if these species occur within areas that would be impacted by noise exceeding 60 dB Leq. If preconstruction surveys reveal that least Bell's vireo or raptors are nesting, construction activities must be postponed until all nesting/breeding behavior is ceased or noise barriers must be constructed to ensure noise levels are reduced below 60 dB Leq. Additionally, clearing of native vegetation must occur outside the typical avian breeding season, unless preconstruction surveys determine no nesting birds would be impacted by clearing activities or noise. Construction activities and staging areas must also be contained with orange construction fencing and silt fencing or fiber rolls. Lighting must also be directed way from the river and of the lowest possible illumination to ensure minimal disturbance to sensitive species within the offsite habitat along the San Luis Rey River. There is also requirement for a biological monitor to attend preconstruction meetings and be present during grading and construction in close proximity to preserve areas to ensure that appropriate precautions are taken to protect sensitive biological resources on- and off-site. These measures have proven effective in avoiding potential indirect impacts to sensitive wildlife species during construction of a project.

5.2 Cultural and Paleontological Resources

Environmental Impacts: The Project could impact buried cultural resources and result in the direct or indirect destruction of a unique paleontological resource.

a) Archaeological site CA-SDI-5445 occupies the southern portion of the Project site. A portion of the site which is situated on the south side of Mission Avenue was determined to be significant and is an important site to the Luiseno people. Human cranial remains were found there previously, which leaves open the potential for encountering additional remains. The alluvial setting of the project area and history of flooding allows for the possibility of deeply buried cultural resources to exist in the area as well.

b) The project area is entirely underlain by the Eocene Santiago Formation, which is known to be fossil-bearing. Much of the fossil material of the Santiago Formation is considered to be of high scientific value, and its loss would be considered a significant impact.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Cultural and Paleontological Resources impacts to below a level of significance.

a) Cultural Resources. An archeological monitoring program would be implemented to ensure that project development would have no significant impacts to cultural resources within the project area. The program would consist of the following:

- The development of a pre-excavation agreement between the applicant and the appropriate Luiseno tribe(s) or other Native Americans as determined by the City.
- The presence of a qualified archaeologist and invitation to a Native American monitor at the pre-construction meeting.
- A Native American monitor to be invited and an archaeological monitor will be on-site during initial grading, trenching, or other ground-disturbing activities of existing soils. Monitoring will not be required during the subsequent soil import and grading operations as it will not disturb native soils.
- The analysis of any cultural material found.
- The preparation of a report detailing the methods and results of the monitoring program.
- The curation or repatriation of the cultural material collected.

b) Paleontological Resources. The following measures are required to offset potential impacts to paleontological resources:

- Prior to issuance of grading permits, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. (A qualified paleontologist is defined as an individual with an M.S. or Ph.D in paleontology or geology

who is familiar with paleontological procedures and techniques.) The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.

- A paleontological monitor shall be onsite during grading operations to evaluate the presence of fossils within previously undisturbed sediments of the Santiago Formation to inspect cuts for contained fossils. (A paleontological monitor is defined as an individual who has experience in the collection and salvage of fossil materials.) The paleontological monitor shall work under the direction of a qualified paleontologist.

- When fossils are discovered, the paleontologist (or paleontological monitor) shall recover them. In most cases, the fossil salvage can be completed in a short period of time. Some fossil specimens (such as a complete whale skeleton) may require an extended salvage time. In these instances, the paleontologist (or paleontological monitor) shall be allowed to temporarily direct, divert, or halt grading. To allow recovery of small fossil remains such as isolated mammal teeth, it may be necessary in certain instances to set up a screen-washing operation on the site.

- Prepared fossils along with copies of all pertinent field notes, photos, and maps shall be deposited (with the applicant's permission) in a scientific institution with paleontological collection such as the San Diego Natural History Museum. A final summary report shall be completed and distributed to the City and other interested agencies which outlines the results of the mitigation program. This report shall include discussions of the methods used, stratigraphy exposed, fossils collected, and significance of recovered fossils.

Facts in Support of Findings:

a) Implementation of the above-described mitigation measure would reduce the potentially significant impact of disturbance of human remains or cultural artifacts during grading activities to a less than significant level. The mitigation measure requires that a qualified archeologist be retained to carry out a mitigation program before issuance of a grading permit. The mitigation measure further requires development and implementation of a archeological monitoring program that would require a pre-excavation agreement with the appropriate Luiseno tribe(s) or other Native Americans as determined by the City, coordination with and supervision of an archeologist and an invited Native American monitor who will be present during the preconstruction meeting as well as initial grading, trenching or other ground-disturbing activities of existing soils. The archeological monitoring program will address how to analyze any cultural material found, the curation or repatriation of any cultural material collected, and the preparation of a report documenting the methods and results of the monitoring program. The monitoring and potential data recovery programs as well as pre-excavation coordination with the Luiseno people is being required at the request of the Luiseno people and has proven to be effective in avoiding impacts from grading on archeological resources.

b) Implementation of the above-described mitigation measure would reduce the project's potential to disturb significant paleontological resources to a less than significant level. Grading for the project may uncover fossil material of the Santiago Formation of high scientific value, which may contain significant paleontological resources. The mitigation measures require a monitoring program and approved qualified paleontological monitor, working under the direction of

a qualified paleontologist, to be present during pregrading meetings and during grading operations affecting previously undisturbed sediments of the Santiago Formation, with authority to halt grading if resources are uncovered or evident. If identified, the paleontologist will coordinate and implement a salvage program. Through this process, and the cleaning, storage and contribution of any fossil remains to the San Diego Natural History Museum or other scientific institution (with the applicant's permission), any significant paleontological resources that may be present on the Project site will be protected. These procedures combined with a final summary report from the monitor describing the mitigation program have proven to be an effective program for preservation and recovery of paleontological resources.

5.3 Geology/Soils

Environmental Impacts: The Project could result in potentially significant impacts associated with ground settlement. Subsurface soils on-site have a moderate potential to cause ground settlement from liquefaction and dynamic compaction.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Geology/Soils impacts to below a level of significance.

To mitigate the potentially significant impacts associated with ground settlement, the following mitigation measures shall be implemented:

- Loose surficial soil in the upper 1 to 2 feet would be over-excavated prior to placement of fill or in building pad locations. The upper 5 to 10 feet of soil, which is loose to medium dense, would be over-excavated in deep fill areas, and compacted as engineered fill.

- To mitigate potential differential settlement of structures, two options may be used. One is to perform conventional grading with reduced foundation bearing capacities, and the other would be to improve the subsurface with deep dynamic compaction with higher bearing capacities for foundations.

On-site soil generated from cut areas following clearing and grubbing that is free of excess organic material (3% or less by weight) or debris may be suitable for use as structural fill. Imported Select Fill should be non-expansive, having a Plasticity Index of 12 or less, an R-Value greater than 40, and enough fines so the soil can bind together. Imported soil should be free of organic materials and debris, and not contain rocks or lumps greater than 3 inches in maximum size. Imported Select Fill shall be approved by the geotechnical engineer prior to delivery on-site.

Compaction requirements shall be consistent with those specified in the geotechnical report (90-95% relative compaction with 1 to 2% above optimum moisture content), and site grading shall be

performed in accordance with these recommendations and the Grading and Earthwork Specifications.

Other measures would be implemented to avoid geotechnical impacts:

- Seismic considerations. Building design would be considered in accordance with the latest edition of the Uniform Building Code (UBC), California Building Code (CBC), or International Building Code (IBC).

- Pavement recycling. The existing pavement at the drive-in theater would be recycled and used on-site; it would be ground to minus 1-inch and mixed with underlying base rock. This material could be utilized as sub-base material in paved areas or "select fill."

- Buried structures. Buried structures/foundations from previous land uses encountered during construction would be removed and replaced with compacted, engineered fill. The upper 7 feet or at least 3 feet below the lowest utility in the area for the movie theater screen foundations would need to be removed.

- Rainy season grading. If grading is to be undertaken during the rainy season, potential unstable subgrade conditions could be encountered. As appropriate, remedial measures such as removal and replacement, use of a geogrid, or soil treatment would be implemented subject to approval by the City Engineer. With such remedial measures, rainy season grading is allowable, although the geotechnical report recommends that avoiding construction during the rainy season would also avoid impacts with seasonal groundwater fluctuations.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with ground settlement to a less than significant level. The mitigation measure requires that soils be excavated and recompacted, and that project fill material be treated in a way that avoids adverse impacts associated with ground settlement. The mitigation measure also calls for the removal, treatment and reuse of pavement and buried structures/foundations that may be encountered onsite in a manner that protects ground stability. A pre-construction conference shall be held with the applicant's representative(s), general contractor, grading contractor, and project geologist prior to clearing/demolition activities. The geotechnical consultant shall review the final project plans prior to construction, to ensure that the plans are in compliance with the recommendations and requirements set forth in the geotechnical studies. Adequacy of clearing operations shall be verified by the geotechnical engineer's representative during construction, prior to placement of engineered fill. Compliance with these measures will be a requirement of the grading permit issued for the project and, therefore, must be implemented during project grading and construction. The mitigation measure also requires that development conform with the Uniform Building Code, California Building Code, or International Building Code, each of which has proven effective in addressing potential seismic hazards. Lastly, the measure requires remedial action to be taken if grading occurs during the rainy season to ensure unstable subgrade conditions are not problematic for the Project. These remedial actions will require approval of the City Engineer. These measures have proven to be effective in avoiding significant geology/soils impacts.

5.4 Hazards and Hazardous Materials

Environmental Impacts: Construction of the Project has the potential to create a significant hazard to the public or the environment through conditions involving the release of hazardous materials.

a) Portions of the Project site have been used for agriculture since at least 1928, possibly until 2001. Soils tests revealed five soil samples to have concentrations of the pesticide dieldrin exceeding the Preliminary Remediation Goal, and one sample to have concentrations of the pesticide toxaphene exceeding the PRG. These concentrations in excess of PRG appear to be isolated occurrences.

b) Additionally, the removal of a leaking underground storage tank ("LUST") from the former Mission Auto and Self Storage Center (off-site) left behind petroleum-impacted soil. As this site is near the subject property, measures described below are recommended during Project grading to ensure that if petroleum residue impacted soil is found in the Project area, it will be properly disposed of in accordance with all legal requirements.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect impacts to Hazards and Hazardous Materials to below a level of significance.

To avoid significant impacts associated with potential hazardous materials, the following measures shall be implemented:

- Due to the occurrence of pesticides detected onsite, a Report of Waste Discharge (RWD) must be submitted to the Regional Water Quality Control Board (RWQCB), where the owner/discharger must then acquire waste discharge requirements (WDRs).

- An environmental geologist shall be onsite during grading for observation during soil removal in the area onsite adjacent to the former Mission Auto and Self Storage Center, at the site's southeastern boundary. If petroleum affected soils are encountered, grading will be halted until the soil has been tested and properly removed.

- All trash, debris, and waste materials will be disposed of offsite, in accordance with current local, state, and federal disposal regulations and procedures.

- To mitigate for the presence of restricted agricultural residues onsite which were found to slightly exceed the thresholds established in the PRGs, the project shall place the dieldrin and toxaphene affected soil to depths of 2 to 3 feet, as determined by their sample locations This measure would occur in conjunction with the import of more than 400,000 cubic yards of fill required to raise site grades an average of 3 to 4 feet,. and would thereby place a minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above

groundwater. Placement of the affected soil shall be in the proposed parking areas of the Pavilion Commercial Center. This would place the affected soil at least 10 feet away from the proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater.

- An asbestos and lead survey shall be performed on the structures that currently occupy the site due to their age and potential for carrying these substances. This survey should be performed by a licensed asbestos/lead contractor prior to demolition, removal, and disposal.

- With regard to airport safety, prior to issuance of building permits, the project will be required to provide evidence of compliance with any imposed height limitations or other FAA overflight safety requirements. The project will submit a Notice of Proposed Construction or Alterations (Form 7460-1) for final FAA approval of height structures, landscape, lighting and other final design elements.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with the potential release of hazardous materials to a less than significant level. The mitigation measure requires RWQCB oversight for the discharge of pesticides and also requires that trash, debris and waste materials be disposed of offsite in accordance with applicable law. The mitigation measure also requires performance of asbestos and lead surveys for all structures on the Project site, and for removal and disposal, if necessary by a licensed asbestos/lead contractor prior to demolition. The mitigation measure also requires that an environmental geologist observe soil removal in the area near the LUST, with authority to halt grading if it is determined that petroleum affected soils are present until the soil has been tested and property removed. As stated above, any removal must be performed in compliance with all applicable law. The measure also requires that dieldrin and toxaphene affected soils exceeding thresholds established in the PRGs shall be placed at depths of 2 to 3 feet. Imported fill would then be placed 3 to 4 feet above the dieldrin and toxaphene affected soils, ensuring a minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above groundwater. These soils will be placed in proposed parking areas, to ensure they are at least 10 feet away from proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater. These measures have proven to be effective in avoiding significant impacts associated with hazardous materials.

No significant impacts were identified with respect to airport safety. Nevertheless, the Project will also be required to provide evidence of compliance with imposed height limitations or other FAA overflight safety requirements prior to issuance of building permits to ensure airport safety concerns are avoided. It should also be noted that the Project proposes a slightly modified building layout than that studied as the proposed project in the Draft EIR. These changed building layout modifications are very minor in areas of concern near the airport, and final placement would be subject to review and concurrence as part of the ALUC conditions and FAA review. These requirements will ensure that the Project does not result in significant hazards with respect to airport safety.

5.5 Noise

Environmental Impacts: During construction, the loudest hourly sound level within the habitat area adjacent to the Project site could potentially be as high as 75.7 dBA as a result of construction activities, which is above the wildlife habitat noise limit of 60 dBA. Noise in excess of this level occurring during the least Bell's vireo breeding areas may substantially mask the vireo's song which could potentially impact the species during their breeding season (March 1 through September 1).

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Noise impacts to below a level of significance.

A temporary ten-foot high wall would be constructed along the proposed top-of-slope adjacent to the sensitive habitat area. Implementation of this measure would lower potentially significant noise levels below the Wildlife Noise Regulation thresholds.

Facts in Support of Finding: Implementation of the above-described mitigation measure will reduce potentially significant impacts associated with construction noise to a less than significant level. This mitigation measure would require construction of a wall adjacent to the sensitive habitat area adjacent to the Project site. This sound wall would ensure that construction noise levels experienced from within the habitat area are reduced to less than 60 dBA, thus ensuring that construction noise does not mask the least Bells vireo song and interfere with breeding. This mitigation measure will reduce significant construction noise impacts to less than significant.

5.6 Transportation/Traffic

Environmental Impacts: Construction related and operational traffic associated with the Project could result in potential significant traffic impacts in the Horizon Year 2020.

a) The Project will have a significant direct impact on the Mission Avenue roadway segment between Foussat Road and El Camino Real. Without the Project, this roadway segment is forecast to operate at an acceptable LOS C in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS F during the Horizon Year 2020.

b) The Project will have a significant indirect impact on the El Camino Real roadway segment between Los Arbolitos Boulevard and Mission Avenue. Without the Project, this roadway segment is forecast to operate at an acceptable LOS C in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS D during the Horizon Year 2020.

c) The Project will have a significant indirect impact on the North Douglas Drive roadway segment between North River Road and Pala Road. Without the Project, this roadway

segment is forecast to operate at an acceptable LOS E in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS E during the Horizon Year 2020.

d) The Project will have a significant indirect impact on the North Douglas Drive roadway segment between Pala Road and El Camino Real. Without the Project, this roadway segment is forecast to operate at an acceptable LOS F in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS F during the Horizon Year 2020.

e) The Project will have a significant direct impact on the intersection of Pala Road/North Douglas Drive. Without the Project, this intersection is forecast to operate at an acceptable LOS D/C in the Horizon Year 2020. With the Project, the intersection is forecast to operate at an unacceptable LOS E/C during the Horizon Year 2020.

f) The Project will have a significant indirect impact on the intersection of SR 76/Rancho del Oro Drive. Without the Project, this intersection is forecast to operate at an unacceptable LOS D/D in the Horizon Year 2020. With the Project, the intersection is forecast to operate at an unacceptable LOS D/D during the Horizon Year 2020.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Transportation/Traffic impacts to below a level of significance.

Impacts caused by a project (direct impacts) are to be mitigated by that project. Impacts caused by a project and other projects (indirect cumulative impacts) are mitigated by each project paying its proportional share (fair share) to mitigate overall project impacts or, alternatively, constructing improvement mitigation that will reduce the project's incremental contribution.

<u>Roadway Segments</u>

- Mission Avenue between Foussat Road and El Camino Real (project frontage). The project will install dedicated right turn lane westbound and dual eastbound left turn lanes at the project access road to improve flow along Mission Avenue.

- El Camino Real between Los Arbolitos Boulevard and Mission Avenue. The project will contribute its Fair Share costs for the installation of a second northbound left turn lane from El Camino Real onto Los Arbolitos Boulevard, to improve northbound traffic flow on El Camino Real.

- North Douglas Drive between Pala Road and El Camino Real. The City of Oceanside's General Plan Land Use Element has noted acceptable LOS could be obtained by constructing this roadway segment as a six-lane major arterial, but due to right-of-way constraints only a four-lane major arterial can be accommodated. The segment can be improved by installation

of dual northbound left turn lanes at Pala Road to improve flow on Douglas Drive will be done by the project. This improvement is also needed to mitigate project intersection impacts, and thus the project will construct this improvement.

- Foussat Road shall be constructed as a five lane secondary arterial with median islands from SR 76 along the project frontage to Pala Road. Foussat Road will accommodate the necessary turn lanes for the project. The east side of Foussat Road, along the project frontage shall be improved with curb, gutter, and sidewalk. Foussat Road shall be constructed to the satisfaction of the City Engineer.

- Pala Road shall be constructed as a 4-lane secondary arterial (with a two-way-left-turn-lane) from Foussat Road to the project's northern property boundary. The northern terminus of Pala Road shall be constructed with a cul de sac per Standard Drawing M-6 in the City's Engineers Design and Processing Manual. Pala Road shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

These creative measures will improve traffic flow on these segments. At this time, the widening of SR 76 is planned by Caltrans, and that widening is assumed as being in place for analytic purposes, but funding and commencement dates have not been established.

Intersections

- SR/ 76 Rancho del Oro Drive. The project shall construct improvements including, but not limited to, two additional through lanes and/or a dedicated northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection of Rancho Del Oro Drive/SR-76, as determined by the City Engineer or Caltrans. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement. In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to project occupancy, the project shall contribute in cash, letter of credit or other form acceptable to the City, prior to occupancy, an amount equivalent to the cost for design and construction of the identified northbound right turn improvements and signal phasing. Use of these funds to complete improvements shall be a the discretion of the City of Oceanside Traffic Engineering Division in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at this Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.

- Pala Road/ North Douglas Drive. The project will modify the traffic signal and phasing to include an eastbound right-turn overlap from Pala Road onto North Douglas Drive. The project will install dual northbound left-turn lanes at Pala Road to improve traffic flow on North Douglas Drive. These measures will improve LOS to C.

- The project driveway located on Foussat Road approximately 400 feet north of SR 76 shall be constructed 28 feet wide with restricted access (right turns in and out only)with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located on Foussat Road at Alex Road shall be constructed 40 feet wide with an exclusive left turn lane and a shared left, through, and right lane. A new traffic signal shall be constructed at this project driveway and shall be split phased to adequately serve the project. Left turn pockets with median islands shall also be constructed on Foussat Road to provide for left turning access at the project driveway and Alex Road. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located at Foussat Road (bridge)/Pala Road shall be constructed a minimum of 50 feet wide with an exclusive left turn pocket, a shared left-through pocket, and an exclusive right turn pocket. The southbound approach at the southern bridge abutment shall be improved to provide an exclusive right turn pocket, a through pocket and a left turn pocket. The driveway shall properly align with the existing bridge. Foussat Road and Pala Road shall provide exclusive left turn pockets with median islands for left turning access at this driveway. A new traffic signal shall also be constructed and be split phased to properly serve traffic at this location. These improvements shall be completed to the satisfaction of the City Engineer.

- The project driveway located approximately 500 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide with restricted access (right turns in and out only) with appropriate signing and striping. A median island shall be constructed on Pala Road to facilitate the restricted access at this project driveway. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 900 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 1200 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 1600 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with construction related and operational traffic to a less than significant level. Each of these mitigation measures must be implemented prior to issuance of final occupancy permits, or per an alternative schedule approved by the City Engineer. Any alternative schedule will ensure that mitigation is implemented prior to the occurrence of a significant impact.

a) Mission Avenue between Foussat Road and El Camino Real (project frontage). By installing a dedicated right turn lane westbound and dual eastbound left turn lanes at

the Project access road, the flow of traffic along Mission Avenue will be sufficiently improved to avoid significant impacts to this roadway segment. This mitigation measure is a "creative measure". As discussed in the Final EIR, creative measures must be developed to improve operational capacity in connection with any proposed development project that affects a street segment that is projected to operate at less than LOS C. The "creative measure" required by this mitigation measure will improve traffic conditions along Mission Avenue between Foussat Road and El Camino Real, though the level of improvement cannot be quantified.

b) El Camino Real between Los Arbolitos Boulevard and Mission Avenue. The Project will contribute a fair share contribution towards installation of a second northbound left turn lane from El Camino Real onto Los Arbolitos Boulevard, to improve northbound traffic flow on El Camino Real.

c) North Douglas Drive segment between Pala Road and El Camino Real. The Project will mitigate significant indirect impacts to this roadway segment to a level of less than significant by installing dual northbound left turn lanes at Pala Road and North Douglas Drive to improve flow on Douglas Drive. This mitigation measure is a "creative measure" which will improve traffic flow sufficient to avoid significant impacts at the affected roadway segment, though the degree of segment improvement cannot be quantified.

d) SR/ 76 Rancho del Oro Drive intersection. The Project will mitigate significant indirect impacts to this intersection by constructing a dedicated northbound right turn lane on Rancho Del Oro Drive and improving signal phasing at the intersection of Rancho Del Oro/SR-76. Currently, vehicles queue several hundred feet during the peak hour to make this right turn. Although the Project does not contribute to this movement, providing a dedicated right turn lane will help relieve current condition, resulting in a reduction in delay that mitigates the Project's incremental contribution to this cumulative impact. If the Project applicant is unable to obtain permits from Caltrans necessary to construct these improvements, it will deposit sufficient funds with the City to design and construct the improvements. The City will then coordinate with Caltrans to use those funds in a manner that ensures the Project's incremental impacts to this intersection are appropriately mitigated.

e) Pala Road/ North Douglas Drive intersection. The Project will modify the traffic signal and phasing at this intersection to include an eastbound right-turn overlap from Pala Road onto North Douglas Drive. The Project will also install dual northbound left-turn lanes at Pala Road to improve traffic flow on North Douglas Drive. These measures will improve the operation of this intersection to an acceptable LOS to C.

6. Findings Regarding Impacts Not Fully Mitigated to a Level of Less Than Significant

The Final EIR identifies two subject areas in which the Project will result in an impact on the environment: (1) cumulative global warming impacts, and 2) transportation/traffic) which will have significant environmental effects, even after the application of all feasible mitigation measures identified in the Final EIR. In accordance with CEQA Guidelines Section 15092(b)(2), the City shall not approve the Project unless it first finds under CEQA Section 21081(a) and CEQA Guidelines Section 15091(a) that specific economic, legal, social, technological, or other considerations, including the provision of employment opportunities for highly trained workers, make infeasible the

mitigation measures or project alternatives identified in the Final EIR, and also finds under CEQA Guidelines 15092(b)(2)(B) that the remaining significant effects are acceptable due to overriding considerations as described in CEQA Section 15093.

6.1 Transportation/Traffic

Environmental Impact: The Project will result in significant, unavoidable transportation/traffic impacts.

a) The roadway segment of North Douglas Drive between North River Road and Pala Road shows significant impacts to traffic flow due to constraints of the bridge over the San Luis Rey River, included in this roadway segment. There are right-of-way limitations associated with the existing bridge across the San Luis Rey River within this roadway segment; this is identified in the Circulation Element.

b) The impact of trucks hauling material on the roadway segment of El Camino Real between Mesa Drive and Oceanside Boulevard would be a short-term impact that can not mitigated to below a level of significance.

Finding: Pursuant to CEQA Guidelines § 15091(a)(3), specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible certain mitigation measures and the project alternatives identified in the EIR.

Mitigation Measures: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate some potential direct and indirect Transportation/Traffic impacts to below a level of significance, but not necessarily all impacts:

a) There are no feasible additional mitigation measures due to bridge constraints.

b) On the segment of El Camino Real between Mesa Drive and Oceanside Boulevard, the City has directed this project be responsible for videotaping roadway conditions prior to and after truck activities are completed. Project truck drivers will maintain daily logs of roadway conditions and report damages greater than normal wear and tear of the roadways. Roadway damage directly caused by the Project's truck hauling activities will be the responsibility of the Project applicant. Since El Camino Real is designated by the City as a truck route, normal wear and tear and damages unrelated to project traffic will not be the responsibility of the Project applicant.

Facts in Support of Finding:

Even with implementation of the above described mitigation measures, the City finds that the effects of the Project related to transportation and traffic cannot be reduced to below a level of significance. Therefore, a Statement of Overriding Considerations will be prepared and required to certify the Final EIR and approve the Project. The City has determined that the Project benefits are substantial and outweigh the unavoidable adverse environmental effects related to traffic associated with the Project. This finding is supported by the facts that: the Project will implement the General Plan and Community Commercial designations for the Project site by providing prominent and wide

ranging retail development, the Project facilitates implementation of a final HCP and implements General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements, the Project provides meaningful employment opportunities, the Project significantly enhances the economic vitality of the City by providing additional tax revenue of $3,776,000, and the Project provides for the productive and attractive reuse of the dilapidated Project site. The City finds that these benefits when balanced against the unavoidable significant adverse impacts, outweigh the impacts because of the social and economic values which accrue to the community.

6.2 Cumulative Contribution to Global Climate Change

Environmental Impact: The Project's incremental (cumulative) contribution to global climate change is extremely small, but it is being treated as significant and unmitigable as there are no uniformly identified standards or criteria for establishing "thresholds of significance." CO2 and N2O emissions expected to be generated by Project-related traffic, small engine utilization (for ongoing maintenance of the Project), and natural gas emissions would generate an aggregate equivalent GHG load of 78,165.1 pounds of CO2 per day. The local annual warming effect to this level of emissions was found to be 0.0077F. The Project's statewide CO2 contribution would be roughly 0.0000577%. This contribution is incrementally minuscule, but determined to be cumulatively significant and unmitigable in the Final EIR due to the lack of established thresholds of significance for GHG emissions.

Finding: Pursuant to CEQA Guidelines § 15091(a)(3), specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible certain mitigation measures and the project alternatives identified in the EIR.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, where feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect cumulative contribution to global climate change impacts to below a level of significance.

Implementation of the following mitigation measures would reduce emissions and associated impacts to global warming, although they would not fully reduce the significant impact to below a level of significance:

Trip Reduction Strategies:

1. Encourage commute alternatives by informing employees and customers about transportation for reaching the location (i.e. post transit schedules/routes), and provide for on-site public transit, pedestrian, and bicycle use.

2. Encourage employee ridesharing by posting commuter ride sign-up sheets, employee home zip code map, and similar programs.

3. Consider flexible schedules where appropriate to allow workers to avoid heavy traffic commutes.

4. Where possible, arrange for a single vendor who makes deliveries for several items.

5. Plan delivery routes to avoid unnecessary trips.

6. Keep vehicles well maintained to prevent leaks and minimize emissions.

7. Provide car/van pool parking.

8. Sell bus or light rail passes to employees at a discount.

9. Promote bus use and ride-sharing in promotional materials.

Onsite Energy Reduction Strategies:

1. Complete regularly scheduled maintenance on all heating, ventilation, and air conditioning (HVAC) systems.

2. Use an energy management system to control lighting, exhaust, refrigeration, and HVAC systems.

3. Install occupancy sensors for lighting in low occupancy rooms, including walk-in refrigerators and freezers.

4. Replace incandescent bulbs with compact fluorescent lights where appropriate to do so.

5. Install ultra efficient ballasts to dim lights to take advantage of daylight.

6. Install programmable thermostats to control heating and air conditioning.

7. Insulate all major water pipes and refrigeration cold suction lines.

8. Use weather stripping to close air gaps around doors and windows.

9. Use Led's or fluorescent bulbs for exit signs.

10. Select electrical equipment with energy-saving features (e.g., Energy Star).

11. Install plastic strip curtains on walk-in refrigerators/freezer doors.

12. Utilize on-demand water heater systems; use solar heaters if feasible.

13. Install ceiling fans.

Facts in Support of Finding: Implementation of the above-referenced mitigation measure would reduce emissions and associated impacts to global warming. Among other things, the mitigation measures would reduce vehicle trips associated with the Project and Project-related energy consumption, both major sources of green house gas emissions that contribute to global warming. However, in the absence of identifiable thresholds of significance, these measures would not necessarily reduce the significant impact to below a level of significance. Based upon its review of

the Final EIR, the City has determined that no feasible mitigation measures have been identified that could reduce significant cumulative global warming impacts to a less than significant level in the absence of identifiable threshold standards. Therefore, a Statement of Overriding Considerations will be prepared and required to certify the Final EIR and approve the Project. The City has determined that the Project benefits are substantial and outweigh the unavoidable adverse environmental effects related to global warming associated with the Project. This finding is supported by the facts that: the Project will implement the General Plan and Community Commercial designations for the Project site by providing prominent and wide ranging retail development, the Project facilitates implementation of a final HCP and implements General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements, the Project provides meaningful employment opportunities, the Project significant enhances the economic vitality of the City by providing additional tax revenue of $3,776,000, and the Project provides for the productive and attractive reuse of the dilapidated Project site. The City finds that these benefits when balanced against the unavoidable significant adverse impacts, outweigh the impacts because of the social and economic values which accrue to the community.

7. Findings Regarding Alternatives

Under CEQA, whenever a public agency considers approving a project for which the EIR concludes that notwithstanding the incorporated mitigation measures, there will nonetheless remain significant impacts that are not avoided or lessened below a level of significance, the public agency must consider and make findings regarding the feasibility of alternatives discussed in the EIR. As stated in CEQA §21002:

> "[It] is the policy of the State that public agencies should not approve projects as proposed if there are feasible alternatives or mitigation measures available which would substantially lessen the significant effects of such projects...The legislature further finds and declares that in the event specific economic, social, or other conditions make infeasible such project alternatives or mitigation measures, individual project may be approved in spite of one or more significant effects thereof."

The Final EIR concludes that after incorporation of the mitigation measures outlined in Section 5 above, the Project would still have significant and unmitigable environmental impacts on transportation/traffic and global warming.

CEQA Guidelines §15091 states that the determination of the infeasibility of alternatives must evaluate any economic, social, or other considerations related to the alternatives and as compared to the projects as proposed in the EIR. "Feasible" is defined in CEQA Guidelines §15364 as "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors." At the same time, infeasibility is not equated with impossibility, and case law recognizes that an alternative or mitigation measure may also be infeasible if it is undesirable or impractical from a policy standpoint.

In undertaking the comparative analysis called for under CEQA in considering the feasibility of project alternatives, it is also necessary to keep in mind the project objectives as expressed in the Final EIR. The project objectives, as listed in Section III of the EIR, are as follows:

- To create a unique shopping center consisting of approximately 950,000 square feet that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment, and community uses in conformance with City zoning requirements and the General Plan land use goals and principles.

- To create a destination shopping center providing a variety of unique shopping, dining, and entertainment opportunities that will serve Oceanside residents, persons visiting Oceanside, and that will attract shoppers from surrounding communities.

- To facilitate productive and attractive re-use of the project site that is an abandoned drive-in movie theater currently being used for weekend swap meets.

- To implement the General Plan's economic goals and principles by significantly enhancing the economic vitality of the City of Oceanside by providing additional revenues from this site through increased property taxes and sales taxes, increasing the City's opportunity to recapture its fair share of citizens' sales tax expenditures presently going to surrounding communities.

- To implement the General Plan by creating additional employment opportunities, including temporary construction-related employment and permanent retail/property management-related employment, that will also contribute towards the City's achievement of a jobs/housing balance by providing additional employment opportunities without increasing housing stock within the City.

- To create a development that is compatible with and does not interfere with the safety and function of the Oceanside Municipal Airport.

- Provide a pedestrian-friendly "main street" lifestyle center combining small shops, restaurants, movie theaters, and recreational/health facilities in combination with larger retail outlets.

The Draft EIR for The Pavilion at Oceanside project examined the following alternatives: No Project Alternative, Off-Site Pala Road Extension Alternative, and Reduced Project/Draft Subarea Plan Alternative. As discussed above, the Project being carried forward for consideration is that the Reduced Project/Draft Subarea Plan Alternative. The FEIR determined this to be the environmentally superior alternative to the proposed project described in the Draft EIR. In rejecting the other alternatives considered in the Draft EIR, the City has examined the objectives of the Project and weighed the ability of the various alternatives to meet those objectives. The City believes that the Reduced Project/Draft Subarea Plan Alternative, described and evaluated in the Draft EIR, comes closest to meeting these objectives, with the least environmental impact. Therefore, pursuant to Public Resources Code section 21081(a)(3) and CEQA Guidelines 15091 (a)(3), the City finds that (i) the Final EIR considers a reasonable range of project alternatives and mitigation measures

and (ii) specific economic, legal, social, technological or other considerations make infeasible the alternatives as follows:

7.1 No Project Alternative. Under the No Project Alternative, the proposed commercial retail development would not be built and the land would be left in its present condition.

Finding: The City finds that specific economic, legal, social, technological, or other considerations make infeasible the No Project Alternative identified in the Final EIR.

Facts in Support of Finding: This alternative is rejected as infeasible because it would not achieve any of the objectives of the Project. On a comparative basis, the No Project Alternative would:

- Potentially violate the property owner's rights to make reasonable beneficial use of the property consistent with uniformly applied policies, ordinances, regulations, and constitutional protections and reasonable investment backed expectations of development and use consistent with the General Plan, zoning, and comparable commercial development throughout the City designating the Property to be developed for community commercial uses.

- Re-direct the needed commercial development to be developed elsewhere, with impacts to that area and eliminating needed retail and commercial services. It should be noted that within the City of Oceanside, there are no other properties designated for community commercial uses which are even close to the size or capacity of the Project site.

- Be inconsistent with the General Plan and Zoning.

- The existing swap meet with abandoned movie screens would continue.

7.2 Off-Site Pala Road Extension Alternative. The Off-Site Pala Road Extension Alternative would consist of the project as currently proposed, but would require the applicant to extend Pala Road as a four-lane secondary arterial from the Project's northerly boundary to the current terminus of Pala Road at Los Arbolitos Boulevard. This off-site connection would complete Pala Road as a 4-lane secondary arterial between Douglas Drive and North Foussat Road, providing an alternate link between El Camino Real and Mission Avenue/Expressway 76. Construction of this extension would have an impact footprint of approximately 10.1 acres, would require import of an additional 154,000 cubic yards of fill, and reduce the existing flood control and water quality functions of parkland.

Finding: The City finds that specific economic, legal, social, technological, or other considerations make infeasible the Off-Site Pala Road Extension Alternative identified in the Final EIR.

Facts in Support of Finding: Because the Off-Site Pala Road Extension Alternative contemplates development of the Project as proposed in addition to construction of the Off-Site Pala Road extension, it would meet the basic Project objectives. Additionally, the Off-Site Pala Road Extension Alternative would be consistent with the Circulation Element requirement to construct the

Pala Road extension. As compared to the Project, development of this alternative would also improve the LOS at some area intersections and roadway segments. However, development of the Off-Site Pala Road would also result in more significant impacts in several study areas, including biology, and it would not avoid or significantly reduce the Project's significant unmitigable impacts on traffic or global climate change.

The Off-Site Pala Road Alternative would result in the direct loss of an additional 4.56 acres of southern willow scrub, freshwater marsh/emergent wetland, disturbed wetland, and tamarisk scrub; 0.7 acre of non-native grassland; and 4.8 acre of disturbed habitat and developed land. Additionally, this alternative would directly impact an additional 4.35 acres of ACOE jurisdictional waters and 4.56 acres of CDFG jurisdictional waters. To mitigate the increased impacts to wetlands and jurisdictional non-wetland waters, it would be necessary to provide an estimated 13 acres of wetland mitigation. At this time, no suitable location for such mitigation has been identified. Doing work in Park Pond, which is a critical component of the drainage system in the area would typically need to be completed outside the rainy season, but with Park Pond (and the roadway bed) occupied by the federal- and state-listed Endangered least Bell's vireo, construction is generally not allowed between March 15 and September 15. The Off-Site Pala Road Alternative would also reduce the flood control and water quality features of Park Pond by reducing its capacity. Mitigation measures such as construction of temporary noise barriers may allow grading during the breeding season. In addition to the least Bell's vireo, the Off-Site Pala Road Alternative would also impact the yellow-breasted Chat, yellow warbler, and Cooper's hawk, all CDFG Species of Special Concern. With the exception of the yellow-breasted chat, all of these species are considered Covered species under the MSCP. The Off-Site Pala Road Extension is also within critical habitat for the least Bell's vireo and adjacent to critical habitat for the Southwestern willow flycatcher. The alternative would result in significant direct loss of habitats for these species. The alternative could also result in indirect impacts to water quality, fugitive dust, non-native plant colonization of previously undisturbed areas, construction and operational noise/animal breed behavioral changes, night lighting and other adverse edge effects. Lastly, the southern portion of the contemplated roadway alignment would traverse Restoration Priority Area 3, identified in the Draft HCP as an area to consist of up to approximately 11 acres that could be restored either as coastal sage scrub or wetland habitat.

The Off-Site Pala Road Alternative could also result in additional significant cultural and paleontological resources, as compared to the Project. CA-SDI-5445 extends into the southern portion of the proposed alignment; human bone has been found at the site. The alluvial setting and history of flooding also provide the potential for cultural resources to be buried deep beneath the ground's surface. These impacts could be mitigated by a archeological monitoring program and paleontological monitoring program in the event buried fossil materials are encountered.

The Off-Site Pala Road Alternative could also result in significant geology/soils impacts because it contains relatively loose soils, is in an area with the potential for strong seismic ground motions, has shallow groundwater and is subject to liquefaction. This alternative would also have impacts on hydrology and water quality as it would reduce the storage capacity of Park Pond by approximately 55 acre-feet, to its design capacity of 160 acre-feet, thereby reducing its capacity to contain runoff from unforeseen circumstances or further changes in the watershed that could increase runoff. The alternative would reduce the area of Park Pond by approximately 4.5 acres and eliminate approximately 17% of the Park Pond's riparian/wetland habitat. This would reduce Park Pond's capabilities to absorb water and to improve the quality of runoff entering the pond. Lastly,

use of the off-site Pala Road extension by vehicles would result in hydrocarbons on the roadway, some of which could be carried off in storm runoff. This runoff could be treated by inlet filters, bioswales, or other water quality treatments to meet industry standards as approved by the City of Oceanside Engineering Department.

Under the Off-Site Pala Road Alternative, temporary noise impacts associated with construction would increase also, as more grading would be required for roadway extension work and additional truck trips would be necessary to import fill to build the road. Construction noise could impact least Bell's vireo breeding, but such impacts could be reduced to less than significant by constructing a ten-foot high wall around both sides of the proposed Pala Road extension, as well as along portions of the Project's western and eastern boundaries.

In the short term, the Off-Site Pala Road Alternative would avoid significant impacts along two street segments: North Douglas Drive between Pala Road and El amino Real (LOS F to LOS D) and Mission Avenue between Foussat Road and El Camino Real (Los E to LOS B). Additionally, all intersections would operate at an acceptable level of service in the short term. In the Horizon Year 2020 Traffic Conditions with the Project and off-site Pala Road, the following roadway segments would be significantly impacted by the Off-Site Pala Road Alternative project: Mission Avenue between Foussat Road and El Camino Real, North Douglas Drive between North River Road and Pala Road, North Douglas Drive between Pala Road and El Camino Real, and the intersection of SR 76/Rancho del Oro Drive. These significant impacts also occur with the Project. Similarly, like the Project, this alternative would also result in significant, unmitigable temporary impacts associated with truck hauling, except the impact would be experienced for an additional 23 working days to accommodate the additional fill that must be imported to construct off-site Pala Road. As such, the Off-Site Pala Road Alternative would not eliminate or reduce the significant, unmitigable impacts associated with the Project.

The Off-Site Pala Road Alternative would also need to either raise the height of existing power lines (generally not economically feasible for a project this size) or design the road at the lowest elevation possible that does not flood during 100-year storm events to meet SDG&E standards for a minimum clearance of 35 feet from the road surface to existing wires.

In sum, the Off-Site Pala Road Alternative would result in greater impacts to biological resources, including extending temporary noise impacts associated with additional truck traffic and permanent noise impacts resulting to sensitive species in Park Pond due to increased traffic. Like the Project, the Off-Site Pala Road Alternative would also have significant, unmitigable temporary traffic impacts associated with hauling and would have permanent significant and unmitigable impacts on global climate change. As such, the Off-Site Pala Road Alternative is not considered environmentally preferable. Under these circumstances, this alternative is infeasible.

7.3 Reduced Project/Draft Subarea Plan Alternative. As discussed, above, the Reduced Project/Draft Subarea Plan Alternative is being carried forward as the recommended Project.

8. Findings Regarding Growth Inducing Impacts

The City finds that the Project will not have growth inducing impacts. The infrastructure and improvements planned for the development would primarily benefit the development itself. The proposed land use is consistent with the General Plan and zoning designations of the property. City tax revenues and permanent jobs generated by the proposed commercial uses would contribute to local economic growth, but this is not viewed as a detrimental effect. Further, commercial uses of the nature proposed are not considered to be growth-inducing in an of themselves as they are population serving rather than population generating.

9. Statement of Overriding Considerations

As discussed in Section 6 of these Findings, the Final EIR concludes that the Project, even with incorporation of all feasible mitigation measures and consideration of alternatives, will nonetheless have significant impacts on traffic and significant cumulative impacts on global climate change.

The City has adopted all feasible mitigation measures with respect to traffic and global climate change, which may have substantially lessened the impacts, but have not been successful in reducing them below a level of significance as there are not established thresholds to determine significance. Under CEQA, before a project which is determined to have significant, unmitigated environmental effects can be approved, the public agency must consider and adopt a "statement of overriding considerations" pursuant to CEQA Guidelines 15043 and 15093. As the primary purpose of CEQA is to fully inform the decision makers and the public as to the environmental effects of a Project and to include feasible mitigation measures and alternatives to reduce any such adverse effects below a level of significance, CEQA nonetheless recognizes and authorizes the approval of projects where not all adverse impacts can be fully lessened or avoided. However, the agency must explain and justify its conclusion to approve such a project through the statement of overriding considerations setting forth the Project's general social, economic, policy or other public benefits which support the agency's informed conclusion to approve the Project.

The City finds that the Project has the following substantial social, economic, policy and other public benefits justifying its approval and implementation, not withstanding not all environmental impacts were fully reduced below a level of significance:

1. City General Plan and Policies. The Project will implement the General Plan policy of providing visitor-serving uses and facilities that are visible from major travel corridors which include State Highway 76.

2. Zoning. The Project creates a shopping center that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment and community uses, including high-end retail shops and major tenants that provide items, such as apparel, durable goods, and specialty items.

3. Draft HCP. The Project will facilitate development of the final Oceanside Subarea Habitat Conservation Plan and implement General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements for the gnatcatcher and linkage to other wildlife corridors.

4. Employment Opportunities. The Project will contribute towards the City's achievement of a jobs/housing balance by providing employment opportunities without increasing housing stock within the City. A 2008 Economic Benefits Analysis of the Project prepared by Keyser Marston Associates, Inc. ("Economic Benefits Analysis") estimates that the Project will create 2,800 full time equivalent permanent retail/restaurant employment jobs. In addition, the Project will create temporary, construction-related employment opportunities.

5. Tax Revenue to the City. The Project will significantly enhance the economic vitality of the City of Oceanside by providing tax revenue of $3,776,000. The Economic Benefits Analysis estimates the Project will generate additional annual property tax revenue of approximately $490,000, an additional net gain in sales tax revenue of approximately $3,118,000 and additional business license tax of approximately $168,000.

6. Productive Reuse. The Project will make productive and attractive reuse of the Project site that is currently being used as a weekend only swap meet featuring an abandoned drive-in movie theater, weeds and other unattractive land uses.

[DRAFT 9/11/08]

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[DRAFT 9/24/08]

FINDINGS OF FACT
FOR THE PROPOSED PAVILION AT OCEANSIDE
FINAL ENVIRONMENTAL IMPACT REPORT
AND STATEMENT OF OVERRIDING CONSIDERATIONS
(P-6-06, D-5-06, C-(19-23)-06)
(SCH NO. 2006111033)

_____, 2008

1. INTRODUCTION

1.1 Findings of Fact

The California Environmental Quality Act, Public Resources Code Section 21000-21178 ("CEQA") and State CEQA Guidelines for Implementation of the California Environmental Quality Act, Cal. Code Regs. Title 14, Sections 15000-15387 ("CEQA Guidelines") are "intended to assist public agencies in systematically identifying both the significant effects of proposed projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects." Cal. Pub. Res. Code Section 21002 (emphasis added). CEQA's mandate and principles are implemented, in part, through the requirement that agencies adopt findings before approving projects for which EIRs are required. (See Pub. Res. Code Section 21081(a)). For each significant environmental effect identified in any EIR for a proposed project, the approving agency must issue a written finding reaching one or more of three permissible conclusions.

The first permissible finding is that "[c]hanges or alterations have been required in, or incorporated into, the project which avoids or substantially lessens the significant environmental effect as identified in the final EIR." (CEQA Guidelines Section 15091 (a)(l).) The second permissible finding is that "[s]uch changes or alterations are within the responsibility and jurisdiction of another public agency and not the agency making the finding. Such changes have been adopted by such other agency or can and should be adopted by such other agency." (CEQA Guidelines Section 15091(a)(2).) The third potential conclusion is that "[s]pecific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the final EIR." (CEQA Guidelines Section 15091(a)(3).) Section 21061.1 of CEQA defines "feasible" to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social and technological factors." Section 15364 of the CEQA Guidelines adds another factor: "legal" considerations. See also Citizens of Goleta Valley v. Board of Supervisors ("Goleta II"), 52 Cal.3d 553, 565, 276 Cal.Rptr. 419 (1990).

The concept of "feasibility" also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project. (City of Del Mar v. City of San Diego, 133 Cal .App.3d 410, 417, 183 Cal.Rptr. 898 (1982).) "[F]easibility under CEQA encompasses 'desirability to the extent that desirability is based on a reasonable balancing of the relevant economic, social and technological factors." (Id.; see also Sequoyah Hills Homeowners Ass'n v. City of Oakland, 23 Cal.App.4th 704, 715, 29 Cal.Rptr.2d 182 (1993).)

The CEQA Guidelines do not define the difference between "avoiding" a significant environmental effect and merely "substantially lessening" such an effect. The City must therefore glean the meaning of these terms from the other contexts in which the terms are used. Section 21081 of CEQA, on which CEQA Guidelines Section 15091 is based, uses the term "mitigate" rather than "substantially lessen." Such an understanding of the statutory term is consistent with the policies underlying CEQA, which include the policy that "public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which will substantially lessen the significant environmental effects of such projects." (Pub. Res. Code Section 21002.)

For purposes of these findings, the term "avoid" refers to the effectiveness of one or more mitigation measures to reduce an otherwise significant effect to a less than significant level. In contrast, the term "substantially lessen" refers to the effectiveness of such measure or measures to substantially reduce the severity of a significant effect, but not to reduce that effect to a less than significant level. These interpretations are consistent with the holding in Laurel Hills Homeowners Ass'n v. City Council, 83 Cal.App.3d 515, 519-527, 147 Cal.Rptr. 842 (1978), in which the Court of Appeal held that an agency had satisfied its obligation to substantially lessen or avoid significant effects by adopting numerous mitigation measures, not all of which rendered the significant impacts in question (e.g., the "loss of biological resources") to a less than significant level. Although CEQA Guidelines Section 15091 requires only that approving agencies specify that a particular significant effect is "avoid[ed] *or* substantially lessen[ed]," these Findings, for purposes of clarity, in each case will specify whether the effect in question has been reduced to a less than significant level, or has simply been substantially lessened but remains significant.

The following Findings of Fact ("Findings") are made relative to the conclusions of the Final Environmental Impact Report for The Pavilion at Oceanside (SCH No. 2006111033) ("FEIR"). As used herein, the term "Project" refers to the Reduced Project/Draft Subarea Plan Alternative described in Section VI(C) of the Final EIR.

1.2 Document Format

These Findings have been organized into the following sections:

a) Section 1 provides an introduction to these Findings.

b) Section 2 provides a summary of the Project and overview of the discretionary actions required for approval of the Project and a statement of the Project's objectives.

c) Section 3 provides a summary of public participation in the environmental review, an overview of the administrative record that has been developed for the Project, as well as findings regarding the Mitigation, Monitoring and Reporting Program (MMRP) and general findings regarding the Project and CEQA compliance.

d) Section 4 sets forth findings regarding those environmental impacts which were determined during the notice of preparation period either not to be relevant to the Project or which were determined to clearly not manifest at levels which were deemed to be significant for consideration at the Project-specific level.

e) Section 5 sets forth findings regarding significant or potentially significant environmental impacts identified in the Final EIR which the City has determined are either not significant or can be substantially lessened or reduced to a less-than-significant level through the imposition of mitigation measures included in the MMRP for the Project.

f) Section 6 sets forth findings regarding alternatives to the Project which were analyzed in the Final EIR. As further discussed herein, the Reduced Project/Draft Subarea Plan Alternative was identified as being environmentally preferable to the project proposed described in the Draft EIR, and is therefore being carried forward as the "Project". Other alternatives discussed in the Draft EIR were determined to be infeasible to implement by the City.

2. PROJECT SUMMARY

2.1 The Pavilion at Oceanside Project Description

The Pavilion at Oceanside project application includes a Tentative Parcel Map, Development Plan, five Conditional Use Permits (for a movie theater, health club, and three drive-through uses), and an Underground Waiver request for the existing high-voltage electrical transmission lines located on the site. The Project proposes to construct an approximately 950,000 square foot community shopping center on the former site of a drive-in movie complex in the City of Oceanside. Commercial uses would range from various retail shops to a movie theater, health club, and restaurants. Related parking, landscaping, and bicycle and pedestrian linkages would also be provided with the Project.

The Project will also feature a 100 foot-wide on-site wildlife corridor along the eastern boundary of the Project site (3.82 acres), immediately adjacent to an existing 100-foot wide SDG&E transmission corridor. The Project corridor will remain undeveloped and be revegetated with native speciesto serve as a habitat corridor and linkage. This corridor area would allow for gnatcatcher movement when combined with the adjacent off-site 100-foot wide SDG&E transmission corridor. This wildlife corridor concept is described as the "Reduced Project/Draft Subarea Plan Alternative" in the Final EIR, which is now being carried forward as the Project along with the Off-Site Pala Road Extension Alternative (discussed below).

In addition, the Project will also extend Pala Road as a two lane secondary arterial roadway from Foussat Road to the current terminus of Pala Road at Los Arbolitos Boulevard ("Offsite Pala Road Extension"). This is an offsite improvement that would extend southwest from the current terminus at Los Arbolitos Boulevard, across a vacant field, and then turn south, running along the eastern base of the levee along the San Luis Rey River, through the westerly portion of Park Pont and connecting with the proposed terminus at the Project boundary. This alignment is studied and proposed as a four lane secondary arterial in the EIR as the "Off-Site Pala Road Extension Alternative." Modified as a two lane secondary arterial (rather than a four lane secondary arterial), this alternative in combination with the Reduced Project/Draft Subarea Plan Alternative, is being carried forward for consideration as the Project.

Additional details about the Project are discussed in Section 2.2 below.

2.2 Discretionary Actions

Tentative Parcel Map. The Tentative Parcel Map proposes to divide the approximately 92 gross acres of the project site into 10 parcels for leasing purposes, where each commercial parcel includes building, hardscape, landscape and parking areas.

The property is characterized by level ground and large areas of pavement remaining from the former drive-in theater. Project development would require the demolition of four existing structures associated with the former Valley Drive-In theater: a snack bar/projection room building, an office building, and two ticket booths. Four movie screens would be removed as well. Aside from the paved areas, the property has been greatly disturbed and is largely covered with weeds, with a few scattered trees and patches of shrubs.

Grading work will require approximately 613,000 cubic yards of fill to be imported to ensure appropriate drainage and foundation to serve the proposed development. Pending final certification by FEMA for the completed San Luis Rey River levee project, flood protection would be required for the project site until the FEMA flood map is certified. The fill would serve to provide this needed protection. As Project development would increase the amount of impervious surface area on-site, Best Management Practices (BMPs) have been prepared to avoid and minimize impacts to water quality and have been incorporated into the project design. Landscaped swales for example, have been incorporated into the site plan to collect and filter runoff from stormwater, working in conjunction with other on-site drainage facilities for retention and water quality purposes.

Although numerous overhead existing high voltage and underground utilities cross the property, site access, circulation, and parking were designed to completely avoid all overhead utility poles. In addition, buildings and site improvement plans have been designed with respect to necessary easements throughout the site.

The Project will include surface use of a City-owned parcel consisting of approximately 1.95 acres. This parcel is located at the northeast corner of the SR 76/Foussat Road intersection, and is situated within the airport runway protection zone. As such, this parcel will be used exclusively for parking, landscaping and signage purposes. The use of this parcel is subject to a future lease agreement between the City and the applicant. The City also has a water well designated for placement within this parcel. Although the exact well location is not known at this time, the aforementioned uses proposed on the parcel can accommodate the well at some point in the future. The well will be used to extract groundwater which will be treated at the City's Mission Basin Groundwater Treatment Facility located north of the Project site.

The proposed Project would be accessible from eight separate entrances, allowing access from three different roads: Foussat Road, Mission Road, and Pala Road. Major entries would be via signalized intersections at North Foussat Road and Mission Avenue and frontage improvements would be constructed along these roadways. Of the eight entrances, three would be signalized. These include the existing signalized access located on Mission Avenue and two proposed off Foussat Road (one at Alex Road and one at the main entry to support turning movements at the existing bridge). Another "right-in, right-out" access is proposed on Foussat Road.

Street Vacation. A section of old Foussat Road (now used for access solely to the weekend swap meets) right-of-way crosses the site, terminating at the SR 76 right-of-way. As this would not be needed as public right-of-way for the project, a vacation of the existing easement for public highway purposes is included as part of the project's application. An easement for the existing underground public utilities would be retained when old Foussat Road is vacated.

Underground Utilities Waiver Request. Several overhead SDG&E high-voltage transmission lines traverse the project site. In accordance with Section 901 (G)3 of the Oceanside Subdivision Ordinance, a waiver is requested for the existing transmission lines due to the finding that the existing overhead electric lines are transmission lines in excess of thirty-four thousand five hundred volts (34.5 kV). All other electrical distribution lines and other public utilities within the project will be installed underground.

Development Plan. The Project proposes to develop approximately 950,000 square feet of commercial uses ranging from various retail shops to a movie theater, health club, and restaurants. A total of 4,489 parking spaces would be provided. Pedestrian and bicycle routes will be incorporated throughout the project distinguished by landscape and enhanced pavement treatments. These treatments will also be utilized at internal intersections and at the central traffic circle to aid in cuing slower speeds for pedestrian activity. A broad landscaped connecting route along the Pala frontage just east of the Foussat Bridge will serve to link the existing bicycle levee trail with the central portion of the shopping center. Storefronts will vary between single- and two-stories along the main street.

The architecture of The Pavilion at Oceanside uses an eclectic variety of forms and influences. The palette is broad and influenced by Mediterranean, agrarian, and California Modern aesthetics. Materials include natural-toned cement plaster, simulated stone, and wood and metal siding. Tenants are encouraged to express their individual identity with this diverse palette. The architecture, landscape, and signage are coordinated by this design approach.

Landscape and hardscape areas are provided around the buildings and in the parking areas. Projects within areas zoned Community Commercial (CC) are required by the City's Zoning Ordinance to provide a minimum of 15% landscaping of the net site area. The Project proposes to landscape 18% of the site's total area, thus exceeding the City's requirement. Trees to be incorporated into the landscape plan include palms and coast live oak along the mainstreet lifestyle center, and strawberry trees in the parking bays. Olive trees would be planted in the pedestrian corridor, with Torrey pines and sycamores along the perimeter of the Project, and sycamores along the main spine. Shrubs and vines would include bird of paradise, acacia, bougainvillea, honeysuckle, star jasmine, and trumpet honeysuckle.

The Project's hardscape will include paved walkways in front of the buildings as well as enhanced paving for internal intersections and the central traffic circle, with the intent of the design being to draw attention to direction options as well as to cue slower traffic speeds for pedestrians.

The center's public plaza will be located in front of the multiplex theater, where amenities such as a pavilion, lawn, amphitheater, fountain, and a courtyard will be situated. This focal gathering of the center will be oriented such that patios, store fronts and cafes will be facing it.

As the project is bordered by three roadways, the Landscape Concept Plan (LCP) proposes a landscaped boundary along Mission Avenue and landscaped setbacks along Foussat Road and Pala Road. A broad landscaped connecting route will be provided along the Pala frontage, just east of the Foussat Bridge which will serve as a linkage between the existing levee bicycle trail and the shopping center's central area.

The applicant has worked with the North County Transit District to provide an appropriate location for a transit bus stop within the project. The proposed bus stop will accommodate up to 4 buses at one time, and will be located just to the east of the main pedestrian promenade for convenience. The design is such that the buses can enter and leave the shopping center at the Mission Avenue signalized intersection.

Conditional Use Permit(s). Five Conditional Use Permits are proposed for The Pavilion at Oceanside. These include three drive-through facilities, a movie theater, and a health club.

- Drive-through uses. The drive-through uses will be located within Parcels B, C, and D. Although specific tenants have not yet been identified, the general building siting, drive-through lane configuration and parking layout are displayed for each building. Access to each site will be provided from the internal circulation drives.

- Health Club. The proposed health club would consist of approximately 40,000 square feet, and would be located in Parcel G. The architectural design is to be consistent with the center's theme. Access to this facility would be from the internal circulation drives.

- Movie Theater. The proposed multi-plex movie theater would occupy approximately 60,000 square feet and would be located in the northern portion of the site on Parcel H. Pedestrian walkways will be used to link all areas of the center to this focal attraction.

Other (Non-City) Approvals. The applicant will be required to obtain approvals and/or permits from a number of Responsible Agencies, including the San Diego County Regional Water Quality Control Board, the Airport Land Use Commission, the Federal Aviation Administration, U.S. Army Corps of Engineers, U.S. Fish and Wildlife Service, California Department of Fish and Game, and Caltrans.

2.3 Statement of Project Objectives

The objectives of the proposed Pavilion at Oceanside are as follows:

a) To create a unique shopping center consisting of approximately 950,000 square feet that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment, and community uses in conformance with City zoning requirements and the General Plan land use goals and principles.

b) To create a destination shopping center providing a variety of unique shopping, dining, and entertainment opportunities that will serve Oceanside residents, persons visiting Oceanside, and that will attract shoppers from surrounding communities.

c) To facilitate productive and attractive re-use of the project site that is an abandoned drive-in movie theater currently being used for weekend swap meets.

d) To implement the General Plan's economic goals and principles by significantly enhancing the economic vitality of the City of Oceanside by providing additional revenues from this site through increased property taxes and sales taxes, increasing the City's opportunity to recapture its fair share of citizens' sales tax expenditures presently going to surrounding communities.

e) To implement the General Plan by creating additional employment opportunities, including temporary construction-related employment and permanent retail/property management-related employment, that will also contribute towards the City's achievement of a jobs/housing balance by providing additional employment opportunities without increasing housing stock within the City.

f) To create a development that is compatible with and does not interfere with the safety and function of the Oceanside Municipal Airport.

g) Provide a pedestrian-friendly "main street" lifestyle center combining small shops, restaurants, movie theaters, and recreational/health facilities in combination with larger retail outlets.

2.4 Background

The Project site is largely vacant, although a significant portion was previously developed with a drive-in movie theater and associated parking areas. It is currently used weekly for a weekend-only swap meet and other periodic events. The undeveloped parts of the site are largely disturbed and weedy, with scattered trees and shrubs.

An application to develop the Project retail shopping center was first submitted to the City on June 12, 2006 and a Draft EIR for the project was circulated for public review from May 12, 2008 to July 10, 2008. Comments on the Draft EIR were received from the Native American Heritage Commission, California Department of Transportation, Department of Toxic Substances Control, Public Utilities Commission, SANDAG, the Regional Water Quality Control Board, the USFWS and CDFG, North County Transit District, an attorney representing Westfield's Plaza Camino Real shopping center located in Carlsbad, interested organizations and several residents of the communities surrounding the project site.

The Draft EIR proposed development of a project that was inconsistent the proposed Wildlife Corridor Planning Zone ("WCPZ") contemplated in the Draft Sub Area Plan, part of the regional Habitat Conservation Plan. Specifically, the originally proposed project called for development over an area that the WCPZ intended would be improved as a gnatcatcher/avian corridor. When the project was well into the design stage, the City convened a Science Review Panel to review the status of the regional gnatcatcher corridor, prepare a report on the potential implications of proceeding with development on the Project site that makes no accommodation for an gnatcatcher/avian corridor, and to recommended alternative development configurations or conservation actions that could further the goal of promoting a functional corridor within the proposed WCPZ as contemplated in the Draft HCP. The Science Review Panel concluded that maintaining more than one route from potential gnatcatcher dispersal between populations north and south of the Project site is a regionally important biological goal, and that a project design that

makes no on-site accommodation for dispersal of gnatcatchers and other avian species would significantly undermine the ability to adopt and implement an Oceanside HCP that provides for this important regional corridor. However, the Science Review Panel also indicated that this corridor function could be accomplished through the designation of a 100-foot wide on-site corridor along the easternmost portion of the site adjacent to the 100 foot-wide SDG&E transmission corridor. A copy of the Science Review Panel report is included as Appendix C of the Draft EIR.

After reviewing the Science Review Panel report and consulting with the Wildlife Agencies, the "Reduced Project/Subarea Plan Alternative" was developed, which is now being carried forward as the proposed Project, in combination with the Off-Site Pala Road Extension Alternative (modified to provide for development of a two, rather than four, lane secondary arterial). The Reduced Project/Subarea Plan Alternative provides for inclusion of a 100 foot-wide on-site corridor along the Project's eastern boundary that would be biologically revegetated to serve as a gnatcatcher corridor, as recommended by the Science Review Panel report. This resulted in a reduced Project in terms of acres (fewer acres to be impacted), and minor modifications to the location of proposed structures and internal circulation. The proposed bus stop was moved farther south toward Mission Avenue, and the non-habitat landscaped areas were reduced (to 18% as opposed to 21.5% of the site), though still exceeding the minimum zoning requirement of 15%, and native habitat was increased with the restoration of the on-site corridor. The Reduced Project/Subarea Plan Alternative is the environmentally preferred alternative. It was determined that the Reduced Project/Subarea Plan Alternative would not substantially impair the City's ability to adopt and implement its Subarea Plan, and remaining impacts would either be about the same as or less than those associated with the Draft EIR project; no new significant impacts were identified. The Reduced Project/Subarea Plan Alternative is therefore environmentally superior and is being proposed and carried forward for approval by the City. The Off-Site Pala Road Extension Alternative is also being carried forward as part of the Project. Although the EIR disclosed that this alternative would have greater impacts to biological resources, these impacts can be mitigated. Further, the Off-Site Pala Road Extension Alternative would implement the Circulation Element of the General Plan by providing for the construction of the Offsite Pala Road Extension. Therefore, the Project upon which these Findings are based is a combination of the Reduced Project/Subarea Plan Alternative and the Off-Site Pala Road Extension Alternative.

3. PUBLIC PARTICIPATION AND RECORD OF PROCEEDINGS

3.1 Public Input

There have been numerous opportunities for public review and comment, including but not limited to the public forums set forth below:

EIR Notice of Preparation, November 6, 2006 – December 8, 2006

Draft EIR Public Review, May 12, 2008 - July 10, 2008

3.2 Record of Proceedings

For purposes of CEQA and these Findings and Statement of Overriding Considerations, the Record of Proceedings for the Project consists of the following documents and other evidence, at a minimum:

- The Notice of Preparation and all other public notices issued by the City in conjunction with the Project;
- The Draft EIR;
- The Final EIR;
- All written comments and verbal public testimony presented during the public comment period on the Draft EIR;
- The MMRP;
- All findings, ordinances, and resolutions adopted by the City in connection with the Project, and all documents incorporated by reference therein;
- All final reports, studies, memoranda, maps, staff reports, or other planning documents relating to the Project prepared by the City, consultants to the City, or responsible or trustee agencies with respect to the City's compliance with the requirements of CEQA and with respect to the City's actions on the Project;
- All documents submitted to the City by other public agencies or members of the public in connection with the Project;
- Minutes and/or verbatim transcripts of all public information sessions, public meetings, and public hearings held by the City in connection with the Project;
- Any documentary or other evidence submitted to the City at such information sessions, public meetings, and public hearings;
- Matters of common knowledge to the City, including, but not limited to federal, state, and local laws and regulations;
- The City's General Plan, Municipal Code, and Draft Subarea Plan/Habitat Conservation Plan ("HCP");
- Any documents expressly cited in these Findings, in addition to those cited above; and
- Any other materials required to be in the record of proceedings by Section 21167.6 (e) of CEQA.

The custodian of the documents comprising the record of proceedings is the City Clerk, whose office is located at 300 North Coast Highway, Oceanside, CA 92054. At all relevant times, all these documents, which constitute the record of proceedings upon which the City's decision is based, have been available upon request at the offices of the City.

The City has relied on all of the documents listed above in reaching its decision on the Project, even if not every document was formally presented to the City or City Staff as part of the City files generated in connection with the Project. Without exception, any documents set forth above not

found in the Project files fall into one of two categories. First, many of them reflect prior planning or legislative decisions of which the City was aware in approving the Project. (See City of Santa Cruz v. Local Agency Formation Commission, 76 Cal.App.3d 381, 391-392, 142 Cal.Rptr. 873 (1978); Dominey v. Department of Personnel Administration, 205 Cal.App.3d 729, 738, n.6, 252 Cal.Rptr. 620 (1988).) Second, other of the documents influenced the expert advice provided to City Staff or consultants, who then provided advice to the City. For that reason, such documents form part of the underlying factual basis for the City's decisions relating to the adoption of the Project. (See Pub. Res. Code Section 21 167.6(e)(10); Browning-Ferris Industries v. City Council of City of San Jose, 181 Cal.App.3d 852, 866, 226 Cal.Rptr. 575 (1986); Stanislaus Audubon Society. Inc. v. County of Stanislaus, 33 Cal.App.4th 144, 153, 155, 39 Cal.Rptr.2d 54 (1985).)

The Final EIR was completed in compliance with CEQA, and reflects the City's independent judgment. The City believes that its decision on the Project is one which must be made after a hearing required by law at which evidence is required and discretion in the determination of facts is vested in the City. As a result, any judicial review of the City's decision will be governed by Section 21168 of CEQA. Regardless of the standard of review that is applicable, the City has considered evidence and arguments presented to the City prior to or at the public hearings on this matter. In determining whether the Project has a significant effect on the environment, and in adopting Findings pursuant to Section 21081 of CEQA, the City has complied with CEQA Sections 21081.5 and 21082.2.

3.3 Mitigation Monitoring and Reporting Program

CEQA requires the Lead Agency approving a project adopt a MMRP for the changes to the project that it has adopted or made a condition of project approval in order to ensure compliance with project implementation. A MMRP has been defined and serves that function for the Final EIR. The MMRP designates responsibility and anticipated timing for the implementation of mitigation. The City will serve as the overall MMRP Coordinator. A MMRP has been prepared for the Project and has been adopted concurrently with these Findings. (See Pub. Res. Code Section 21081.6(a)(1).) The City will use the MMRP to track compliance with all mitigation measures.

3.4 General Findings

The City hereby finds as follows:

a) The foregoing statements are true and correct;

b) The City is the "Lead Agency" for the Project evaluated in the Final EIR and independently reviewed and analyzed the Draft EIR and Final EIR for the Project;

c) The Notice of Preparation of the Draft EIR was circulated for public review between November 6, 2006 and December 8, 2006. It requested that responsible agencies respond as to the scope and content of the environmental information germane to that agency's specific responsibilities;

d) The public review period for the Draft EIR was between May 12, 2008 and July 10, 2008. The Draft EIR and appendices were available for public review during that time. A Notice of Completion along with 15 copies of the Draft EIR were sent to the State Clearinghouse,

and notices of availability of the Draft EIR were published in the local newspaper ***[VERIFY]***. The Draft EIR was available for review at the City of Oceanside Planning Department and at the City libraries;

e) The Draft EIR and Final EIR were completed in compliance with CEQA;

f) The Final EIR reflects the City's independent judgment;

g) The City evaluated comments on environmental issues received from persons who reviewed the Draft EIR. In accordance with CEQA, the City prepared written responses describing the disposition of significant environmental issues raised. The Final EIR provides adequate, good faith and reasoned responses to the comments. The City reviewed the comments received and responses thereto and has determined that neither the comments received nor the responses to such comments add significant new information to the Draft EIR regarding environmental impacts. The Lead Agency has based its actions on full appraisal of all viewpoints, including all comments received up to the date of adoption of these Findings, concerning the environmental impacts identified and analyzed in the Final EIR;

h) The City finds that the Final EIR provides objective information to assist the decision-makers and the public at large in their consideration of the environmental consequences of the Project. The public review period provided all interested jurisdictions, agencies, private organizations, and individuals the opportunity to submit comments regarding the Draft EIR. The Final EIR was prepared after the review period and responses to comments made during the public review period in compliance with CEQA;

i) The Final EIR evaluated the following direct and cumulative impacts: Aesthetics, Air Quality, Biological Resources, Cultural and Paleontological Resources, Geology/Soils, Hazards and Hazardous Materials, Hydrology and Water Quality, Land Use, Noise, Public Services, Transportation/Traffic, Utilities. All of the significant impacts of the Project were identified in the Final EIR.

j) CEQA requires the Lead Agency approving a project to adopt a MMRP for the changes to the project which it has adopted or made a condition of project approval in order to ensure compliance with project implementation. The MMRP included in the Final EIR as certified by the City serves that function. The MMRP includes all of the mitigation measures identified in the Final EIR and has been designed to ensure compliance during implementation of the proposed development. In accordance with CEQA, the MMRP provides the measures to ensure that the mitigation measures are fully enforceable;

k) The MMRP designates responsibility and anticipated timing for the implementation of mitigation; the city will serve as the MMRP Coordinator.

l) In determining whether the Project may have a significant impact on the environment, and in adopting Findings pursuant to Section 21081 of CEQA, the City has complied with CEQA Sections 21081.5 and 21082.2;

m) The impacts of the proposed Project have been analyzed to the extent feasible at the time of certification of the Final EIR.

n) Copies of all the documents incorporated by reference in the Final EIR are and have been available upon request at all times at the offices of the City Clerk and/or Planning Department, the custodians of record for such documents or other materials;

o) Textual refinements and errata were compiled and presented to the decision-makers for review and consideration. The City staff has made every effort to notify the decision-makers and the interested public/agencies of each textual change in the various documents associated with the review of the Project. These textual refinements arose for a variety of reasons. First, it is inevitable that draft documents will contain errors and will require clarifications and corrections. Second, textual clarifications were necessitated in order to describe refinements suggested as part of the public participation process;

p) Additionally, the responses to the comments on the Draft EIR, which are contained in the Final EIR, clarify and amplify the analysis in the Draft EIR.

q) Having reviewed the information contained in the Draft EIR and Final EIR and in the administrative record, as well as the requirements of CEQA and the State CEQA Guidelines regarding recirculating of Draft EIRs, and having analyzed the changes in the Draft FIR which have occurred since the close of the public review period, the City finds that there is no new significant information regarding adverse environmental impacts of the Project in the Final EIR and finds that recirculating of the Draft EIR is not required; and

r) Having received, reviewed, and considered all information and documents in the Final EIR, as well as all other information in the record of proceedings on this matter, the following Findings are hereby adopted by the City in its capacity as the CEQA Lead Agency. These Findings set forth the environmental basis for current and subsequent discretionary actions to be undertaken by the City and responsible agencies for the implementation of the Project.

4. Environmental Issues Determined Not to be Potentially Affected by the Project

Based on the responses to the Project's Notice of Preparation, the following environmental issues were determined by the City to be either inapplicable to the Project based upon the nature of the proposed development and/or the absence of any potential impact related to that issue or because the issue was potentially impacted to a degree deemed to be less than significant, and therefore did not warrant further consideration in the Final EIR other than as set forth in Section V of the Final EIR. No substantial evidence has been presented to or identified by the City which would modify or otherwise alter the City's less-than-significant determination for each of the following environmental issues: (1) Agricultural Resources, (2) Mineral Resources, (3) Recreation, and (4) Population/Housing.

5. Findings Regarding Potentially Significant Environmental Effects Which Are Determined Not to be Significant or Which Can Be Substantially Lessened or Avoided Through Feasible Mitigation Measures.

The City has determined, based on the threshold criteria for significance presented in the Final EIR, that the following environmental effects of the Project will not manifest at levels which have been determined by the City to be significant or, if significant, feasible mitigation measures identified in

the Final EIR and adopted by the City as conditions of approval will result in the avoidance or substantial reduction of those effects.

Some of the environmental effects related to the Project were found to be less than significant, including Aesthetics, Air Quality, Hydrology/Water Quality, Land Use, Public Services, and Utilities. Effects related to Biological Resources, Cultural and Paleontological Resources, Hazards and Hazardous Materials, Noise, and Traffic, while potentially significant, are mitigated to below a level of significance. [Note: cumulative contributions to global climate change are addressed separately in Section 6.2 below.]

5.1 Biological Resources

Environmental Impacts: The Project would result in direct and indirect impacts to sensitive habitat.

a) The Project would impact 98.4 acres of land (88.3 acres for the lifestyle center and 10.1 acres for the Offsite Pala Road Extension). The Project will result in the loss of 4.68 acres of jurisdictional southern willow scrub, 0.39 acres of disturbed southern willow scrub, 1.87 acres of freshwater marsh/emergent wetland, 0.26 acres of disturbed wetland and 0.02 acres of tamarisk scrub. Additionally, the Project would directly impact 4.35 acres of ACOE jurisdictional waters and 4.56 acres of CDFG jurisdictional waters. The Project would also result in the loss of upland habitat consisting of 39.80 acres of non-native grassland. These impacts to sensitive resources would be significant. The Project would also result in the loss of 47.8 acres of non-native vegetation, disturbed land, and developed areas, but these impacts would not be significant.

The Project would also impact the federal- and state-listed Endangered least Bell's vireo; the yellow-breasted chat; yellow warbler; and Cooper's hawk, all CDFG Species of Special Concern. With the exception of the yellow-breasted chat, all of these species are considered Covered species under the MSCP. In addition, the Project would result in significant direct loss of habitat for the least Bell's vireo and the Southwestern willow flycatcher.

b) The Project could potentially have indirect impacts to sensitive species off-site in the adjacent open space associated with the San Luis Rey River, such as:

(i) Water quality: during construction, contaminated surface runoff and sedimentation can adversely affect water quality in adjacent habitats, particularly, riparian and wetland areas.

(ii) Fugitive dust: dust generated during project construction can potentially affect adjacent habitats.

(iii) Invasive species: non-native plants introduced by Project landscaping and/or from disturbance during grading can be highly invasive and can out-compete native vegetation, reducing habitat values and can also increase fire risk, change ground and surface water levels, and adversely affect wildlife dependent on native habitat.

(iv) Habitat fragmentation/edge effects: breaking up larger parcels of habitat into smaller discontinuous patches potentially results in habitat fragmentation (can occur by invasion of exotic species, intrusion of people and domestic animals, lighting, and noise).

(v) Noise: sensitive wildlife species can be adversely affected by shorter noise impacts (construction during breeding season) as well as long-term edge-effects.

(vi) Lighting: night-lighting can spillover into adjacent habitats, potentially interfering with wildlife movement and nocturnal habitats of certain species.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect on biological resources identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Biological Resources impacts to below a level of significance.

a) Direct Impacts: Wetland impacts to 4.68 acres of southern willow scrub shall be mitigated at a 3:1 ratio (14.04 acre); impacts to 0.39 acres of disturbed southern willow scrub and 0.26 acres of disturbed wetland shall be mitigated at a 2:1 ratio (0.78 acres and 0.52 acres, respectively), impacts for .02 acres of tamarisk scrub shall be mitigated at a 2:1 ratio (0.04 acres) for a combined total of 15.38 acres. Mitigation for these impacts would be accomplished off-site by a combination of wetland creation and purchase of mitigation credits from the Mission Resource Conservation District arundo (giant reed) removal program. The mitigation for jurisdictional areas will include creation of a 0.28 acre (no net loss) and purchase of 0.40 acre of mitigation credits. Due to the highly disturbed nature of the habitats, mitigation for non-jurisdictional areas (0.62 acres) will consist of purchase of mitigation credits. The total mitigation for wetland impacts (including jurisdictional areas) would consist of creation of 0.28 acre and purchase of 1.3 acres of mitigation credits.

The proposed wetland mitigation plan (Helix, 2008; see Appendix B) would create 0.28 of wetland habitat with a 20-foot wide Diegan coastal sage scrub buffer totaling approximately 0.11 acre on a site located approximately 500 feet north of the project boundary (Figures IV.C-6 and 7) and located within designated critical habitat for the least Bell's vireo.

Mitigation for 4.35 acres of impacts to ACOE jurisdictional wetlands would require 13.01 acres of wetland mitigation. Mitigation for 4.56 acres of habitat under CDFG jurisdiction would require 13.62 acres of mitigation.

Impacts to upland habitat consisting of the loss of 39.8 acres of non-native grassland shall be mitigated at an 0.5:1 ratio (19.90 acres). While the Draft HCP envisions mitigation within the proposed WCPZ for the loss of habitat within the proposed WCPZ, no pre-approved mitigation areas or banks are currently available within the proposed WCPZ. The location of all off-site mitigation will require consultation with the City of Oceanside and the resource agencies.

While the proposed plant list for the on-site 100-foot wide corridor currently consists of native species including coastal sage scrub constituents that are compatible with the City's recommended plant guidelines, the final species selection will be subject to approval by the fire marshal as part of landscape work drawings.

The conservation easement over the onsite 100-foot corridor will be provided for review and approval by the Wildlife Agencies as a condition of project approval.

b) Indirect Impacts. To avoid potential indirect impacts to sensitive species occupying the off-site habitat along the San Luis Rey River, the following measures shall be implemented:

- Invasive Species: Landscaping within the development area shall avoid the use of invasive non-native plants, detailed in Table 5-5 of the draft HCP and/or the California Invasive Plant Inventory (California Invasive Plant Council, 2006).

- Seasonal Restrictions on Grading: No grading, grubbing, or clearing shall be allowed during the breeding season for least Bell's vireo (March 15-September 15) or raptors (January 31-July 31) unless preconstruction surveys are conducted to determine if these species occur within areas that would be impacted by noise levels greater than 60dB Leq.

If these species are nesting within this area at the time, these construction activities shall either (1) be postponed until all nesting/breeding behavior has ceased, or (2) a temporary noise barrier or berm is constructed at the edge of the development footprint to ensure that noise levels are reduced to below 60dB Leq.

To ensure compliance with the Migratory Bird Treaty Act, clearing of any native vegetation shall be done outside the breeding season of most avian species (February 15-July 31), unless pre-construction surveys are conducted to determine that no nesting birds are present immediately to clearing nor are in the areas which could be impacted by noise.

- Construction limits: To ensure that construction activity remains within the defined limits of work, all construction and staging areas shall be fenced with orange construction fencing and silt fencing or fiber rolls. Delineated areas shall be regularly inspected by the project biologist per the construction monitoring schedule.

- Lighting: Lighting within the project area adjacent to the San Luis Rey River shall be selectively placed, directed away from the river, and of the lowest illumination possible for human safety.

A monitoring biologist (approved by the City) shall: 1) attend a preconstruction meeting, 2) be present during initial clearing and grubbing of habitat, and 3) be present during project construction within 500 feet of preserve habitat to ensure compliance with all conservation measures. The monitoring biologist shall ensure that: the contractor and construction personnel are educated about the sensitivity of adjacent habitats, construction fencing is installed, seasonal restrictions on grading are followed, trash is removed from sensitive habitat areas or adjacent areas, vehicle fueling occurs outside sensitive areas, pets of project personnel are not brought to the project site, construction night lighting is minimized to avoid impacts to sensitive habitats, and violations

are reported and mitigated appropriately. The biologist shall submit a letter to the City that documents compliance with mitigation measures at the conclusion of construction.

Facts in Support of Findings:

a) Implementation of the above-described mitigation measure will reduce direct impacts to wetland habitat to a level less than significant. Direct impacts to wetlands will be mitigated in accordance with measures acceptable to the ACOE and CDFG and measures required within the WCPZ of the City's Draft HCP to ensure a no-net loss of wetlands. Additionally, the mitigation measure will require the purchase of an additional 1.3 acres of mitigation credits. Mitigation for the loss of jurisdictional waters will be conditions of the permits issued by the ACOE and CDFG. The proposed wetland mitigation plan (Appendix C) will create 0.28 acre of wetland habitat in an area 500 feet north of the project boundary located within designated critical habitat for the least Bell's vireo, thereby enhancing habitat for this protected species. The proposed mitigation plan also includes a 5-year monitoring program that includes regular monitoring visits, an annual report on the success of the restoration effort and the need for any remedial actions, and a final report at the end of the 5-year program. These measures ensure the viability of wetlands and have proven effective in avoiding potential impacts to sensitive wetland habitat. As such, potentially significant direct impacts associated with wetlands would be reduced to less than significant with implementation of this mitigation measure.

Implementation of the above-described mitigation measure will also reduce direct impacts to sensitive upland habitat to a less than significant level. The mitigation ratios prescribed by this mitigation measure are in accordance with the habitat mitigation requirements of the City's Draft HCP. As there are no approved mitigation areas within the proposed WCPZ, where impacts will occur, the location of all off-site mitigation for upland habitat requires consultation with the City of Oceanside and resource agencies. Proof of purchase of mitigation credits or other mitigation methods such as preservation/conservation for the loss of on-site upland habitats shall be required prior to the issuance of the project's grading permit. These measures ensure that adequate mitigation for upland habitat is implemented, before impacts occur, in a manner acceptable to the City and the resource agencies. As such, implementation of this mitigation measure ensures that impacts to upland habitat are reduced to a less than significant level.

Additionally, it should be noted that the project will revegetate a wildlife corridor of approximately 3.82-acres along the Project's eastern boundary to serve as a functioning habitat corridor and linkage for the gnatcatcher and other avian species. This wildlife corridor will also be subject to a permanent conservation easement, thus ensuring that it is preserved in perpetuity. The Project will not receive any mitigation credit for the habitat restoration performed in connection with this corridor, but it will provide an additional benefit to the community and further reduce potential impacts to biological resources.

b) Implementation of the above-described mitigation measures will reduce indirect impacts to sensitive wetland and upland habitat to a less than significant level. The mitigation measure prohibits use of invasive non-native plants in project landscaping which can reduce habitat values, increase fire risk, change ground and surface water levels, and adversely affect wildlife dependent on native habitat. It also requires that no grading, grubbing and clearing occur during the breeding season for least Bell's vireo or raptors unless preconstruction surveys are

conducted to determine if these species occur within areas that would be impacted by noise exceeding 60 dB Leq. If preconstruction surveys reveal that least Bell's vireo or raptors are nesting, construction activities must be postponed until all nesting/breeding behavior is ceased or noise barriers must be constructed to ensure noise levels are reduced below 60 dB Leq. Additionally, clearing of native vegetation must occur outside the typical avian breeding season, unless preconstruction surveys determine no nesting birds would be impacted by clearing activities or noise. Construction activities and staging areas must also be contained with orange construction fencing and silt fencing or fiber rolls. Lighting must also be directed way from the river and of the lowest possible illumination to ensure minimal disturbance to sensitive species within the offsite habitat along the San Luis Rey River. There is also requirement for a biological monitor to attend preconstruction meetings and be present during grading and construction in close proximity to preserve areas to ensure that appropriate precautions are taken to protect sensitive biological resources on- and off-site. These measures have proven effective in avoiding potential indirect impacts to sensitive wildlife species during construction of a project.

5.2 Cultural and Paleontological Resources

Environmental Impacts: The Project could impact buried cultural resources and result in the direct or indirect destruction of a unique paleontological resource.

a) Archaeological site CA-SDI-5445 occupies the southern portion of the Project site and also extends into the southern portion of the alignment for the Offsite Pala Road Extension. A portion of the site which is situated on the south side of Mission Avenue was determined to be significant and is an important site to the Luiseno people. Human cranial remains were found there previously, which leaves open the potential for encountering additional remains. The alluvial setting of the project area and history of flooding allows for the possibility of deeply buried cultural resources to exist in the area as well.

b) The project area is entirely underlain by the Eocene Santiago Formation, which is known to be fossil-bearing. Much of the fossil material of the Santiago Formation is considered to be of high scientific value, and its loss would be considered a significant impact.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Cultural and Paleontological Resources impacts to below a level of significance.

a) <u>Cultural Resources</u>. An archeological monitoring program would be implemented to ensure that project development would have no significant impacts to cultural resources within the project area. The program would consist of the following:

- The development of a pre-excavation agreement between the applicant and the appropriate Luiseno tribe(s) or other Native Americans as determined by the City.

- The presence of a qualified archaeologist and invitation to a Native American monitor at the pre-construction meeting.

- A Native American monitor to be invited and an archaeological monitor will be on-site during initial grading, trenching, or other ground-disturbing activities of existing soils. Monitoring will not be required during the subsequent soil import and grading operations as it will not disturb native soils.

- The analysis of any cultural material found.

- The preparation of a report detailing the methods and results of the monitoring program.

- The curation or repatriation of the cultural material collected.

b) Paleontological Resources. The following measures are required to offset potential impacts to paleontological resources:

- Prior to issuance of grading permits, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. (A qualified paleontologist is defined as an individual with an M.S. or Ph.D in paleontology or geology who is familiar with paleontological procedures and techniques.) The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.

- A paleontological monitor shall be onsite during grading operations to evaluate the presence of fossils within previously undisturbed sediments of the Santiago Formation to inspect cuts for contained fossils. (A paleontological monitor is defined as an individual who has experience in the collection and salvage of fossil materials.) The paleontological monitor shall work under the direction of a qualified paleontologist.

- When fossils are discovered, the paleontologist (or paleontological monitor) shall recover them. In most cases, the fossil salvage can be completed in a short period of time. Some fossil specimens (such as a complete whale skeleton) may require an extended salvage time. In these instances, the paleontologist (or paleontological monitor) shall be allowed to temporarily direct, divert, or halt grading. To allow recovery of small fossil remains such as isolated mammal teeth, it may be necessary in certain instances to set up a screen-washing operation on the site.

- Prepared fossils along with copies of all pertinent field notes, photos, and maps shall be deposited (with the applicant's permission) in a scientific institution with paleontological collection such as the San Diego Natural History Museum. A final summary report shall be completed and distributed to the City and other interested agencies which outlines the results of the mitigation program. This report shall include discussions of the methods used, stratigraphy exposed, fossils collected, and significance of recovered fossils.

Facts in Support of Findings:

a) Implementation of the above-described mitigation measure would reduce the potentially significant impact of disturbance of human remains or cultural artifacts during grading activities to a less than significant level. The mitigation measure requires that a qualified archeologist be retained to carry out a mitigation program before issuance of a grading permit. The mitigation measure further requires development and implementation of a archeological monitoring program that would require a pre-excavation agreement with the appropriate Luiseno tribe(s) or other Native Americans as determined by the City, coordination with and supervision of an archeologist and an invited Native American monitor who will be present during the preconstruction meeting as well as initial grading, trenching or other ground-disturbing activities of existing soils. The archeological monitoring program will address how to analyze any cultural material found, the curation or repatriation of any cultural material collected, and the preparation of a report documenting the methods and results of the monitoring program. The monitoring and potential data recovery programs as well as pre-excavation coordination with the Luiseno people is being required at the request of the Luiseno people and has proven to be effective in avoiding impacts from grading on archeological resources.

b) Implementation of the above-described mitigation measure would reduce the project's potential to disturb significant paleontological resources to a less than significant level. Grading for the project may uncover fossil material of the Santiago Formation of high scientific value, which may contain significant paleontological resources. The mitigation measures require a monitoring program and approved qualified paleontological monitor, working under the direction of a qualified paleontologist, to be present during pregrading meetings and during grading operations affecting previously undisturbed sediments of the Santiago Formation, with authority to halt grading if resources are uncovered or evident. If identified, the paleontologist will coordinate and implement a salvage program. Through this process, and the cleaning, storage and contribution of any fossil remains to the San Diego Natural History Museum or other scientific institution (with the applicant's permission), any significant paleontological resources that may be present on the Project site will be protected. These procedures combined with a final summary report from the monitor describing the mitigation program have proven to be an effective program for preservation and recovery of paleontological resources.

5.3 Geology/Soils

Environmental Impacts: The Project could result in potentially significant impacts associated with ground settlement. Subsurface soils on-site have a moderate potential to cause ground settlement from liquefaction and dynamic compaction. In addition, construction of the Off-Site Pala Road Extension could also involve relatively loose fill soils that should be removed and replaced as compacted fill, shallow groundwater, and liquefaction-related hazards.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Geology/Soils impacts to below a level of significance.

To mitigate the potentially significant impacts associated with ground settlement, the following mitigation measures shall be implemented:

- Loose surficial soil in the upper 1 to 2 feet would be over-excavated prior to placement of fill or in building pad locations. The upper 5 to 10 feet of soil, which is loose to medium dense, would be over-excavated in deep fill areas, and compacted as engineered fill.

- To mitigate potential differential settlement of structures, two options may be used. One is to perform conventional grading with reduced foundation bearing capacities, and the other would be to improve the subsurface with deep dynamic compaction with higher bearing capacities for foundations.

On-site soil generated from cut areas following clearing and grubbing that is free of excess organic material (3% or less by weight) or debris may be suitable for use as structural fill. Imported Select Fill should be non-expansive, having a Plasticity Index of 12 or less, an R-Value greater than 40, and enough fines so the soil can bind together. Imported soil should be free of organic materials and debris, and not contain rocks or lumps greater than 3 inches in maximum size. Imported Select Fill shall be approved by the geotechnical engineer prior to delivery on-site.

Compaction requirements shall be consistent with those specified in the geotechnical report (90-95% relative compaction with 1 to 2% above optimum moisture content), and site grading shall be performed in accordance with these recommendations and the Grading and Earthwork Specifications.

Other measures would be implemented to avoid geotechnical impacts:

- Seismic considerations. Building design would be considered in accordance with the latest edition of the Uniform Building Code (UBC), California Building Code (CBC), or International Building Code (IBC).

- Pavement recycling. The existing pavement at the drive-in theater would be recycled and used on-site; it would be ground to minus 1-inch and mixed with underlying base rock. This material could be utilized as sub-base material in paved areas or "select fill."

- Buried structures. Buried structures/foundations from previous land uses encountered during construction would be removed and replaced with compacted, engineered fill. The upper 7 feet or at least 3 feet below the lowest utility in the area for the movie theater screen foundations would need to be removed.

- Rainy season grading. If grading is to be undertaken during the rainy season, potential unstable subgrade conditions could be encountered. As appropriate, remedial measures such as removal and replacement, use of a geogrid, or soil treatment would be implemented

subject to approval by the City Engineer. With such remedial measures, rainy season grading is allowable, although the geotechnical report recommends that avoiding construction during the rainy season would also avoid impacts with seasonal groundwater fluctuations.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with ground settlement to a less than significant level. The mitigation measure requires that soils be excavated and recompacted, and that project fill material be treated in a way that avoids adverse impacts associated with ground settlement. The mitigation measure also calls for the removal, treatment and reuse of pavement and buried structures/foundations that may be encountered onsite in a manner that protects ground stability. A pre-construction conference shall be held with the applicant's representative(s), general contractor, grading contractor, and project geologist prior to clearing/demolition activities. The geotechnical consultant shall review the final project plans prior to construction, to ensure that the plans are in compliance with the recommendations and requirements set forth in the geotechnical studies. Adequacy of clearing operations shall be verified by the geotechnical engineer's representative during construction, prior to placement of engineered fill. Compliance with these measures will be a requirement of the grading permit issued for the project and, therefore, must be implemented during project grading and construction. The mitigation measure also requires that development conform with the Uniform Building Code, California Building Code, or International Building Code, each of which has proven effective in addressing potential seismic hazards. Lastly, the measure requires remedial action to be taken if grading occurs during the rainy season to ensure unstable subgrade conditions are not problematic for the Project. These remedial actions will require approval of the City Engineer. These measures have proven to be effective in avoiding significant geology/soils impacts.

The Off-Site Pala Road Extension is still in the conceptual design phase. Geotechnical/soils considerations will be developed and implemented as further design and planning for the Off-Site Pala Road Extension is completed.

5.4 Hazards and Hazardous Materials

Environmental Impacts: Construction of the Project has the potential to create a significant hazard to the public or the environment through conditions involving the release of hazardous materials. A hazardous materials study was not performed for the Off-Site Pala Road Extension Alternative, but would be completed before implementation of the Off-Site Pala Road Extension.

a) Portions of the Project site have been used for agriculture since at least 1928, possibly until 2001. Soils tests revealed five soil samples to have concentrations of the pesticide dieldrin exceeding the Preliminary Remediation Goal, and one sample to have concentrations of the pesticide toxaphene exceeding the PRG. These concentrations in excess of PRG appear to be isolated occurrences.

b) Additionally, the removal of a leaking underground storage tank ("LUST") from the former Mission Auto and Self Storage Center (off-site) left behind petroleum-impacted soil. As this site is near the subject property, measures described below are recommended during Project grading to ensure that if petroleum residue impacted soil is found in the Project area, it will be properly disposed of in accordance with all legal requirements.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect impacts to Hazards and Hazardous Materials to below a level of significance.

To avoid significant impacts associated with potential hazardous materials, the following measures shall be implemented:

- Due to the occurrence of pesticides detected onsite, a Report of Waste Discharge (RWD) must be submitted to the Regional Water Quality Control Board (RWQCB), where the owner/discharger must then acquire waste discharge requirements (WDRs).

- An environmental geologist shall be onsite during grading for observation during soil removal in the area onsite adjacent to the former Mission Auto and Self Storage Center, at the site's southeastern boundary. If petroleum affected soils are encountered, grading will be halted until the soil has been tested and properly removed.

- All trash, debris, and waste materials will be disposed of offsite, in accordance with current local, state, and federal disposal regulations and procedures.

- To mitigate for the presence of restricted agricultural residues onsite which were found to slightly exceed the thresholds established in the PRGs, the project shall place the dieldrin and toxaphene affected soil to depths of 2 to 3 feet, as determined by their sample locations This measure would occur in conjunction with the import of more than 400,000 cubic yards of fill required to raise site grades an average of 3 to 4 feet, and would thereby place a minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above groundwater. Placement of the affected soil shall be in the proposed parking areas of the Pavilion Commercial Center. This would place the affected soil at least 10 feet away from the proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater.

- An asbestos and lead survey shall be performed on the structures that currently occupy the site due to their age and potential for carrying these substances. This survey should be performed by a licensed asbestos/lead contractor prior to demolition, removal, and disposal.

- With regard to airport safety, prior to issuance of building permits, the project will be required to provide evidence of compliance with any imposed height limitations or other FAA overflight safety requirements. The project will submit a Notice of Proposed Construction or Alterations (Form 7460-1) for final FAA approval of height structures, landscape, lighting and other final design elements.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with the potential release of hazardous materials to a less than significant level. The mitigation measure requires RWQCB oversight for the discharge of pesticides and also requires that trash, debris and waste materials be disposed of offsite in accordance with applicable law. The mitigation measure also requires performance of asbestos and lead surveys for all structures on the Project site, and for removal and disposal, if necessary by a licensed asbestos/lead contractor prior to demolition. The mitigation measure also requires that an environmental geologist observe soil removal in the area near the LUST, with authority to halt grading if it is determined that petroleum affected soils are present until the soil has been tested and property removed. As stated above, any removal must be performed in compliance with all applicable law. The measure also requires that dieldrin and toxaphene affected soils exceeding thresholds established in the PRGs shall be placed at depths of 2 to 3 feet. Imported fill would then be placed 3 to 4 feet above the dieldrin and toxaphene affected soils, ensuring a minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above groundwater. These soils will be placed in proposed parking areas, to ensure they are at least 10 feet away from proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater. These measures have proven to be effective in avoiding significant impacts associated with hazardous materials.

No significant impacts were identified with respect to airport safety. Nevertheless, the Project will also be required to provide evidence of compliance with imposed height limitations or other FAA overflight safety requirements prior to issuance of building permits to ensure airport safety concerns are avoided. It should also be noted that the Project proposes a slightly modified building layout than that studied as the proposed project in the Draft EIR. These changed building layout modifications are very minor in areas of concern near the airport, and final placement would be subject to review and concurrence as part of the ALUC conditions and FAA review. These requirements will ensure that the Project does not result in significant hazards with respect to airport safety.

A hazardous materials study was not performed for the Off-Site Pala Road Extension Alternative, but would be completed before implementation of the Off-Site Pala Road Extension.

5.5 Hydrology and Water Quality

Environmental Impacts: Construction of the Pala Road extension would reduce the volume (storage capacity) of Park Pond by approximately 55 acre-feet. This loss of capacity reduces the pond's ability, and thereby the ability of the overall series of ponds, to contain runoff from unforeseen circumstances, or from future changes in the watershed that could increase runoff. The road extension would also eliminate 17 percent of Park Pond's riparian/wetland habitat, which would reduce the pond's ability to absorb water and improve the quality of runoff entering the pond. Additionally, use of the Off-Site Pala Road Extension by vehicles will result in hydrocarbons on the roadway, some of which would be carried off in storm runoff, particularly in the first storm(s) fo the year ("first flush").

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Hydrology/Water Quality impacts to below a level of significance.

A study must be conducted to analyze impacts and propose appropriate mitigation associated with the loss of capacity of Park Pond and the loss of 17 percent of Park Pond's riparian/wetland habitat to absorb water and improve the quality of runoff entering the pond.

Runoff from the Off-Site Pala Road Extension shall be treated by inlet filters, bioswales, or other water quality treatments to meet industry standards as approved by the City of Oceanside Engineering Division. These measures have proven to be effective in avoiding significant impacts associated with hydrology and water quality.

Facts in Support of Finding: Implementation of the above-described mitigation measures will ensure that impacts caused by the diminished capacity of Park Pond and the loss of associated wetlands are adequately mitigated. Further, the use of inlet filters, bioswales, or other water quality treatments will ensure that runoff from the Off-Site Pala Road Extension is properly treated

5.6 Noise

Environmental Impacts: During construction, the loudest hourly sound level within the habitat area adjacent to the Project site could potentially be as high as 75.7 dBA as a result of construction activities, which is above the wildlife habitat noise limit of 60 dBA. Additionally, traffic noise along the Pala Road Extension could also exceed 60 dBA. Noise in excess of this level occurring during the least Bell's vireo breeding areas may substantially mask the vireo's song which could potentially impact the species during their breeding season (March 1 through September 1).

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Noise impacts to below a level of significance.

A temporary ten-foot high wall would be constructed along the proposed top-of-slope adjacent to the sensitive habitat area. Additionally, a permanent ten-foot high wall would be constructed along both sides of the Pala Road Extension. Implementation of this measure would lower potentially significant noise levels below the Wildlife Noise Regulation thresholds.

Facts in Support of Finding: Implementation of the above-described mitigation measure will reduce potentially significant impacts associated with construction and permanent traffic noise to a less than significant level. This mitigation measure would require construction of a wall adjacent to the sensitive habitat area adjacent to the Project site. This sound wall would ensure that construction and traffic noise levels experienced from within the habitat area are reduced to less than 60 dBA, thus ensuring that construction noise does not mask the least Bells vireo song and interfere with breeding. This mitigation measure will reduce significant construction noise impacts to less than significant.

5.7 Transportation/Traffic

Environmental Impacts: Construction related and operational traffic associated with the Project could result in potential significant traffic impacts in the Horizon Year 2020.

a) The Project will have a significant direct impact on the Mission Avenue roadway segment between Foussat Road and El Camino Real. Without the Project, this roadway segment is forecast to operate at an acceptable LOS B in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS E during the Horizon Year 2020.

b) The Project will have a significant indirect impact on the North Douglas Drive roadway segment between North River Road and Pala Road. Without the Project, this roadway segment is forecast to operate at an acceptable LOS E in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS E during the Horizon Year 2020.

c) The Project will have a significant indirect impact on the North Douglas Drive roadway segment between Pala Road and El Camino Real. Without the Project, this roadway segment is forecast to operate at an acceptable LOS E in the Horizon Year 2020. With the Project, the roadway segment is forecast to operate at an unacceptable LOS E during the Horizon Year 2020.

d) The Project will have a significant indirect impact on the intersection of SR 76/Rancho del Oro Drive. Without the Project, this intersection is forecast to operate at an unacceptable LOS D/D in the Horizon Year 2020. With the Project, the intersection is forecast to operate at an unacceptable LOS D/D during the Horizon Year 2020.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Transportation/Traffic impacts to below a level of significance.

Impacts caused by a project (direct impacts) are to be mitigated by that project. Impacts caused by a project and other projects (indirect cumulative impacts) are mitigated by each project paying its proportional share (fair share) to mitigate overall project impacts or, alternatively, constructing improvement mitigation that will reduce the project's incremental contribution.

Roadway Segments

- Mission Avenue between Foussat Road and El Camino Real (project frontage). The project will install dedicated right turn lane westbound and dual eastbound left turn lanes at the project access road to improve flow along Mission Avenue.

- Foussat Road shall be constructed as a five lane secondary arterial with median islands from SR 76 along the project frontage to Pala Road. Foussat Road will accommodate the necessary turn lanes for the project. The east side of Foussat Road, along the project frontage shall be improved with curb, gutter, and sidewalk. Foussat Road shall be constructed to the satisfaction of the City Engineer.

- Pala Road shall be constructed as a 4-lane secondary arterial (with a two-way-left-turn-lane) from Foussat Road, to the project's northern property boundary; and a 2-lane secondary arterial within 84 feet of right of way from the project's northern property boundary to the existing terminus of Pala Road at Los Arbolitos Boulevard. The project shall be required to prepare and submit related environmental documents and studies necessary to construct Pala Road to the satisfaction of the City Engineer.

- North Douglas Drive between Pala Road and El Camino Real. The City of Oceanside's General Plan Land Use Element has noted acceptable LOS could be obtained by constructing this roadway segment as a six-lane major arterial, but due to right-of-way constraints only a four-lane major arterial can be accommodated. The segment can be improved by installation of dual northbound left turn lanes at Pala Road to improve flow on Douglas Drive and will be done by the Project. This improvement is also needed to mitigate project intersection impacts, and thus the Project will construct this improvement.

These creative measures will improve traffic flow on these segments. At this time, the widening of SR 76 is planned by Caltrans, and that widening is assumed as being in place for analytic purposes, but funding and commencement dates have not been established.

Intersections

- SR/ 76 Rancho del Oro Drive. The project shall construct improvements including, but not limited to, two additional through lanes and/or a dedicated northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection of Rancho Del Oro Drive/SR-76, as determined by the City Engineer or Caltrans. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement. In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to project occupancy, the project shall contribute in cash, letter of credit or other form acceptable to the City, prior to occupancy, an amount equivalent to the cost for design and construction of the identified northbound right turn improvements and signal phasing. Use of these funds to complete improvements shall be a the discretion of the City of Oceanside Traffic Engineering Division in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at this Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.

- The project driveway located on Foussat Road approximately 400 feet north of SR 76 shall be constructed 28 feet wide with restricted access (right turns in and out only)with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located on Foussat Road at Alex Road shall be constructed 40 feet wide with an exclusive left turn lane and a shared left, through, and right lane. A new traffic signal shall be constructed at this project driveway and shall be split phased to adequately serve the project. Left turn pockets with median islands shall also be constructed on Foussat Road to provide for left turning access at the project driveway and Alex Road. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located at Foussat Road (bridge)/Pala Road shall be constructed a minimum of 50 feet wide with an exclusive left turn pocket, a shared left-through pocket, and an exclusive right turn pocket. The southbound approach at the southern bridge abutment shall be improved to provide an exclusive right turn pocket, a through pocket and a left turn pocket. The driveway shall properly align with the existing bridge. Foussat Road and Pala Road shall provide exclusive left turn pockets with median islands for left turning access at this driveway. A new traffic signal shall also be constructed and be split phased to properly serve traffic at this location. These improvements shall be completed to the satisfaction of the City Engineer.

- The project driveway located approximately 500 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide with restricted access (right turns in and out only) with appropriate signing and striping. A median island shall be constructed on Pala Road to facilitate the restricted access at this project driveway. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 900 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 1200 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

- The project driveway located approximately 1600 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.

Facts in Support of Finding: Implementation of the above-described mitigation measures will reduce potentially significant impacts associated with construction related and operational traffic to a less than significant level. Each of these mitigation measures must be implemented prior to issuance of final occupancy permits, or per an alternative schedule approved by the City Engineer.

Any alternative schedule will ensure that mitigation is implemented prior to the occurrence of a significant impact.

a) Mission Avenue between Foussat Road and El Camino Real (project frontage). By installing a dedicated right turn lane westbound and dual eastbound left turn lanes at the Project access road, the flow of traffic along Mission Avenue will be sufficiently improved to avoid significant impacts to this roadway segment. This mitigation measure is a "creative measure". As discussed in the Final EIR, creative measures must be developed to improve operational capacity in connection with any proposed development project that affects a street segment that is projected to operate at less than LOS C. The "creative measure" required by this mitigation measure will improve traffic conditions along Mission Avenue between Foussat Road and El Camino Real, though the level of improvement cannot be quantified.

b) North Douglas Drive segment between Pala Road and El Camino Real. The Project will mitigate significant indirect impacts to this roadway segment to a level of less than significant by installing dual northbound left turn lanes at Pala Road and North Douglas Drive to improve flow on Douglas Drive. This mitigation measure is a "creative measure" which will improve traffic flow sufficient to avoid significant impacts at the affected roadway segment, though the degree of segment improvement cannot be quantified.

c) SR/ 76 Rancho del Oro Drive intersection. The Project will mitigate significant indirect impacts to this intersection by constructing a dedicated northbound right turn lane on Rancho Del Oro Drive and improving signal phasing at the intersection of Rancho Del Oro/SR-76. Currently, vehicles queue several hundred feet during the peak hour to make this right turn. Although the Project does not contribute to this movement, providing a dedicated right turn lane will help relieve current condition, resulting in a reduction in delay that mitigates the Project's incremental contribution to this cumulative impact. If the Project applicant is unable to obtain permits from Caltrans necessary to construct these improvements, it will deposit sufficient funds with the City to design and construct the improvements. The City will then coordinate with Caltrans to use those funds in a manner that ensures the Project's incremental impacts to this intersection are appropriately mitigated.

5.8 Utilities

Environmental Impacts: SDG&E standards require a clearance of at least 35 feet from a road surface to existing wires. The Off-Site Pala Road Extension could be located under existing SDG&E wires. As such, a clearance of at least 35 feet would be required.

Finding: Pursuant to CEQA Section 21081(a)(1) and State CEQA Guidelines Section 15091(a)(1), the City finds that conditions, changes, or alterations have been required in, or incorporated into, the Project which will reduce the significant environmental effect identified in the Final EIR to a below a level of significance.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect Utilities impacts to below a level of significance.

The Off-Site Pala Road Extension shall be designed to meet SDG&E standards for a minimum clearance of 35 feet from the road surface to the existing wires. This may entail designing the road at the lowest elevation possible, that does not flood during 100-year storm events, or, as an alternative, raising the power lines. In most situations, the raising of transmission lines for a project this size is economically infeasible. Alternatively, the road would have to be relocated further to the east to avoid impacts associated with the transmission lines

Facts in Support of Finding: Implementation of this mitigation measure will ensure that the Off-Site Pala Road Extension will have adequate clearance from existing SDG&E transmission lines. With implementation of this mitigation measure, impacts to Utilities are mitigated to a less than significant level.

6. Findings Regarding Impacts Not Fully Mitigated to a Level of Less Than Significant

The Final EIR identifies two subject areas in which the Project will result in an impact on the environment: (1) cumulative global warming impacts, and 2) transportation/traffic) which will have significant environmental effects, even after the application of all feasible mitigation measures identified in the Final EIR. In accordance with CEQA Guidelines Section 15092(b)(2), the City shall not approve the Project unless it first finds under CEQA Section 21081(a) and CEQA Guidelines Section 15091(a) that specific economic, legal, social, technological, or other considerations, including the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the Final EIR, and also finds under CEQA Guidelines 15092(b)(2)(B) that the remaining significant effects are acceptable due to overriding considerations as described in CEQA Section 15093.

6.1 Transportation/Traffic

Environmental Impact: The Project will result in significant, unavoidable transportation/traffic impacts.

a) The roadway segment of North Douglas Drive between North River Road and Pala Road shows significant impacts to traffic flow due to constraints of the bridge over the San Luis Rey River, included in this roadway segment. There are right-of-way limitations associated with the existing bridge across the San Luis Rey River within this roadway segment; this is identified in the Circulation Element.

b) The impact of trucks hauling material on the roadway segment of El Camino Real between Mesa Drive and Oceanside Boulevard would be a short-term impact that can not mitigated to below a level of significance.

Finding: Pursuant to CEQA Guidelines § 15091(a)(3), specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible certain mitigation measures and the project alternatives identified in the EIR.

Mitigation Measures: The following mitigation measures, which are set forth below, as well as in the Final EIR, are feasible and are made binding, through the Project's MMRP, which will ensure

implementation of the mitigation measures, and will mitigate some potential direct and indirect Transportation/Traffic impacts to below a level of significance, but not necessarily all impacts:

a) There are no feasible additional mitigation measures due to bridge constraints.

b) On the segment of El Camino Real between Mesa Drive and Oceanside Boulevard, the City has directed this project be responsible for videotaping roadway conditions prior to and after truck activities are completed. Project truck drivers will maintain daily logs of roadway conditions and report damages greater than normal wear and tear of the roadways. Roadway damage directly caused by the Project's truck hauling activities will be the responsibility of the Project applicant. Since El Camino Real is designated by the City as a truck route, normal wear and tear and damages unrelated to project traffic will not be the responsibility of the Project applicant.

Facts in Support of Finding:

Even with implementation of the above described mitigation measures, the City finds that the effects of the Project related to transportation and traffic cannot be reduced to below a level of significance. Therefore, a Statement of Overriding Considerations will be prepared and required to certify the Final EIR and approve the Project. The City has determined that the Project benefits are substantial and outweigh the unavoidable adverse environmental effects related to traffic associated with the Project. This finding is supported by the facts that: the Project will implement the General Plan and Community Commercial designations for the Project site by providing prominent and wide ranging retail development, the Project facilitates implementation of a final HCP and implements General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements, the Project provides meaningful employment opportunities, the Project significantly enhances the economic vitality of the City by providing additional tax revenue of $3,776,000, and the Project provides for the productive and attractive reuse of the dilapidated Project site. The City finds that these benefits when balanced against the unavoidable significant adverse impacts, outweigh the impacts because of the social and economic values which accrue to the community.

6.2 Cumulative Contribution to Global Climate Change

Environmental Impact: The Project's incremental (cumulative) contribution to global climate change is extremely small, but it is being treated as significant and unmitigable as there are no uniformly identified standards or criteria for establishing "thresholds of significance." CO2 and N2O emissions expected to be generated by Project-related traffic, small engine utilization (for ongoing maintenance of the Project), and natural gas emissions would generate an aggregate equivalent GHG load of 78,165.1 pounds of CO2 per day. The local annual warming effect to this level of emissions was found to be 0.0077F. The Project's statewide CO2 contribution would be roughly 0.0000577%. This contribution is incrementally minuscule, but determined to be cumulatively significant and unmitigable in the Final EIR due to the lack of established thresholds of significance for GHG emissions.

Finding: Pursuant to CEQA Guidelines § 15091(a)(3), specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly

trained workers, make infeasible certain mitigation measures and the project alternatives identified in the EIR.

Mitigation Measure: The following mitigation measures, which are set forth below, as well as in the Final EIR, where feasible and are made binding, through the Project's MMRP, which will ensure implementation of the mitigation measures, and will mitigate the potential direct and indirect cumulative contribution to global climate change impacts to below a level of significance.

Implementation of the following mitigation measures would reduce emissions and associated impacts to global warming, although they would not fully reduce the significant impact to below a level of significance:

Trip Reduction Strategies:

1. Encourage commute alternatives by informing employees and customers about transportation for reaching the location (i.e. post transit schedules/routes), and provide for on-site public transit, pedestrian, and bicycle use.

2. Encourage employee ridesharing by posting commuter ride sign-up sheets, employee home zip code map, and similar programs.

3. Consider flexible schedules where appropriate to allow workers to avoid heavy traffic commutes.

4. Where possible, arrange for a single vendor who makes deliveries for several items.

5. Plan delivery routes to avoid unnecessary trips.

6. Keep vehicles well maintained to prevent leaks and minimize emissions.

7. Provide car/van pool parking.

8. Sell bus or light rail passes to employees at a discount.

9. Promote bus use and ride-sharing in promotional materials.

Onsite Energy Reduction Strategies:

1. Complete regularly scheduled maintenance on all heating, ventilation, and air conditioning (HVAC) systems.

2. Use an energy management system to control lighting, exhaust, refrigeration, and HVAC systems.

3. Install occupancy sensors for lighting in low occupancy rooms, including walk-in refrigerators and freezers.

4. Replace incandescent bulbs with compact fluorescent lights where appropriate to do so.

5. Install ultra efficient ballasts to dim lights to take advantage of daylight.

6. Install programmable thermostats to control heating and air conditioning.

7. Insulate all major water pipes and refrigeration cold suction lines.

8. Use weather stripping to close air gaps around doors and windows.

9. Use LED's (Light Emitting Diodes) or fluorescent bulbs for exit signs.

10. Select electrical equipment with energy-saving features (e.g., Energy Star).

11. Install plastic strip curtains on walk-in refrigerators/freezer doors.

12. Utilize on-demand water heater systems; use solar heaters if feasible.

13. Install ceiling fans.

Facts in Support of Finding: Implementation of the above-referenced mitigation measure would reduce emissions and associated impacts to global warming. Among other things, the mitigation measures would reduce vehicle trips associated with the Project and Project-related energy consumption, both major sources of green house gas emissions that contribute to global warming. However, in the absence of identifiable thresholds of significance, these measures would not necessarily reduce the significant impact to below a level of significance. Based upon its review of the Final EIR, the City has determined that no feasible mitigation measures have been identified that could reduce significant cumulative global warming impacts to a less than significant level in the absence of identifiable threshold standards. Therefore, a Statement of Overriding Considerations will be prepared and required to certify the Final EIR and approve the Project. The City has determined that the Project benefits are substantial and outweigh the unavoidable adverse environmental effects related to global warming associated with the Project. This finding is supported by the facts that: the Project will implement the General Plan and Community Commercial designations for the Project site by providing prominent and wide ranging retail development, the Project facilitates implementation of a final HCP and implements General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements, the Project provides meaningful employment opportunities, the Project significant enhances the economic vitality of the City by providing additional tax revenue of $3,776,000, and the Project provides for the productive and attractive reuse of the dilapidated Project site. The City finds that these benefits when balanced against the unavoidable significant adverse impacts, outweigh the impacts because of the social and economic values which accrue to the community.

7. Findings Regarding Alternatives

Under CEQA, whenever a public agency considers approving a project for which the EIR concludes that notwithstanding the incorporated mitigation measures, there will nonetheless remain significant impacts that are not avoided or lessened below a level of significance, the public agency must consider and make findings regarding the feasibility of alternatives discussed in the EIR. As stated in CEQA §21002:

> "[It] is the policy of the State that public agencies should not approve projects as proposed if there are feasible alternatives or mitigation measures available which would substantially lessen the significant effects of such projects...The legislature further finds and declares that in the event specific economic, social, or other conditions make infeasible such project alternatives or mitigation measures, individual project may be approved in spite of one or more significant effects thereof."

The Final EIR concludes that after incorporation of the mitigation measures outlined in Section 5 above, the Project would still have significant and unmitigable environmental impacts on transportation/traffic and global warming.

CEQA Guidelines §15091 states that the determination of the infeasibility of alternatives must evaluate any economic, social, or other considerations related to the alternatives and as compared to the projects as proposed in the EIR. "Feasible" is defined in CEQA Guidelines §15364 as "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors." At the same time, infeasibility is not equated with impossibility, and case law recognizes that an alternative or mitigation measure may also be infeasible if it is undesirable or impractical from a policy standpoint.

In undertaking the comparative analysis called for under CEQA in considering the feasibility of project alternatives, it is also necessary to keep in mind the project objectives as expressed in the Final EIR. The project objectives, as listed in Section III of the EIR, are as follows:

- To create a unique shopping center consisting of approximately 950,000 square feet that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment, and community uses in conformance with City zoning requirements and the General Plan land use goals and principles.

- To create a destination shopping center providing a variety of unique shopping, dining, and entertainment opportunities that will serve Oceanside residents, persons visiting Oceanside, and that will attract shoppers from surrounding communities.

- To facilitate productive and attractive re-use of the project site that is an abandoned drive-in movie theater currently being used for weekend swap meets.

- To implement the General Plan's economic goals and principles by significantly enhancing the economic vitality of the City of Oceanside by providing additional revenues from this site through increased property taxes and sales taxes, increasing the City's opportunity to recapture its fair share of citizens' sales tax expenditures presently going to surrounding communities.

- To implement the General Plan by creating additional employment opportunities, including temporary construction-related employment and permanent retail/property management-related employment, that will also contribute towards the City's achievement of a

jobs/housing balance by providing additional employment opportunities without increasing housing stock within the City.

- To create a development that is compatible with and does not interfere with the safety and function of the Oceanside Municipal Airport.

- Provide a pedestrian-friendly "main street" lifestyle center combining small shops, restaurants, movie theaters, and recreational/health facilities in combination with larger retail outlets.

The Draft EIR for The Pavilion at Oceanside project examined the following alternatives: No Project Alternative, Off-Site Pala Road Extension Alternative, and Reduced Project/Draft Subarea Plan Alternative. As discussed above, the Project being carried forward for consideration is that the Reduced Project/Draft Subarea Plan Alternative. The FEIR determined this to be the environmentally superior alternative to the proposed project described in the Draft EIR. In rejecting the other alternatives considered in the Draft EIR, the City has examined the objectives of the Project and weighed the ability of the various alternatives to meet those objectives. The City believes that the Reduced Project/Draft Subarea Plan Alternative, described and evaluated in the Draft EIR, comes closest to meeting these objectives, with the least environmental impact. Therefore, pursuant to Public Resources Code section 21081(a)(3) and CEQA Guidelines 15091 (a)(3), the City finds that (i) the Final EIR considers a reasonable range of project alternatives and mitigation measures and (ii) specific economic, legal, social, technological or other considerations make infeasible the alternatives as follows:

7.1 No Project Alternative. Under the No Project Alternative, the proposed commercial retail development would not be built and the land would be left in its present condition.

Finding: The City finds that specific economic, legal, social, technological, or other considerations make infeasible the No Project Alternative identified in the Final EIR.

Facts in Support of Finding: This alternative is rejected as infeasible because it would not achieve any of the objectives of the Project. On a comparative basis, the No Project Alternative would:

- Potentially violate the property owner's rights to make reasonable beneficial use of the property consistent with uniformly applied policies, ordinances, regulations, and constitutional protections and reasonable investment backed expectations of development and use consistent with the General Plan, zoning, and comparable commercial development throughout the City designating the Property to be developed for community commercial uses.

- Re-direct the needed commercial development to be developed elsewhere, with impacts to that area and eliminating needed retail and commercial services. It should be noted that within the City of Oceanside, there are no other properties designated for community commercial uses which are even close to the size or capacity of the Project site.

- Be inconsistent with the General Plan and Zoning.

- The existing swap meet with abandoned movie screens would continue.

7.2 Off-Site Pala Road Extension Alternative. As discussed, above, the Off-Site Pala Road Extension Alternative, together with the Reduced Project/Draft Subarea Plan Alternative is being carried forward as the recommended Project. Note that the Off-Site Pala Road Extension Alternative being carried forward for approval is modified to require construction of the Off-Site Pala Road Extension as a two lane, rather than four lane, secondary arterial alternative.

7.3 Reduced Project/Draft Subarea Plan Alternative. As discussed, above, the Reduced Project/Draft Subarea Plan Alternative, in combination with the Off-Site Pala Road Extension Alternative, is being carried forward as the recommended Project.

8. Findings Regarding Growth Inducing Impacts

The City finds that the Project will not have growth inducing impacts. The infrastructure and improvements planned for the development would primarily benefit the development itself. The proposed land use is consistent with the General Plan and zoning designations of the property. City tax revenues and permanent jobs generated by the proposed commercial uses would contribute to local economic growth, but this is not viewed as a detrimental effect. Further, commercial uses of the nature proposed are not considered to be growth-inducing in an of themselves as they are population serving rather than population generating.

9. Statement of Overriding Considerations

As discussed in Section 6 of these Findings, the Final EIR concludes that the Project, even with incorporation of all feasible mitigation measures and consideration of alternatives, will nonetheless have significant impacts on traffic and significant cumulative impacts on global climate change.

The City has adopted all feasible mitigation measures with respect to traffic and global climate change, which may have substantially lessened the impacts, but have not been successful in reducing them below a level of significance as there are not established thresholds to determine significance. Under CEQA, before a project which is determined to have significant, unmitigated environmental effects can be approved, the public agency must consider and adopt a "statement of overriding considerations" pursuant to CEQA Guidelines 15043 and 15093. As the primary purpose of CEQA is to fully inform the decision makers and the public as to the environmental effects of a Project and to include feasible mitigation measures and alternatives to reduce any such adverse effects below a level of significance, CEQA nonetheless recognizes and authorizes the approval of projects where not all adverse impacts can be fully lessened or avoided. However, the agency must explain and justify its conclusion to approve such a project through the statement of overriding considerations setting forth the Project's general social, economic, policy or other public benefits which support the agency's informed conclusion to approve the Project.

The City finds that the Project has the following substantial social, economic, policy and other public benefits justifying its approval and implementation, not withstanding not all environmental impacts were fully reduced below a level of significance:

1. City General Plan and Policies. The Project will implement the General Plan policy of providing visitor-serving uses and facilities that are visible from major travel corridors which include State Highway 76.

2. Zoning. The Project creates a shopping center that implements the City's designation of the site for Community Commercial land uses, providing a wide range of retail, entertainment and community uses, including high-end retail shops and major tenants that provide items, such as apparel, durable goods, and specialty items.

3. Draft HCP. The Project will facilitate development of the final Oceanside Subarea Habitat Conservation Plan and implement General Plan policies relating to preservation of natural resources by providing on-site wildlife corridor improvements for the gnatcatcher and linkage to other wildlife corridors.

4. Employment Opportunities. The Project will contribute towards the City's achievement of a jobs/housing balance by providing employment opportunities without increasing housing stock within the City. A 2008 Economic Benefits Analysis of the Project prepared by Keyser Marston Associates, Inc. ("Economic Benefits Analysis") estimates that the Project will create 2,800 full time equivalent permanent retail/restaurant employment jobs. In addition, the Project will create temporary, construction-related employment opportunities.

5. Tax Revenue to the City. The Project will significantly enhance the economic vitality of the City of Oceanside by providing tax revenue of $3,776,000. The Economic Benefits Analysis estimates the Project will generate additional annual property tax revenue of approximately $490,000, an additional net gain in sales tax revenue of approximately $3,118,000 and additional business license tax of approximately $168,000.

6. Productive Reuse. The Project will make productive and attractive reuse of the Project site that is currently being used as a weekend only swap meet featuring an abandoned drive-in movie theater, weeds and other unattractive land uses.

[DRAFT 9/24/08]

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KEYSER MARSTON ASSOCIATES
ADVISORS IN PUBLIC/PRIVATE REAL ESTATE DEVELOPMENT

MEMORANDUM

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To: Jerry Hittleman, City Planner
City of Oceanside

From: Keyser Marston Associates, Inc.

cc: Jane McVey, Economic Development and Redevelopment Director

Date: May 12, 2008

Subject: Economic Benefits Analysis - Oceanside Pavilion

I. INTRODUCTION

Per your request, Keyser Marston Associates, Inc. (KMA) has prepared an analysis of the economic benefits for the City of Oceanside (City) related to the development of the proposed 950,000-square-foot (SF) Oceanside Pavilion entertainment retail center (Project).

As KMA understands it, the City is interested in projecting the recurring annual economic benefits generated to the City from the Project. In order to estimate these benefits, KMA analyzed the City's existing probable import or export of retail sales, historic vacancy and absorption factors for existing retail space within the City, and retail space demand within the City over the next five years.

For this assignment, KMA completed the following key work tasks:

- Kick-off meeting with City staff and Thomas Enterprises (Developer).
- Review of background information such as the site plan, project description, and other resource documents.
- Tour of the site, environs, and competitive developments in the trade area.
- Review of key demographic trends in a five-mile trade ring.
- Survey of comparable and competitive shopping centers.

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- Preparation of a retail sales import/export (leakage) model and estimate of retail space demand based on potential recapture of retail spending and the anticipated increase in demand from new population growth.

II. KEY FINDINGS

The following summarizes the KMA conclusions regarding the Project and its related economic benefits to the City.

- Historically, Oceanside retail sales have been lower than neighboring cities and the County average when compared on a per capita basis or as a percent of per capita income. This contrast is an indicator of retail sales export, or leakage, to neighboring communities. The KMA analysis concluded that the City of Oceanside exports more than one-quarter of its retail sales potential to outside communities, or, in some cases, to Camp Pendleton.

- The proposed Project has the potential to recapture significant retail spending currently exported from Oceanside to neighboring cities. KMA estimates total demand for about 800,000 SF of retail, restaurant, and in-line space over the next five years.

- KMA concludes that the Project has the potential to transfer as much as 151,000 SF of retail sales activity from existing locations within the City. Development of a new cinema within the Project will likely impact attendance and box office revenues at the two existing cinemas in the City.

- The table below outlines the Project-related economic benefits to the City.

Category	Totals
I. Permanent Employment	
Retail/Restaurant Employment (full-time equivalent jobs at stabilization)	2,800
II. Revenue Sources (2008 $)	
Net New Sales Tax	$3,118,000
Net New Property Tax	$490,000
Business License Tax	$168,000
Total Annual Revenue at Stabilization	$3,776,000

III. METHOD OF ANALYSIS

The KMA method of analysis for the projections reviewed above is detailed in the attached appendices and discussed below.

A. Project Description (Appendix A)

- Table A-1 presents a detailed project description of the proposed Oceanside Pavilion. As currently planned, the center will consist of approximately 950,000 SF situated on approximately 87 acres (Site). Located at the northeast corner of State Route 76 (SR 76) and Foussat Road, the proposed uses for the center include a mix of large and medium box retail, restaurants, shops, fitness center, and cinema situated in an open-air, "lifestyle" center configuration.

Tenant Mix	Square Feet (SF)
Anchors	212,000 SF
Mini-Anchors	334,572 SF
Shops	247,166 SF
Restaurants	49,712 SF
Fitness Center	47,000 SF
Cinema	60,000 SF
Total Gross Building Area	950,450 SF

B. Demographic Trends and Market Overview (Appendix B)

- Table B-1 provides an overview of comparative demographic factors for trade rings around the subject Site, the City of Oceanside, the County of San Diego, and the State of California.

5-Mile Ring	Totals
Population 2007	212,883
Forecasted Population Growth, 2007-2012	1.0% per year
Median Household Income, 2007	$56,213
Aggregate Personal Income, 2007	$5.3 Billion

- Table B-2 profiles existing retail space characteristics for the trade area cities. The trade area cities are considered to include Oceanside, Carlsbad, Escondido, San Marcos, and Vista. The City of Oceanside contains 32% of the total 13.2 million SF of retail space in the trade area cities, or 4.2 million. The retail vacancy rate amongst the five cities ranged from 3.2% to 5.2%.

- Table B-3 presents a comparison of market factors, i.e., vacancy, absorption, and lease rates, for the City of Oceanside and the County of San Diego. From 2000 to 2007, the City of Oceanside added approximately 370,000 SF of rentable retail space, or an average annual growth rate of 1.3%. In comparison, San Diego County added 13.2 million of rentable SF, with an average annual growth rate of 3.7%.

- Table B-4 summarizes competitive regional and subregional retail centers and cinemas in north San Diego County. The intent of the KMA survey was to include centers with national credit tenants such as big box, "category killer", or cinema anchors. The survey specifically excluded those centers anchored only by a supermarket or drugstore.

  - Existing big box and "category killer" stores in the City of Oceanside include Home Depot (two locations), Lowe's, Target, Wal-Mart (three locations), Kohl's, Mervyns, Kmart, and Bed Bath & Beyond.

  - There are two existing cinemas in the City of Oceanside: the 16-screen Ocean Place Cinema complex, which opened in downtown Oceanside in 2000; and the 13-screen Cinema Star theater located in the Mission Marketplace shopping center at Mission Avenue and College Boulevard (renovated in 1997).

The table below compares the surveyed centers in Oceanside with those in other trade area cities. A map of the surveyed centers is attached as Exhibit B-1.

City	Square Feet (SF)	Percent
Oceanside	2,821,000	36.5%
Other Trade Area Cities	4,902,000	63.5%
Total SF	7,723,000	100.0%

C. Retail Sales Leakage Analysis (Appendix C)

Historically, Oceanside retail sales have been lower than neighboring cities and the County average when compared on a per capita basis or as a percent of per capita income. This

contrast is an indicator of retail sales export, or leakage, to neighboring communities, primarily Carlsbad, Vista, and San Marcos.

KMA prepared a retail sales import/export (leakage) model for the City of Oceanside. Essentially, the methodology employed consists of estimating the total potential retail expenditures of the City's population, and then deducting the actual retail sales achieved within the City. KMA calculated the amount of potential retail expenditures by analyzing spending ratios in the other trade area cities and the County relative to population and per capita income. KMA then deducted from that total potential retail sales figure the actual 2007 retail sales for each retail category as provided by Hinderliter de Llamas and Associates to the City of Oceanside. The detailed leakage model is found in Appendix C.

The KMA analysis concluded that the City of Oceanside exports more than one-quarter of its retail sales potential to outside communities. The table below itemizes the percent of each retail category that the City currently captures. As the Project is developed and leased up with retail tenants that are currently located elsewhere in the trade area, the City of Oceanside has the potential to recapture a substantial portion of the current retail sales export.

Retail Category	Estimated Annual Sales Leakage	Percent of Actual to Total Potential Sales
General Merchandise	$21,992,000	91%
Other Comparison Goods (1)	$135,216,000	60%
Convenience Goods (2)	$56,621,000	70%
Eating and Drinking	$39,361,000	84%
Home Improvement	$92,086,000	56%
Total	**$345,276,000**	**72%**

(1) Includes apparel, home furnishings and appliances, and specialty stores.

(2) Includes food and drug stores.

Note that KMA did not include the retail categories of Auto Dealers and Supplies or Other Retail Stores in our leakage analysis, as these types of retailers are not planned for the Project.

Of course, some of the retail sales leakage estimated above results from retail sales activity at Camp Pendleton. Because of Oceanside's proximity and probable number of residents with military base buying privileges, there may be a significant amount of dollars lost to purchases made at the base. Sales tax is not applied to purchases on military bases, so the savings are a clear draw for those residents that can buy on base. Information on retail sales

volumes at Camp Pendleton is not available; however, it is generally believed to be significant (Economic Sustainability Study, Economic Development Commission, March 2008).

D. Retail/Restaurant Space Demand Analysis (Appendix D)

KMA prepared a retail space demand model based on: (1) estimates of potential recapture of existing residents' spending that could be achieved, and (2) the demand for new retail space generated by new population growth.

- Table D-1 illustrates the potential recapture of retail spending. KMA estimates that potentially 46% to 58% (depending on category) of the retail sales leakage could be recaptured within the City, supporting additional 374,000 SF to 467,000 SF of new retail space development. The KMA demand projection relies on estimates for per capita income allocated to retail spending, capture rates, and sales productivity per SF, as illustrated below.

Retail Category	Estimated Recapture Rate		Estimated Recapture	
	Low	High	Low	High
General Merchandise	20%	30%	12,000 SF	18,000 SF
Other Comparison Goods	50%	60%	169,000 SF	203,000 SF
Convenience Goods	60%	80%	57,000 SF	75,000 SF
Eating and Drinking	40%	50%	31,000 SF	39,000 SF
Home Improvement	40%	50%	105,000 SF	132,000 SF
Totals	46%	58%	374,000 SF	467,000 SF

Estimates for:	Based on:
Per Capita Income Allocated to Retail Spending	Claritas, Inc and typical household spending ratios
Capture Rates	KMA estimates based on locational factors and amenities relative to competitive destinations
Sales Productivity Per SF	Typical retail sales volumes per SF by type of use based on sources such as U.S. Business Reporter, Urban Land Institute, International Council of Shopping Centers, and others.

- Table D-2 depicts the five-year growth-generated demand from population growth. KMA estimates that the retail space demand generated from population growth will range between 107,000 SF to 135,000 SF. The KMA demand projection relies on estimates of population growth from 2007-2012, average per capita income, capture rates, and sales productivity per SF, as illustrated below.

Retail Category	Estimated Recapture Rate		Estimated Recapture (SF)	
	Low	High	Low	High
General Merchandise	50%	60%	22,000	26,000
Other Comparison Goods	60%	80%	32,000	43,000
Convenience Goods	70%	80%	14,000	16,000
Eating and Drinking	50%	60%	16,000	19,000
Home Improvement	60%	80%	23,000	31,000
Totals			107,000	135,000

- Table D-3 summarizes total annual retail and restaurant space demand through 2012 from the five-mile trade ring, as well as demand from beyond the trade ring, as shown below:

Retail/Restaurant Space Demand (SF)	Low	High
Recapture of Sales Export	374,000	467,000
Five-Year Growth-Generated Demand	107,000	135,000
Locally Supported Demand	481,000	602,000
Add: Demand from Beyond Trade Area	120,000	151,000
Total Retail/Restaurant Space Demand	601,000	753,000
Or Say (Rounded)	677,000 SF	

Based on the KMA projection of retail space demand, KMA estimated the potential sales transfer to the Project from other existing locations within the City of Oceanside. KMA assumes that sufficient market demand exists to support the proposed cinema and fitness center. Additionally, it is typical to expect a 5.0% vacancy factor for the shops and restaurant space. Taking these factors into consideration, the total occupied retail/restaurant space in the Project equates to approximately 828,000 SF. The potential transfer of retail/restaurant sales within the City is estimated to measure 151,000 SF, as shown below.

Potential Sales Transfer within City	Totals (SF)
Total Occupied Retail/Restaurant SF in the Project	828,000
(Less) Projected Retail Space Demand through 2012	(677,000)
Potential Sales Transfer within City (expressed in SF)	151,000

The estimated transfer of retail sales could potentially affect a variety of existing retail outlets throughout the City. In some cases new tenants in the Project will duplicate existing stores (same stores or similar brands) already located within the City. As such, the Project may draw away some level of current retail sales from existing centers in the City, including existing big box and "category killer" stores. Additionally, development of a new cinema within the Project will likely impact attendance and box office revenues at the two existing cinemas in the City. This outcome would be consistent with trends in the cinema industry, where older venues have struggled to remain competitive as new state-of-the-art facilities are developed in the same trade area. Reduced attendance at the existing cinemas could in turn reduce retail/restaurant sales in their immediate environs (downtown Oceanside and Mission Marketplace, respectively).

E. Projected Economic Benefits (Appendix E)

KMA forecasted the key direct, recurring annual economic benefits generated to the City by the proposed Project at stabilization. These included employment generation, net new retail sales tax, net new property tax, and business license fees.

- Table E-1 delineates KMA's estimate of permanent employment derived from the Project. Overall, KMA estimates approximately 3.0 full-time equivalent (FTE) permanent jobs per 1,000 SF of the Project at stabilization.

- Table E-2 presents an estimate of sales tax revenues to the City. The Developer presented an estimate of potential sales volume to be generated by the Project. KMA reviewed this information and made certain modifications based on our own experience and available industry data sources. KMA conservatively estimates total annual sales tax to the City at stabilization of $3,775,000 (2008 dollars). It should be noted that this projection is nearly 20% lower than the Developer's projection. After deducting the estimate of potential sales transfer within the City (discussed above), KMA estimates net new sales tax to the City of $3,118,000.

- Table E-3 illustrates the KMA calculation of net new property taxes. KMA utilized the cost approach in approximating the property taxes for the Project. The estimate of land

value and construction costs are ba sed on comparable projects in Southern California with which KMA is familiar. KMA estimates that the Project will have an estimated assessed value of $251,189,000. After deducting the current assessed value of the Site of $1,809,000 (per MetroScan), the estimated net new assessed value will be $249,000,000. Based on information from the County of San Diego Property Tax Services, the City of Oceanside receives 19.64% of the 1.0% property tax. On this basis, then, KMA estimates net new property tax to the City of $490,000.

- Table E-4 outlines the calculation of business license taxes and fees to be collected by the City from the potential tenants. This calculation is based on information provided by the City of Oceanside Business License Department.

IV. LIMITING CONDITIONS

1. The analysis contained in this document is based, in part, on data from secondary sources, such as state and local government, planning agencies, real estate brokers, and other third parties. While KMA believes that these sources are reliable, we cannot guarantee their accuracy.

2. The analysis assumes that neither the local nor national economy will experience a major recession. If an unforeseen change occurs in the economy, the conclusions contained herein may no longer be valid.

3. The findings are based on economic rather than political considerations. Therefore, they should be construed neither as a representation nor opinion that government approvals for development can be secured.

4. Market feasibility is not equivalent to financial feasibility; other factors apart from the level of demand for a land use are of crucial importance in determining feasibility. These factors include the cost of acquiring sites, relocation burdens, traffic impacts, remediation of toxics (if any), and mitigation measures required through the approval process.

5. Development opportunities are assumed to be achievable during the specified time frame. A change in development schedule requires that the conclusions contained herein be reviewed for validity.

6. The analysis, opinions, recommendations, and conclusions of this document are KMA's informed judgment based on market and economic conditions as of the date of this report. Due to the volatility of market conditions and complex dynamics influencing the economic conditions of the building and development industry, conclusions and

recommended actions contained herein should not be relied upon as sole input for final business decisions regarding current and future development and planning.

7. No assurances are provided by KMA as to the certainty of the projected property tax revenues shown in this document. Actual revenues may be higher or lower than what has been projected and are subject to valuation changes resulting from new developments or transfers of ownership not specifically identified herein, actual resolution of outstanding appeals, future filing of appeals, or the non-payment of taxes due.

attachments

APPENDIX A

Proposed Project Description

Economic Benefits Analysis
City of Oceanside

TABLE A-1

PROJECT DESCRIPTION
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

I. Site Area	
Gross Site Area	3,810,193 SF
	87.5 Acres
II. Building Area	
A. Anchors	
Anchor #1	30,000 SF
Anchor #2	50,000 SF
Anchor #3	47,000 SF
Anchor #4	132,000 SF
Total Anchors	259,000 SF
B. Mini-Anchors	
Tenant #1	28,090 SF
Tenant #2	20,000 SF
Tenant #3	13,969 SF
Tenant #4	11,400 SF
Tenant #5	30,000 SF
Tenant #6	64,000 SF
Tenant #7	10,075 SF
Tenant #8	14,800 SF
Tenant #9	20,000 SF
Tenant #10	10,000 SF
Tenant #11	10,000 SF
Tenant #12	20,000 SF
Tenant #13	28,000 SF
Tenant #14	12,838 SF
Tenant #15	11,400 SF
Tenant #16	30,000 SF
Total Mini-Anchors	334,572 SF
C. Shops	247,166 SF
D. Restaurants	49,712 SF
E. Cinema	60,000 SF
Total Gross Building Area (GBA)	950,450 SF
Floor Area Ratio (FAR)	0.25

Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

APPENDIX B

Demographic Profile and Retail Space Market Overview

Economic Benefits Analysis
City of Oceanside

TABLE B-1

COMPARATIVE OVERVIEW OF DEMOGRAPHIC FACTORS, 2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

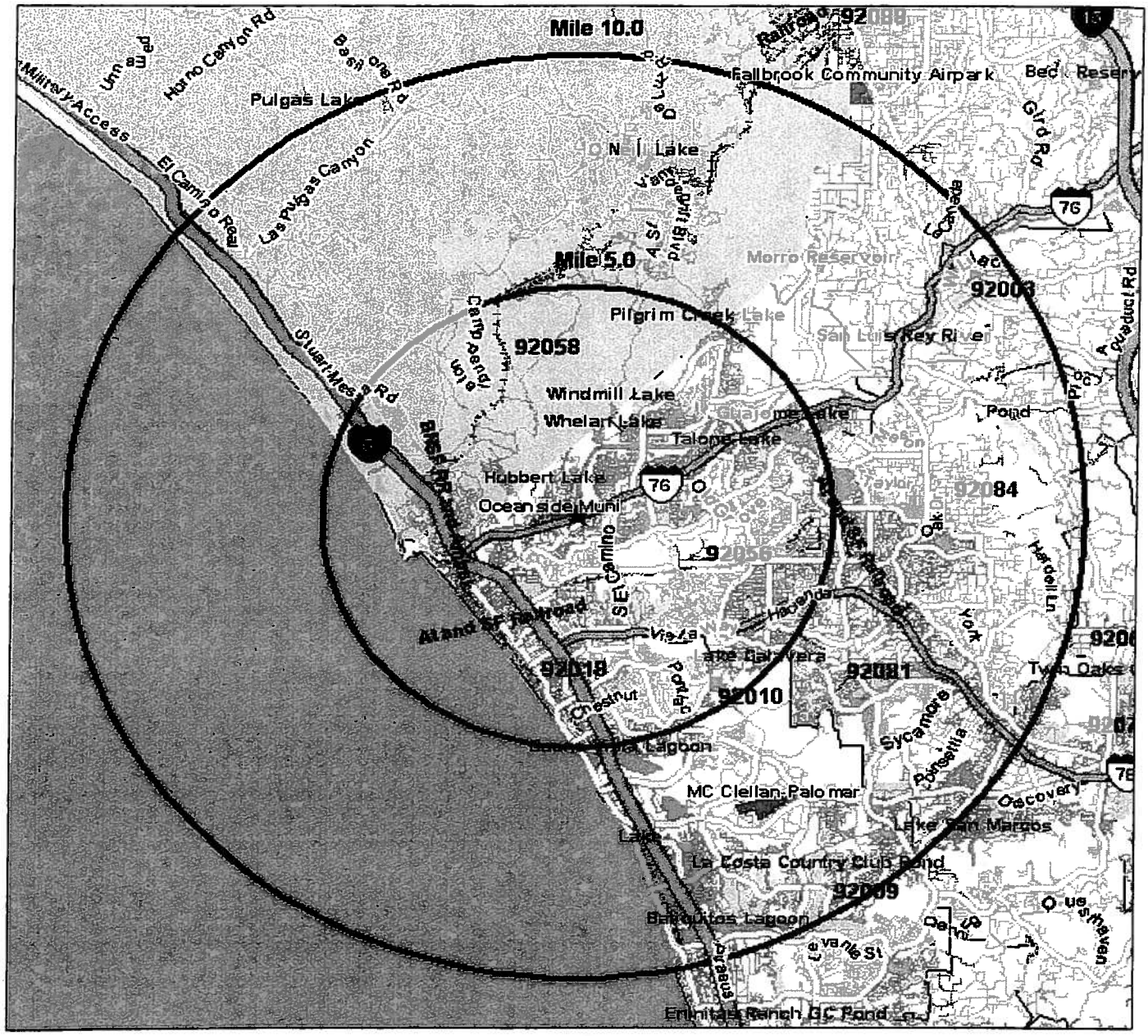
	1-Mile Ring (1)	5-Mile Ring (1)	10-Mile Ring (1)	City of Oceanside	San Diego County	State of California
Population	14,031	212,883	404,409	169,815	3,021,921	37,075,982
Average Annual Rate						
Historical Population Growth, 2000-2007	1.31%	0.68%	1.05%	0.76%	1.02%	1.30%
Forecasted Population Growth, 2007-2012	1.55%	1.00%	1.31%	1.05%	1.26%	1.37%
Households						
2007 Estimate	4,992	73,386	138,760	59,351	1,072,228	12,461,651
2012 Estimate	5,343	77,063	148,321	62,315	1,143,924	13,275,749
Average Household Size	2.80	2.81	2.79	2.84	2.72	2.91
Median Age (years)	33.7	32.6	33.2	33.7	34.1	34.6
Per Capita Income (PCI)	$22,899	$24,788	$27,222	$24,627	$28,074	$26,250
Aggregate Personal Income	$321.3 Million	$5.3 Billion	$11.0 Billion	$4.2 Billion	$84.8 Billion	$973.3 Billion
Median Household Income	$48,340	$56,213	$59,395	$56,746	$58,108	$56,379

(1) From the intersection of Foussat Road and State Route 76.

Source: Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

EXHIBIT B-1

FIVE- AND TEN-MILE DEMOGRAPHIC RINGS (1)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE



(1) From the intersection of Foussat Rd and I-76.

Source: Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside/Pavilion Shopping Center/Demographic Ring Map; 5/12/2008; hrm

TABLE B-2

RETAIL SPACE PROFILE BY SUBMARKET, TRADE AREA CITIES, 4TH QUARTER 2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Trade Area Cities	Total Rentable Retail Space (SF)		SF Under Construction	Average Asking Lease Rate (1)	Vacancy Rate
Oceanside	4,236,728	32.0%	0	$1.86	5.2%
Carlsbad	1,976,379	14.9%	0	$2.96	3.2%
Escondido	3,074,398	23.2%	0	$1.64	5.2%
San Marcos	2,268,280	17.1%	0	$1.65	3.4%
Vista	1,682,889	12.7%	0	$1.63	3.5%
Totals/Average	**13,238,674**	**100.0%**	**0**	**$1.91**	**N/A**

(1) Per SF/month triple-net (NNN).

Source: CB Richard Ellis
Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

TABLE B-3

RETAIL SPACE MARKET FACTORS, 2000-2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

	2000	2001	2002	2003	2004	2005	2006	2007	Change, 2000-2007 Absolute	Change, 2000-2007 Average Annual
City of Oceanside										
Rentable Area (SF)	3,866,331	3,865,990	3,865,990	4,029,258	3,807,703	4,303,328	4,303,328	4,236,728	370,397	1.3%
Vacancy Rate	3.4%	5.4%	5.9%	4.7%	6.3%	6.0%	4.6%	5.2%	1.8%	-
Net Change in Supply (SF)	-	(341)	0	163,268	(221,555)	495,625	0	(66,600)	-	52,914
Average Asking Lease Rate (1)	$1.61	$1.63	$2.05	$1.71	$1.68	$1.98	$1.78	$1.86	$0.25	2.1%
Net Absorption YTD	(315)	(8,204)	43,104	(5,368)	(22,503)	87,837	(2,749)	(10,829)	-	10,122
San Diego County										
Rentable Area (SF)	45,540,619	46,549,955	46,363,955	48,148,700	50,684,623	57,250,547	57,538,913	58,825,098	13,284,479	3.7%
Vacancy Rate	3.8%	4.7%	4.2%	2.7%	2.6%	2.2%	2.2%	3.0%	-0.8%	-
Net Change in Supply (SF)	-	1,009,336	(186,000)	1,784,745	2,535,923	6,565,924	288,366	1,286,185	-	1,897,783
Average Asking Lease Rate (1)	$1.68	$1.72	$1.75	$1.82	$1.90	$2.03	$2.11	$2.18	$0.50	3.8%
Net Absorption YTD	6,843	15,134	454,961	148,667	869,560	268,158	1,364,025	(163,294)	-	370,507

(1) Per SF/month triple-net (NNN).

Source: CB Richard Ellis
Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

TABLE B-4

OVERVIEW OF SELECTED REGIONAL/SUBREGIONAL RETAIL CENTERS AND CINEMAS, NORTH COUNTY SAN DIEGO
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Name	Location	City	GLA (1) Including Anchors	Year Opened	Last Renovation/ Expansion	Anchored Tenants
1. The Forum	NWC Calle Barcelona & El Camino Real	Carlsbad	265,000	2003		Borders Books, Bed Bath & Beyond
2. Premium Outlets	Interstate 5 @ Palomar Airport Rd.	Carlsbad	287,936	1997	2001	Barney's New York, Gap, Jones New York
3. *Plaza Camino Real*	*Highway 78 @ El Camino Real*	*Carlsbad*	*1,200,000*	*1969*	*1989*	*JC Penney, Sears, Macy's, MovieMax*
4. *UltraStar Cinemas*	*El Camino Real*	*Carlsbad*	N/A			*UltraStar Cinemas*
5. Escondido Promenade	SEC West Valley & Auto Parkways	Escondido	222,000	1987		Target, Toys 'R' Us, T.J. Maxx
6. North County Fair	Interstate 15 & Via Rancho Parkway	Escondido	1,255,000	1986		Sears, Nordstrom, Macy's, JC Penney
7. *Escondido Pavilion*	*W. Valley Parkway*	*Escondido*	N/A	2001		*Regal Cinemas, Starbucks*
8. El Camino North	El Camino Real & Vista Way	Oceanside	497,117	1980	2003	Mervyns, Stein Mart, Ross
9. *Mission Marketplace*	*NWC Mission Avenue & College Boulevard*	*Oceanside*	*344,655*	*1989*	*1997*	*Rite Aid Pharmacy, Henry's, Ralphs, Kmart, Cinema Star*
10. *Ocean Place Cinemas*	*Coast Highway & Mission Avenue*	*Oceanside*	*79,067*	*1999*		*Regal Cinemas*
11. Old Grove Marketplace	SWC Old Grove Road & 76 Expressway	Oceanside	261,519	2002	2004	Lowe's, Ralphs
12. *Nordahl Marketplace*	*NWC Hwy. 78 & Nordahl Road*	*San Marcos*	*500,000*	*1985*	*2002*	*Wal-Mart, Costco, Kohl's, Edwards Cinema*
13. North County Square	NWC Hwy. 78 & Sycamore Drive	Vista	650,000	1994	2000	Target Greatlands, Old Navy, Sam's, Office Depot
14. *Vista Village*	*Vista Village Way & Santa Fe Avenue*	*Vista*	*232,543*	*2001/2003*		*Staples, Linens 'N' Things, Frasier Farms, Krikorian Theatres*
15. Camino Town & Country	Hwy 78 & El Camino Real	Oceanside	238,146	N/A		Target
16. Vista Gateway	Hwy 78 & Hacienda Drive	Vista	290,000	N/A		Costco, Circuit City
17. Home Depot	Hwy 78 & College Boulevard	Oceanside	130,000	N/A		Home Depot
18. Home Depot	Hwy 76 & Melrose Drive	Oceanside	130,000	N/A		Home Depot
19. Plaza Del Oro	Hwy 76 & Frazee Road	Oceanside	75,000	N/A		24-Hr Fitness, CVS Pharmacy, In-N-Out
20. Pacific Coast Plaza	Hwy 78 & Vista Way	Oceanside	440,000	N/A		Stater Brothers, Wal-Mart, Bed Bath & Beyond
21. Quarry Creek	Hwy 78 & Jefferson Avenue	Oceanside	357,000	N/A		Albertsons, Kohl's, Wal-Mart
22. Rancho Del Oro Town Center	Hwy 76 & College Avenue	Oceanside	268,000	N/A		Wal-Mart, Vons, Dennys, Washington Mutual
Total GLA			7,722,983			

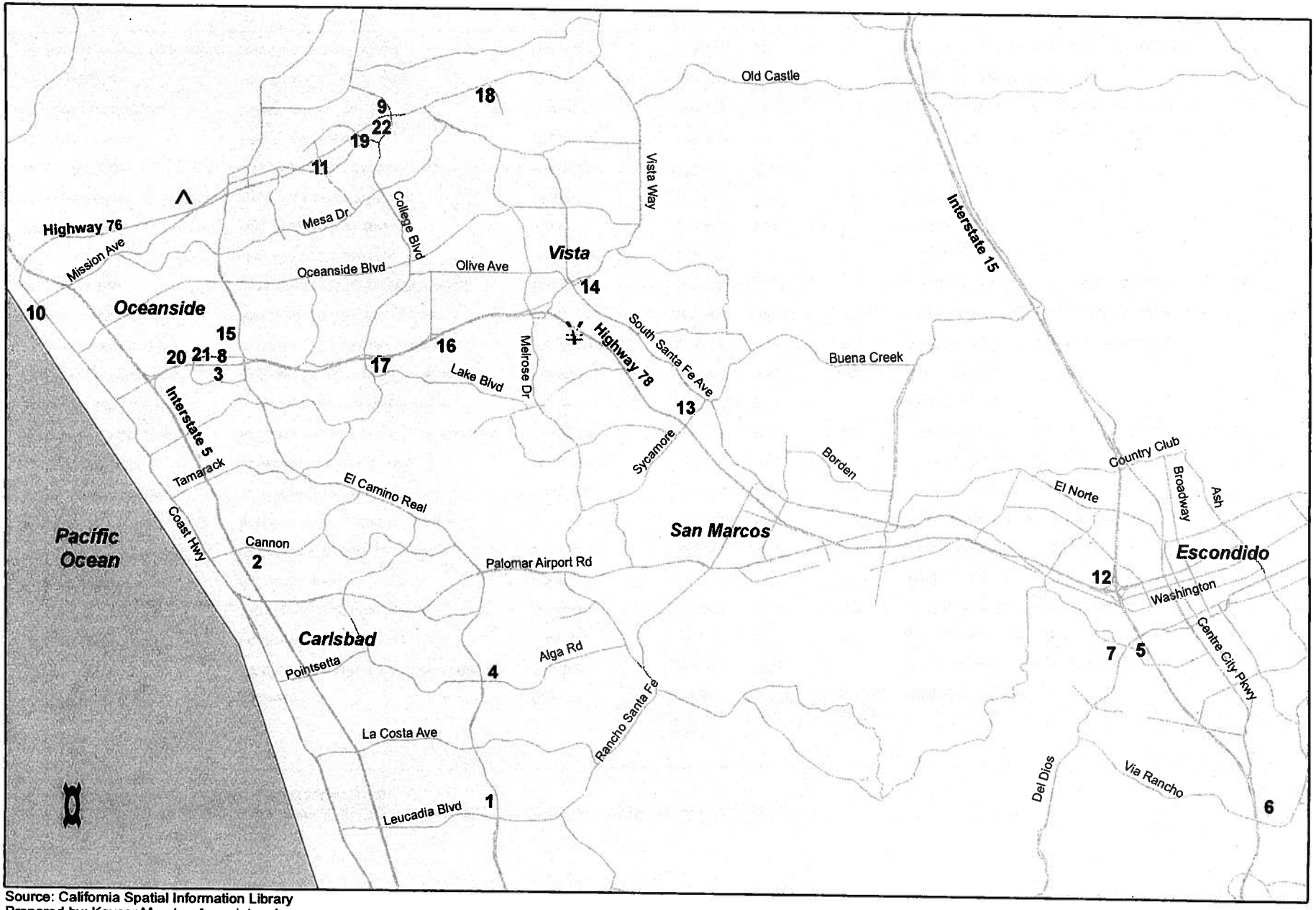
Total Oceanside	2,820,504
Total Other	4,902,479
Grand Total GLA	7,722,983

NOTE: *Italicized lines represent centers with cinemas.*
(1) GLA = Gross Leaseable Area.

Source: Directory of Major Malls
Prepared by: Keyser Marston Associates, Inc.
Filename i: Oceanside/Pavilion/Pavilion Benefits Tables;5/12/2008;wcl

EXHIBIT B-2

SELECTED REGIONAL/SUBREGIONAL RETAIL CENTERS AND CINEMAS, NORTH COUNTY SAN DIEGO
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE



Source: California Spatial Information Library
Prepared by: Keyser Marston Associates, Inc.
Filename: i:GIS/Oceanside/ShoppingCenters;5/12/08; hrm

0 0.5 1 2 3 Miles

APPENDIX C

Retail Sales Leakage Analysis

Economic Benefits Analysis
City of Oceanside

TABLE C-1

OVERVIEW OF KMA RETAIL GROUPINGS
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

KMA Retail Category	Definition
General Merchandise	Variety stores, department stores, and general merchandise
Other Comparison Goods	Apparel stores, home furnishings and appliances, and specialty goods
Convenience Goods	Food stores, grocery stores without or without alcohol, drug stores, and package liquor stores
Eating and Drinking	Restaurants with or without liquor

Source: California State Board of Equalization
Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-2

TOTAL RETAIL SALES, CITY OF OCEANSIDE, 2000-2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Retail Categories ($000s)	2000	2007	Average Annual Rate
General Merchandise	$166,337	$228,932	4.7%
Other Comparison Goods			
Apparel	$24,517	$54,762	12.2%
Home Furnishings & Appliances	$71,362	$89,088	3.2%
Specialty Retail	$25,953	$55,499	11.5%
Subtotal Comparison Goods	$121,832	$199,349	7.3%
Convenience Goods (1)	$152,406	$131,572	-2.1%
Eating and Drinking	$137,983	$211,563	6.3%
Home Improvement	$66,710	$117,017	8.4%
Other Retail Stores	$118,490	$124,709	0.7%
Total Retail Sales	**$763,757**	**$1,013,141**	**4.1%**

(1) Adjustments have been made to reflect total sales for food and drugs. Typically an estimated 30% for food stores and 70% for drug stores is taxable.

Source: Hinderliter deLlamas Associates, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename: i: Oceanside Pavilion/Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-3

GENERAL MERCHANDISE SALES
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Per Capita	2000	2007	Average Annual Rate
Oceanside	**$1,033**	**$1,348**	**3.9%**
Carlsbad	$2,851	$2,564	-1.5%
Escondido	$2,021	$1,685	-2.6%
San Marcos	$1,054	$1,882	8.6%
Vista	$1,899	$2,208	2.2%
San Diego County	$1,346	$1,625	2.7%

Per Capita Sales as a % of Per Capita Income	2000	2007	Absolute Change
Oceanside	**5.1%**	**5.5%**	**0.4%**
Carlsbad	8.2%	5.8%	-2.4%
Escondido	11.1%	7.7%	-3.4%
San Marcos	5.6%	7.7%	2.1%
Vista	10.5%	10.1%	-0.4%
San Diego County	5.9%	5.8%	-0.1%

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-4

OTHER COMPARISON GOODS SALES (1)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Per Capita	2000	2007	Average Annual Rate
Oceanside	**$757**	**$1,174**	**6.5%**
Carlsbad	$2,664	$4,167	6.6%
Escondido	$1,618	$1,826	1.7%
San Marcos	$2,863	$4,314	6.0%
Vista	$885	$1,184	4.2%
San Diego County	$1,422	$1,958	4.7%

Per Capita Sales as a % of Per Capita Income	2000	2007	Absolute Change
Oceanside	**3.7%**	**4.8%**	**1.0%**
Carlsbad	7.7%	9.5%	1.8%
Escondido	8.9%	8.4%	-0.5%
San Marcos	15.3%	17.7%	2.4%
Vista	4.9%	5.4%	0.5%
San Diego County	6.2%	7.0%	0.8%

(1) Includes apparel, home furnishings and appliances, and specialty stores.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-5

CONVENIENCE GOODS SALES (1)(2)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Per Capita	2000	2007	Average Annual Rate
Oceanside	**$946**	**$775**	**-2.8%**
Carlsbad	$880	$1,080	3.0%
Escondido	$1,244	$1,434	2.1%
San Marcos	$714	$800	1.6%
Vista	$1,001	$1,381	4.7%
San Diego County	$898	$1,069	2.5%

Per Capita Sales as a % of Per Capita Income	2000	2007	Absolute Change
Oceanside	**4.7%**	**3.1%**	**-1.5%**
Carlsbad	2.5%	2.5%	-0.1%
Escondido	6.8%	6.6%	-0.3%
San Marcos	3.8%	3.3%	-0.5%
Vista	5.5%	6.3%	0.8%
San Diego County	3.9%	3.8%	-0.1%

(1) Includes food and drug stores.

(2) Figures reflect estimated total gross sales adjusted for non-taxable goods.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\OceansidePavilion Benefits Tables;5/12/2008;wcl

TABLE C-6

EATING AND DRINKING SALES
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Per Capita	2000	2007	Average Annual Rate
Oceanside	**$857**	**$1,246**	**5.5%**
Carlsbad	$1,493	$2,025	4.4%
Escondido	$947	$1,305	4.7%
San Marcos	$1,231	$1,467	2.5%
Vista	$651	$1,107	7.9%
San Diego County	$1,149	$1,607	4.9%

Per Capita Sales as a % of Per Capita Income	2000	2007	Absolute Change
Oceanside	**4.2%**	**5.1%**	**0.8%**
Carlsbad	4.3%	4.6%	0.3%
Escondido	5.2%	6.0%	0.8%
San Marcos	6.6%	6.0%	-0.6%
Vista	3.6%	5.1%	1.5%
San Diego County	5.0%	5.7%	0.7%

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-7

HOME IMPROVEMENT SALES
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Per Capita	2000	2007	Average Annual Rate
Oceanside	**$414**	**$689**	**7.5%**
Carlsbad	$622	$438	-4.9%
Escondido	$1,565	$2,089	4.2%
San Marcos	$3,066	$2,401	-3.4%
Vista	$895	$1,852	10.9%
San Diego County	$816	$1,012	3.1%

Per Capita Sales as a % of Per Capita Income	2000	2007	Absolute Change
Oceanside	**2.0%**	**2.8%**	**0.8%**
Carlsbad	1.8%	1.0%	-0.8%
Escondido	8.6%	9.6%	1.0%
San Marcos	16.4%	9.8%	-6.5%
Vista	5.0%	8.5%	3.5%
San Diego County	3.6%	3.6%	0.0%

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE C-8

RETAIL SALES IMPORT/EXPORT ANALYSIS, CITY OF OCEANSIDE, 2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

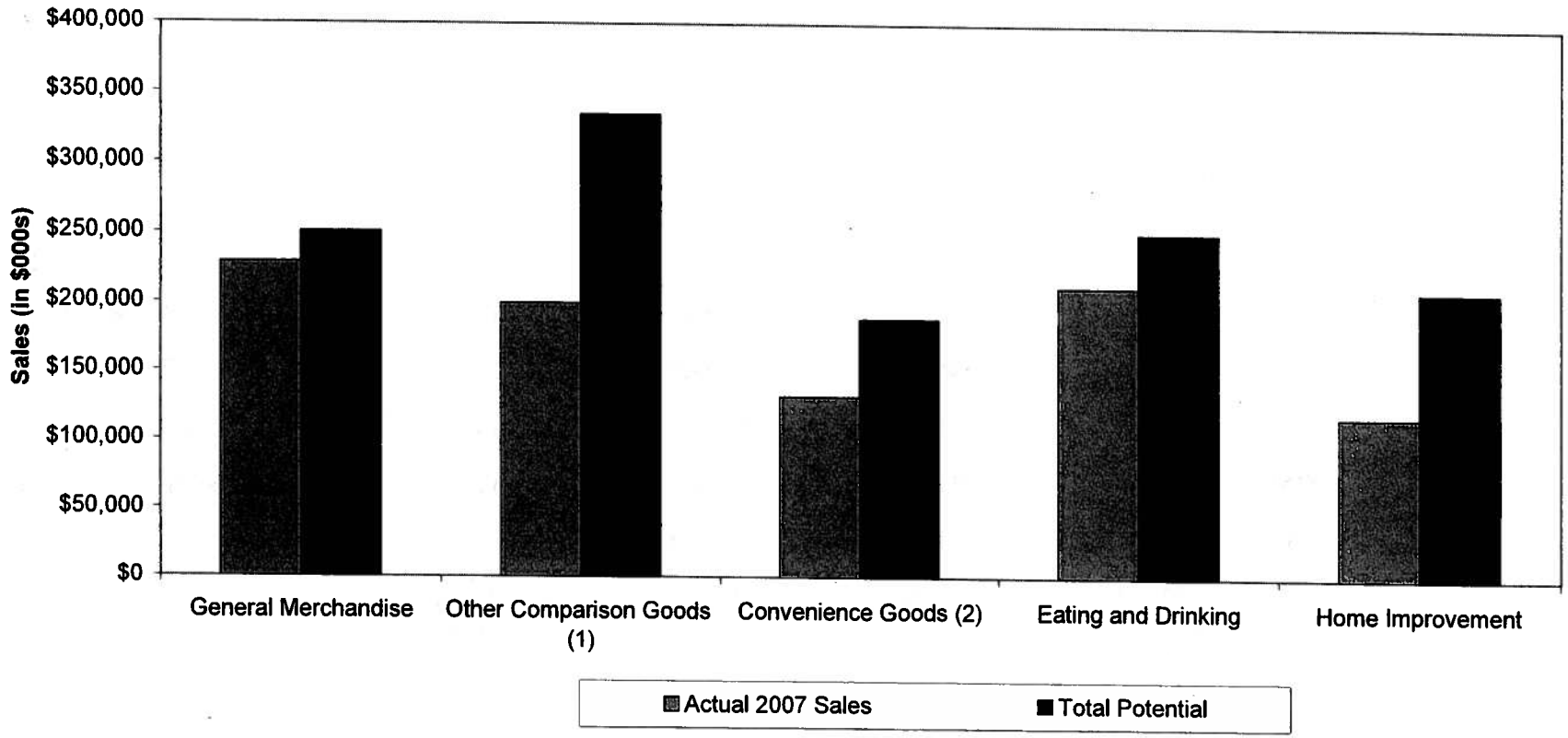
Retail Category	Expenditure Potential As % of PCI	Total Potential (000's)	Actual 2007 (000's)	% of Actual to Total Potential	Import/ (Export) (000's)
General Merchandise	6.0%	$250,924	$228,932	91%	($21,992)
Other Comparison Goods (1)	8.0%	$334,565	$199,349	60%	($135,216)
Convenience Goods (2)	4.5%	$188,193	$131,572	70%	($56,621)
Eating and Drinking	6.0%	$250,924	$211,563	84%	($39,361)
Home Improvement	5.0%	$209,103	$117,017	56%	($92,086)
Total		$1,233,708	$888,433	72%	($345,276)

(1) Includes apparel, home furnishings and appliances, and specialty stores.
(2) Includes food and drug stores.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

EXHIBIT C-1

ACTUAL RETAIL SALES VS. TOTAL POTENTIAL EXPENDITURES, CITY OF OCEANSIDE, 2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

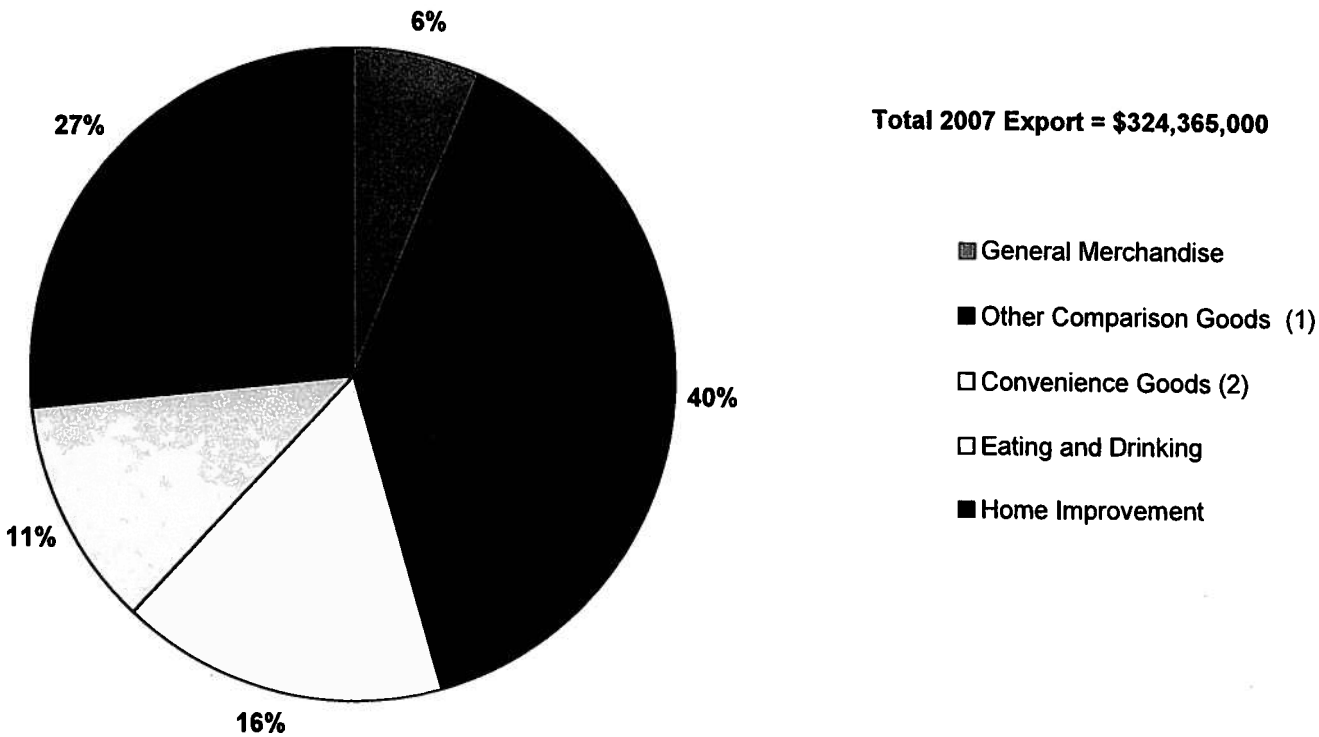


(1) Includes apparel, home furnishings and appliances, and specialty stores.
(2) Includes food and drug stores.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

EXHIBIT C-2

EXPORT BY RETAIL CATEGORY, CITY OF OCEANSIDE, 2007
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE



(1) Includes apparel, home furnishings and appliances, and specialty stores.
(2) Includes food and drug stores.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

APPENDIX D

Trade Area Retail Space Demand Projection

Economic Benefits Analysis
City of Oceanside

TABLE D-1

SALES EXPORT RECAPTURE POTENTIAL, CITY OF OCEANSIDE
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Retail Category	Export (000's)	Estimated Recapture Rate Low		Estimated Recapture Rate High	Assumed Sales Productivity Per SF Per Year	Estimated Recapture of Retail Space (SF) Low	Estimated Recapture of Retail Space (SF) High
General Merchandise	($21,992)	20%	-	30%	$375	12,000	18,000
Other Comparison Goods(1)	($135,216)	50%	-	60%	$400	169,000	203,000
Convenience Goods(2)	($56,621)	60%	-	80%	$600	57,000	75,000
Eating and Drinking	($39,361)	40%	-	50%	$500	31,000	39,000
Home Improvement	($92,086)	40%	-	50%	$350	105,000	132,000
Totals	($345,276)	46%	-	58%	$425	374,000	467,000

(1) Includes apparel, home furnishings and appliances, and specialty stores.
(2) Includes food and drug stores.

Source: Hinderliter de Llamas and Associates; Claritas, Inc.
Prepared by: Keyser Marston Associates, Inc.
Filename i:\Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE D-2

ESTIMATE OF RETAIL/RESTAURANT SPACE DEMAND, 5-MILE RING, 2007-2012 (1)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

I. Estimated Aggregate Personal Income

A. Total Population Growth, 2007-2012	**10,871**
B. Average Per Capita Income, 2007	**$24,788**
Increase in Aggregate Personal Income, 2007-2012	**$269,473,000**

II. Growth-Generated Retail Space Demand	Allocation of Per Capita Income to Spending (2)	Assumed Capture Rate within City of Oceanside (2)		Estimated Annual Spending		Sales Productivity Per SF (2)	Retail Space Demand (SF)	
		Low	High	Low	High		Low	High
General Merchandise	6.0%	50.0% -	60.0%	$8,084,000 -	$9,701,000	$375	21,600 SF -	25,900 SF
Comparison Goods (3)	8.0%	60.0% -	80.0%	$12,935,000	$17,246,000	$400	32,300 SF -	43,100 SF
Convenience Goods (4)	4.5%	70.0% -	80.0%	$8,488,000 -	$9,701,000	$600	14,100 SF -	16,200 SF
Eating and Drinking	6.0%	50.0% -	60.0%	$8,084,000 -	$9,701,000	$500	16,200 SF -	19,400 SF
Home Improvement	5.0%	60.0% -	80.0%	$8,084,000 -	$10,779,000	$350	23,100 SF -	30,800 SF
Total Growth-Generated Demand through 2012							**107,300 SF**	**135,400 SF**
Or Say (Rounded)							**107,000 SF**	**135,000 SF**

(1) From the intersection of Foussat Road and State Route 76.
(2) KMA assumption.
(3) Includes apparel, home furnishings and appliances, and specialty stores.
(4) Includes food and drug stores.

Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

TABLE D-3

SUMMARY OF RETAIL/RESTAURANT SPACE DEMAND
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

	Low	High
I. Estimated Locally Supported Retail Space Demand		
Recapture of Sales Export	374,000 SF	467,000 SF
5-Year Growth-Generated Demand	107,000 SF	135,000 SF
Total Locally Supported Retail Space Demand	481,000 SF	602,000 SF
II. Demand from Beyond Trade Area 25% of Locally Supported Demand	120,000 SF	151,000 SF
III. Total Retail Space Demand through 2012	**601,000 SF to 753,000 SF**	
Or Say (Rounded)	**677,000 SF**	

IV. Potential Sales Transfer within City	
Total Gross Building Area - Proposed Project (Table A-1)	950,450 SF
(Less) Fitness Center	(47,000) SF
(Less) Cinema Building Area	(60,000) SF
Total Adjusted Gross Building Area	843,450 SF
(Less) Vacancy @ 5% of Shop and Restaurant Space	(15,000) SF
Total Occupied Retail/Restaurant SF	828,450 SF
(Less) Projected Retail Space Demand	(677,000) SF
Potential Sales Transfer within City (Retail/Restaurant SF)	**151,450 SF**

Prepared by: Keyser Marston Associates, Inc.
Filename: Oceanside\Pavilion\Pavilion Benefits Tables;5/12/2008;wcl

APPENDIX E

PROJECTED ECONOMIC BENEFITS

Economic Benefits Analysis
City of Oceanside

TABLE E-1

ESTIMATE OF EMPLOYMENT GENERATION
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

I. Estimated Permanent Employment

Anchors		259,000 SF
Mini-Anchors		334,572 SF
Shops		247,166 SF
Restaurants		49,712 SF
Theater		60,000 SF
Total Project Building Area		950,450 SF
(Less) Vacancy - Shops @	5.0%	(12,358) SF
Effective Building Area		938,092 SF
Retail/Restaurant Employment Ratio (Full-Time Equivalents)		3.0 /1,000 SF
Estimated Permanent Employees		**2,800**

Prepared by: Keyser Marston Associates, Inc.
Filename i: Oceanside/Pavilion/Pavilion Benefits Tables;5/12/2008;wcl

TABLE E-2

ESTIMATE OF SALES TAX REVENUES TO CITY
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

Sales Tax Revenue	Square Feet (SF)	Average Annual Sales Productivity Per SF: Industry Standard Range Low	Industry Standard Range High	KMA Estimate	2008 Estimated Sales Potential	Percentage Taxable	Estimated Annual Taxable Sales	Tax Rate to City	Projected Annual Sales Tax to City (1)
A. Anchors									
Anchor #1	30,000	$400	$800	$600	$18,000,000	100.0%	$18,000,000	1.0%	$180,000
Anchor #2	50,000	$400	$800	$600	$30,000,000	100.0%	$30,000,000	1.0%	$300,000
Anchor #3 - Fitness Center	47,000	$40	$50	$45	$2,115,000	100.0%	$2,115,000	1.0%	$21,000
Anchor #4	132,000	$300	$900	$400	$52,800,000	90.0%	$47,520,000	1.0%	$475,000
Total Anchors	259,000			$397	$102,915,000	94.9%	$97,635,000		$976,000
B. Mini-Anchors									
Tenant #1	28,090	$300	$600	$400	$11,236,000	100.0%	$11,236,000	1.0%	$112,000
Tenant #2	20,000	$300	$600	$400	$8,000,000	100.0%	$8,000,000	1.0%	$80,000
Tenant #3	13,969	$300	$600	$400	$5,588,000	100.0%	$5,588,000	1.0%	$56,000
Tenant #4	11,400	$300	$600	$400	$4,560,000	100.0%	$4,560,000	1.0%	$46,000
Tenant #5	30,000	$300	$600	$400	$12,000,000	100.0%	$12,000,000	1.0%	$120,000
Tenant #6	64,000	$300	$600	$400	$25,600,000	100.0%	$25,600,000	1.0%	$256,000
Tenant #7	10,075	$300	$600	$400	$4,030,000	100.0%	$4,030,000	1.0%	$40,000
Tenant #8 - Proposed Grocer	14,800	$500	$1,200	$1,000	$14,800,000	40.0%	$5,920,000	1.0%	$59,000
Tenant #9	20,000	$300	$600	$400	$8,000,000	100.0%	$8,000,000	1.0%	$80,000
Tenant #10	10,000	$300	$600	$400	$4,000,000	100.0%	$4,000,000	1.0%	$40,000
Tenant #11	10,000	$300	$600	$400	$4,000,000	100.0%	$4,000,000	1.0%	$40,000
Tenant #12	20,000	$300	$600	$400	$8,000,000	100.0%	$8,000,000	1.0%	$80,000
Tenant #13	28,000	$300	$600	$400	$11,200,000	100.0%	$11,200,000	1.0%	$112,000
Tenant #14	12,838	$300	$600	$400	$5,135,000	100.0%	$5,135,000	1.0%	$51,000
Tenant #15	11,400	$300	$600	$400	$4,560,000	100.0%	$4,560,000	1.0%	$46,000
Tenant #16	30,000	$300	$600	$400	$12,000,000	100.0%	$12,000,000	1.0%	$120,000
Total Mini-Anchors	334,572			$427	$142,709,000	93.8%	$133,829,000		$1,338,000
Other Retail/Restaurant									
C. Shops (2)	234,808	$400	$600	$500	$117,404,000	100.0%	$117,404,000	1.0%	$1,174,000
D. Restaurants (2)	47,226	$400	$600	$550	$25,975,000	100.0%	$25,975,000	1.0%	$260,000
E. Cinema	60,000	$40	$50	$45	$2,700,000	100.0%	$2,700,000	1.0%	$27,000
Total Other Retail/Restaurant	342,034			$427	$146,079,000	100.0%	$146,079,000		$1,461,000
Total Taxable Sales	**935,606**			**$419**	**$391,703,000**	**96.4%**	**$377,543,000**		**$3,775,000**
(Less) Potential Sales Transfer within City	151,450			$450	($68,153,000)	96.4%	($65,689,000)	1.0%	($657,000)
Net New Sales Tax to City									**$3,118,000**

(1) Projected stabilized annual revenue to City in 2008 dollars.
(2) Represents net occupied rtail or restaurant space after a 5% vacancy factor.

Prepared by: Keyser Marston Associates, Inc.
Filename i:Oceanside\Pavilion Benefits Tables;5/12/2008;wcl

TABLE E-3

ESTIMATE OF PROPERTY TAX (1)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

	Totals		Comments
I. Development Costs			
A. Land Costs	$57,153,000	$15	Per SF Land
B. Direct Costs			
Off-Sites	$0	$0	Per SF Land
On-Sites/Landscaping	$19,051,000	$5	Per SF Land
Demolition	$0		Included above
Parking	$0		Included in On-Sites
Shell Construction - Anchor/Cinema	$41,470,000	$130	Per SF GBA - Anchor/Theater
Shell Construction - Mini-Anchor	$43,494,000	$130	Per SF GBA - Mini-Anchor
Shell Construction - Shops	$32,132,000	$130	Per SF GBA - Shops
Shell Construction - Restaurants	$6,463,000	$130	Per SF GBA - Restaurants
Tenant Improvements - Retail	$28,464,000	$30	Per SF GBA
Tenant Improvements - Restaurants	$3,728,000	$75	Per SF GBA
Contingency	$8,554,000	5.0%	of Directs
Total Direct Costs	$183,356,000	$193	Per SF GBA
C. Indirect and Financing Costs	$55,007,000	30%	of Directs
D. Total Development Costs with Land	**$295,516,000**	**$311**	**Per SF GBA**

II. Property Tax Estimate

A. Estimated Assessed Value	
Total Development Costs	$295,516,000
Valuation Factor	85.0% (2)
Estimated Assessed Value	**$251,189,000**
B. Property Tax Estimate	
Estimated Assessed Value	$251,189,000
(Less) Estimated Current Assessed Value	($1,809,000) (3)
Net New Assessed Value	$249,380,000
Property Tax Rate	1.0%
Estimated Annual Property Taxes	$2,494,000
City Portion of 1.0% Property Taxes	19.64%
Net New Property Tax to City	**$490,000**

(1) Projected stabilized annual revenue to City in 2008 dollars.
(2) Assumes that certain indirects and financing costs are not considered by Assessor in determining Assessed Value upon completion.
(3) KMA estimate, pending further discussion with City and Developer.

Prepared by: Keyser Marston Associates, Inc.
Filename i: Oceanside/Pavilion/Pavilion Benefits Tables;5/12/2008;wcl

TABLE E-4

ESTIMATE OF ANNUAL BUSINESS LICENSE TAX (1)
OCEANSIDE PAVILION ECONOMIC BENEFITS ANALYSIS
CITY OF OCEANSIDE

I. Number of Tenants	
Anchors	4
Mini-Anchors	16
Shops	47
Restaurants	10
Cinema	1
Total Tenants	**78**
II. Annual Administrative Fee	
Total Number of Tenants	78
Annual Fee (range)	$75 - $100
KMA Assumption	$75
Total Annual Administrative Fees	**$6,000**
III. Business License Tax	
Estimated Annual Total Sales	$391,703,000
(Less) Potential Sales Transfer within City	($68,153,000)
Adjusted Annual Total Sales	$323,550,000
Business License Tax per $1,000	$0.50
Total Business License Tax	**$162,000**
IV. Total Annual Business License Fees and Taxes	**$168,000**

(1) Projected stabilized annual revenue to City in 2008 dollars.

Source: City of Oceanside Business License Department
Prepared by: Keyser Marston Associates, Inc.
Filename i: Oceanside/Pavilion/Pavilion Benefits Tables;5/12/2008;wcl

PLANNING COMMISSION
RESOLUTION NO. 2008-P63

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA APPROVING A TENTATIVE PARCEL MAP, DEVELOPMENT PLAN, CONDITIONAL USE PERMITS AND A WAIVER OF UNDERGROUNDING OVERHEAD UTILITY LINES ON CERTAIN REAL PROPERTY IN THE CITY OF OCEANSIDE

APPLICATION NO: P-7-06, D-6-06, C-19-06, C-20-06, C-21-06, C-22-06, C-23-06
APPLICANT: Thomas Enterprises
LOCATION: Northeast corner of Foussat Road and State Route 76

THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA DOES RESOLVE AS FOLLOWS:

WHEREAS, there was filed with this Commission a verified petition on the forms prescribed by the Commission requesting a Tentative Parcel Map, Development Plan, Conditional Use Permits and Waiver of Undergrounding Overhead Utility Lines under the provisions of Articles 10, 11, 41, and 43 of the Zoning Ordinance and the Subdivision Ordinance of the City of Oceanside to permit the following:

a 950,000-square foot shopping center on a 92-acre site;

on certain real property described in the project description.

WHEREAS, the Planning Commission, after giving the required notice, did on the 6th day of October, 2008 conduct a duly advertised public hearing as prescribed by law to consider said application.

WHEREAS, the documents or other material which constitutive the record of proceedings upon which the decision is based will be maintained by the City of Oceanside Planning Division, 300 North Coast Highway, Oceanside, California 92054.

WHEREAS, there is hereby imposed on the subject development project certain fees, dedications, reservations and other exactions pursuant to state law and city ordinance;

WHEREAS, pursuant to Gov't Code §66020(d)(1), NOTICE IS HEREBY GIVEN that the project is subject to certain fees, dedications, reservations and other exactions as provided below:

Description	Authority for Imposition	Current Estimate Fee or Calculation Formula
Parkland Dedication/Fee	Ordinance No. 91-10 Resolution No. 06-R0334-1	$3,503 per unit
Drainage Fee	Ordinance No. 85-23 Resolution No. 0R0334-1	$2,843 - $15,964 per acre
Public Facility Fee	Ordinance No. 91-09 Resolution No. 0R0334-1	$.713 per square foot or $713 per thousand square feet for non-residential uses and $2.072 per unit for residential
School Facilities Mitigation Fee	Ordinance No. 91-34	$.42 per square foot non-residential $2.63 per square foot residential
Traffic Signal Fee	Ordinance No. 87-19 Resolution No. 0R0334-1	$15.71 per vehicle trip
Thoroughfare Fee (For commercial and industrial please note the .75 per cent discount)	Ordinance No. 83-01 Resolution No. 0R0334-1	$255 per vehicle trip (based on SANDAG trip generation table available from staff and from SANDAG)
Water System Buy-in Fees	Oceanside City Code §37.56.1 Resolution No. 87-96 Ordinance No. 05-OR0611-1	Based on meter size Multi-family $4,395 2" = $35,160
Wastewater System Buy-in fees	Oceanside City Code § 29.11.1 Resolution No. 87-97 Ordinance No. 05-OR0610-1	Based on meter size Typical $6,035 2" = $48,280
San Diego County Water Authority Capacity Fees	SDCWA Ordinance No. 2005-03	Based on meter size $4,326 per unit; Non-residential is $22,495 for a 2" meter.

Description	Authority for Imposition	Current Estimate Fee or Calculation Formula
Inclusionary housing in lieu fees—Residential only.	Chapter 14-C of the City Code	$1,000 per development project + $100 per unit plus $10,275 per unit

WHEREAS, the current fees referenced above are merely fee amount estimates of the impact fees that would be required if due and payable under currently applicable ordinances and resolutions, presume the accuracy of relevant project information provided by the applicant, and are not necessarily the fee amount that will be owing when such fee becomes due and payable;

WHEREAS, unless otherwise provided by this resolution, all impact fees shall be calculated and collected at the time and in the manner provided in Chapter 32B of the Oceanside City Code and the City expressly reserves the right to amend the fees and fee calculations consistent with applicable law;

WHEREAS, the City expressly reserves the right to establish, modify or adjust any fee, dedication, reservation or other exaction to the extent permitted and as authorized by law;

WHEREAS, pursuant to Gov't Code §66020(d)(1), NOTICE IS FURTHER GIVEN that the 90-day period to protest the imposition of any fee, dedication, reservation, or other exaction described in this resolution begins on the effective date of this resolution and any such protest must be in a manner that complies with Section 66020;

WHEREAS, pursuant to Oceanside Zoning Ordinance §4603, this resolution becomes effective 10 days from its adoption in the absence of the filing of an appeal or call for review;

WHEREAS, studies and investigations made by this Commission and in its behalf reveal the following facts:

FINDINGS:

For the Tentative Parcel Map:

1. The proposed subdivision creates parcels that are consistent and exceed the requirements of the Community Commercial (CC) General Plan and Zoning designation. The various parcels are consistent with the building layout and will facilitate future leasing to tenants of the center.
2. The proposed building pads on the site will conform to the topography of the site, therefore, making it suitable for the proposed shopping center. The 92-acre site is

physically suitable to allow for the development of 950,000 square feet of commercial and related infrastructure improvements.

3. The subdivision complies with all other applicable ordinances, regulations and guidelines of the City. The project will comply with the current Stormwater Regulations and a Stormwater Mitigation Plan has been approved by City staff.

4. The design of the subdivision or proposed improvements will not conflict with easements, acquired by the public at large, for access or the use of property within the subdivision.

5. That the design of the subdivision or the proposed improvements will not cause substantial environment damage with the proposed mitigation or substantially and avoidably injure fish or wildlife or their habitat.

For the Development Plan:

1. The proposed uses are consistent with the Land Use Element of the General Plan and the proposed commercial use is consistent with the uses within the surrounding neighborhoods. The site is designated as Community Commercial (CC) in the General Plan and Zoning Ordinance. This designation and zoning allows a wide range of commercial uses such as theaters, retail stores, and large box retail stores as proposed in the Pavilion project. The surrounding uses such as retail along Mission Avenue, the Oceanside Municipal Airport, and industrial uses to the west are compatible with the proposed shopping center. The center would be buffered from residential uses to the north and east by the San Luis Rey River and 200-foot wildlife corridor.

2. The proposed Development Plan provides superior design with increased setbacks (wildlife corridor) from residences to the east, additional landscaping – 15 percent of the site is to be landscaped and 18 percent landscaping is proposed, an enhanced bus stop area, diverse building design, and a centralized "main street" area with enhanced landscaping and pedestrian amenities as part of the lifestyle component of the shopping center..

3. The Development Plan has been created to include permitted uses, setbacks, building height, lot coverage and parking requirements that meet or exceed the base district regulations. As an example 4,444 parking spaces are required and 4,489 are being

provided on-site in addition to 232 bicycle parking spaces. As stated above, the landscaping area exceeds the requirements of the zone as well.

4. The project site can be adequately served by existing public facilities, services and utilities. All water and sewer improvements are in surrounding streets, and adequate drainage facilities will be constructed as part of the proposed project.

For the Conditional Use Permits for the Drive-thru uses, Health Club, and Movie Theaters:

1. The three drive-through uses, health club, and movie theater will be located on a commercially designated and zoned property which provides for a variety of commercial uses, including those proposed. The site is regionally oriented, located just north of, and visible from, Highway 76, with access via the Circulation Element roadways of Mission Avenue and Foussat Road/Pala Extension. The individual sites for these uses include ample, centrally located parking to meet the needs of the customers while not impacting other uses. The proposed uses are therefore in compliance with the Zoning Ordinance and appropriate for a site of this nature.

2. The five (5) conditional use permits are consistent with the General Plan in that they contribute to the ability of the project to provide a variety of retail and commercial services in an efficient manner at a major intersection. These uses will not be detrimental to the public health, safety or welfare of neighbors nor will they be detrimental to improvements in the vicinity. They will comply with all codes and regulations that apply to their use.

3. The proposed conditional uses will comply with appropriate City Ordinances and conditions as approved by the Planning Commission and/or City Council.

For the Waiver for the Requirement to Underground Facilities:

1. The existing overhead electrical lines across the site are in excess of 34.5 KV and it would be prohibitive in terms of cost and practicality to underground them and is allowed under the City's Subdivision Ordinance.

NOW, THEREFORE, BE IT RESOLVED that the Planning Commission does hereby approve the Tentative Parcel Map (P-7-06), Development Plan (D-6-06), Conditional Use Permits (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) and a Waiver to the Undergrounding of Overhead Utilities subject to the following conditions:

Building:

1. Applicable Building Codes and Ordinances shall be based on the date of submittal for Building Division plan check.
2. The granting of approval under this action shall in no way relieve the applicant/project from compliance with all State and local building codes.
3. Site development, parking, access into buildings and building interiors shall comply with the State's Disabled Accessibility Regulations (2007 California Building Code (CBC), Chapter 11B).
4. All electrical, communication, CATV, etc. service lines, within the exterior lines of the property shall be underground (City Code Sec. 6.30).
5. The building plans for this project are required by State law to be prepared by a licensed architect or engineer and must be in compliance with this requirement prior to submittal for building plan review.
6. All outdoor lighting shall meet Chapter 39 of the City Code (Light Pollution Ordinance) and shall be shielded appropriately. Where color rendition is important high-pressure sodium, metal halide or other such lights may be utilized and shall be shown on final building and electrical plans.
7. Compliance with the Federal Clean Water Act (BMPs) must be demonstrated on the plans.
8. The developer shall monitor, supervise and control all building construction and supportive activities so as to prevent these activities from causing a public nuisance, including, but not limited to, strict adherence to the following:
   a) Building construction work hours shall be limited to between 7:00 a.m. and 6:00 p.m. Monday through Friday, and on Saturday from 7:00 a.m. to 6:00 p.m. for work that is not inherently noise-producing. Examples of work not permitted on Saturday are concrete and grout pours, roof nailing and activities of similar noise-producing nature. No work shall be permitted on Sundays and Federal Holidays (New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day) except as allowed for emergency work under the provisions of the Oceanside City Code Chapter 38 (Noise Ordinance).

b) The construction site shall be kept reasonably free of construction debris as specified in Section 13.17 of the Oceanside City Code. Storage of debris in approved solid waste containers shall be considered compliance with this requirement. Small amounts of construction debris may be stored on-site in a neat, safe manner for short periods of time pending disposal.

9. Separate/unique addresses will/may be required to facilitate utility releases. Verification that the addresses have been properly assigned by the City's Planning Division must accompany the Building Permit application.

10. A complete Soils Report, Structural Calculations, & Energy Calculations/documentation will be required at time of plans submittal to the Building Department for plan check.

11. In addition to the required Soils Report, submit a "Benzene Vapor Risk Assessment" Report for this property.

12. A Building (Demo) Permit will be required for the demolition of any existing structures. Plans for the Demolition Permit must clearly show that all utilities (electric, gas, water, & sewer) are properly terminated/capped in accordance with the requirements of the utility service provider. All/any underground septic or water storage tanks must be removed or filled in accordance with the Uniform Plumbing Code and/or the City's Grading Ordinance.

13. Setbacks, Type of Construction, and allowable area, must comply with CBC Table 602 and Table704.8 of the 2007 CBC.

14. Tenant Improvements or other construction to the existing building requires permits (including all required Inspections and approvals, and Issuance of Certificate of Occupancy) from the Building Division.

Engineering (Without Pala Road):

15. For the demolition of any existing structures or surface improvements, grading plans shall be submitted and erosion control plans be approved by the City Engineer prior to the issuance of a demolition permit. No demolition shall be permitted without an approved erosion control plan.

16. With the exception of approved access points, vehicular access rights to public roads shall be relinquished by the property owner to the City from all abutting lots.

17. All required right-of-way alignments, street dedications, exact geometrics and widths shall be dedicated and improved as required by the City Engineer.

18. Design and construction of all improvements shall be in accordance with standard plans, specifications of the City of Oceanside and subject to approval by the City Engineer.

19. Prior to issuance of a building permit, unless already fully covered by an appropriately binding subdivision agreement, all improvement requirements shall be covered by a development agreement and secured with sufficient improvement securities or bonds guaranteeing performance and payment for labor and materials, setting of monuments, and warranty against defective materials and workmanship.

20. Legal access shall be provided to public roads from the subdivision and all affected properties prior to the filing of the parcel map.

21. The developer shall provide public street dedication as required to serve the property.

22. Prior to approval of the parcel map or any increment, all improvement requirements, within such increment or outside of it if required by the City Engineer, shall be covered by a subdivision agreement and secured with sufficient improvement securities or bonds guaranteeing performance and payment for labor and materials, setting of monuments, and warranty against defective materials and workmanship.

23. Prior to approval of parcel map or issuance of building permit, a phasing plan for the construction of public and private improvements including landscaping and streets shall be approved by the City Engineer. All improvements shall be under construction to the satisfaction of the City Engineer prior to the issuance of any building permits. All improvements shall be completed prior to issuance of any certificates of occupancy.

24. The tract shall be recorded as one. The tract may be developed in phases. A construction-phasing plan for the construction of on-site public and private improvements shall be reviewed and approved by the City Engineer prior to the approval of the parcel map. Prior to the issuance of any building permits all off-site improvements including landscaping, landscaped medians, frontage improvements shall be under construction to the satisfaction of the City Engineer. Prior to issuance of any certificates of occupancy the City Engineer shall require the dedication and construction of necessary utilities, arterials and streets and other improvements outside the area of any particular parcel map, if such is needed for

circulation, parking, access or for the welfare or safety of future occupants of the development. The boundaries of any multiple parcel map increment shall be subject to the approval of the City Engineer.

25. The subdivider/developer shall provide the City of Oceanside with a certification from each public utility and each public entity owning easements within the proposed project stating that: (a) they have received from the subdivider/developer a copy of the proposed map; (b) they object or do not object to the filing of the map without their signature; (c) in case of a street dedication affected by their existing easement, they will sign a "subordination certificate" or "joint-use certificate" on the map when required by the governing body. In addition, the subdivider/developer shall furnish proof to the satisfaction of the City Engineer that no new encumbrances have been created that would subordinate the City's interest over areas to be dedicated for public road purposes since submittal of the project.

26. Where off-site improvements, including but not limited to public utility facilities, slopes, retaining walls, drainage facilities, street improvements, intersections, and transitions are to be constructed, the applicant shall, at his own expense, obtain all necessary easements, rights-of-way, or other interests in real property and shall dedicate the same to the City of Oceanside or appropriate legal entity as required. The subdivider/developer shall provide documentary proof satisfactory to the City of Oceanside that such easements or other interest in real property have been obtained prior to the approval of the parcel map or issuance of any grading, building or improvement permit for the development that first relies on such easements or interest in real property. Additionally, the City of Oceanside, may at its sole discretion, require that the subdivider/developer obtain at his sole expense a title policy insuring the necessary title for the easement or other interest in real property to have vested with the City of Oceanside or appropriate legal entity, as applicable.

27. Pursuant to the State Map Act, improvements shall be required at the time of development. A covenant, reviewed and approved by the City Attorney, shall be recorded attesting to these improvement conditions and a certificate setting forth the recordation shall be placed on the parcel map.

28. Prior to the issuance of a grading permit, the developer shall notify and host a neighborhood meeting with all of the area residents located within 300 feet of the project site, and residents of property along any residential streets to be used as a "haul route", to inform them of the grading and construction schedule, haul routes, and to answer questions.

29. The developer shall monitor, supervise and control all construction and construction-supportive activities, so as to prevent these activities from causing a public nuisance, including but not limited to, insuring strict adherence to the following:

30. Dirt, debris and other construction material shall not be deposited on any public street or within the City's stormwater conveyance system.

31. All grading and related site preparation and construction activities shall be limited to the hours of 7:00 a.m. to 6:00 p.m., Monday through Friday. No engineering related construction activities shall be conducted on Saturdays, Sundays or legal holidays unless written permission is granted by the City Engineer with specific limitations to the working hours and types of permitted operations. All on-site construction staging areas shall be as far as possible (minimum 100 feet) from any existing residential development. Because construction noise may still be intrusive in the evening or on holidays, the City of Oceanside Noise Ordinance also prohibits "any disturbing excessive or offensive noise which causes discomfort or annoyance to reasonable persons of normal sensitivity."

32. The construction site shall accommodate the parking of all motor vehicles used by persons working at or providing deliveries to the site.

33. A haul route shall be obtained at least 7 days prior the start of hauling operations and must be approved by the City Engineer. Hauling operations shall be 8:00 a.m.. to 3:30 p.m. unless approved otherwise.

34. A traffic control plan shall be prepared according to the City traffic control guidelines and be submitted to and approved by the City Engineer prior to the start of work within open City rights-of-way. Traffic control during construction of streets that have been opened to public traffic shall be in accordance with construction signing, marking and other protection as required by the Caltrans Traffic Manual and City Traffic Control

Guidelines. Traffic control plans shall be in effect from 8:00 a.m. to 3:30 p.m. unless approved otherwise.

35. Approval of this development project is conditioned upon payment of all applicable impact fees and connection fees in the manner provided in chapter 32B of the Oceanside City Code. All drainage fees, traffic signal fees and contributions, highway thoroughfare fees, park fees, reimbursements, and other applicable charges, fees and deposits shall be paid prior to recordation of the parcel map or the issuance of any building permits, in accordance with City Ordinances and policies. The subdivider/developer shall also be required to join into, contribute, or participate in any improvement, lighting, or other special district affecting or affected by this project. Approval of the tentative parcel map and development plan shall constitute the developer's approval of such payments, and his agreement to pay for any other similar assessments or charges in effect when any increment is submitted for parcel map or building permit approval, and to join, contribute, and/or participate in such districts.

36. Public streets within and along the frontage of the development shall be improved with portland cement concrete curbs, gutters, and sidewalks, unless such improvement is specifically exempted by current General Plan, City code, or ordinance.

37. A minimum of 10 feet parkway shall be provided by the developer/subdivider between the face of curb and the right-of-way line along the development's frontage and along the frontages of the any interior public streets. Required sidewalk improvements shall comply with ADA requirements. A minimum four feet wide continuous strip of the parkway shall be landscaped and maintained by the owner of the subject property in perpetuity to the satisfaction of the City Engineer.

38. The subdivider/developer shall provide pedestrian crossings at all public street intersections with appropriate ramps and permanent traffic control to the satisfaction of the City Engineer.

39. Sight distance and clear space easement requirements at the intersections and affected by the development shall conform to the corner sight distance criteria as provided by San Diego County Design Standards DS-20A and or DS-20B. Intersectional sight distance shall be required for each direction of traffic. The project's civil engineer shall submit an

appropriate "Sight Distance Letter" with the first submittal of the improvement plans to the City Engineer certifying compliance with these requirements.

40. Streetlights shall be maintained and installed on all public streets within the project and along the project's frontage per City Standards. The system shall provide uniform lighting, and be secured prior to occupancy. The developer shall pay all applicable fees, energy charges, and/or assessments associated with City-owned (LS-2 rate schedule) streetlights and shall also agree to the formulation of, or the annexation to, any appropriate street lighting district.

41. Unless required for circulation as public street(s), this project's interior streets and driveways shall remain private and shall be maintained by an association. The pavement sections, traffic indices, alignments, and all geometrics shall meet City standards to the satisfaction of the City Engineer.

42. Pavement sections for all streets, driveways and parking areas within the project and along the project's frontage shall be based upon approved soil tests and traffic indices. The pavement design is to be prepared by the developer/subdivider's soil engineer and must be approved by the City Engineer prior to paving.

43. Prior to approval of the grading plans, the developer shall contract with a geotechnical engineering firm to perform a field investigation of the existing pavement on all streets adjacent to the project boundary. The limits of the study shall be half-street plus 12 feet along the project's frontage. The field investigation shall be performed according to a specific boring plan prepared by a licensed Geotechnical Engineer and approved by the City Engineer. In the absence of such approved boring plan, the field investigation shall include a minimum of one pavement boring per every 100 linear feet of street frontage. Should the existing AC thickness be determined to be less than the current minimum standard for AC and Class II Base as set forth in the table for City of Oceanside Pavement Design Guidelines in the City's Engineers Manual, the developer shall remove and reconstruct the pavement section as determined by the pavement analysis submittal process detailed below.

44. Upon review of the pavement investigation, the City Engineer shall determine whether the developer shall: 1) Repair all failed pavement sections, header cut and grind per the

direction of the City Engineer, and construct a two-inch thick rubberized AC overlay; or 2) Perform R-value testing and submit a study that determines if the existing pavement meets current City standards/traffic indices. Should the study conclude that the pavement does not meet current requirements, rehabilitation/mitigation recommendations shall be provided in a pavement analysis report, and the developer shall reconstruct the pavement per these recommendations, subject to approval by the City Engineer.

45. All street improvements required for the project shall be completed per City standards to the satisfaction of the City Engineer.

46. Any existing broken pavement or any damaged during construction of the project shall be repaired or replaced as directed by the City Engineer.

47. All existing overhead utility lines within the subdivision/development and all new extension services for the development of the project, including but not limited to, electrical, cable and telephone, shall be placed underground per Section 901.G. of the Subdivision Ordinance (R91-166) and as required by the City Engineer and current City policy. High voltage transmission lines are exluded from this condition per Section 901.G.3.a.

48. The developer shall comply with all the provisions of the City's cable television ordinances including those relating to notification as required by the City Engineer.

49. Grading and drainage facilities shall be designed and installed to adequately accommodate the local stormwater runoff and shall be in accordance with the City's Engineers Manual and as directed by the City Engineer.

50. The developer/subdivider shall obtain any necessary permits and clearances from all public agencies having jurisdiction over the project due to its type, size, or location, including but not limited to the U. S. Army Corps of Engineers, California Department of Fish & Game, U. S. Fish and Wildlife Service and/or San Diego Regional Water Quality Control Board (including NPDES), San Diego County Health Department, prior to the issuance of grading permits.

51. The approval of the tentative parcel map/development shall not mean that proposed grading or improvements on adjacent properties (including any City properties/right-of-way or easements) is granted or guaranteed to the subdivider/developer. The

subdivider/developer is responsible for obtaining permission to grade or to construct on adjacent properties. Should such permission be denied, the resulting changes to the Tentative Parcel Map/Development Plan shall be subject to a Substantial Conformity review. Changes not meeting substantial conformity requirements shall be submitted for appropriate public hearing action.

52. Prior to any grading of any part of the subdivision/development, a comprehensive soils and geologic investigation shall be conducted of the soils, slopes, and formations in the project. All necessary measures shall be taken and implemented to assure slope stability, erosion control, and soil integrity. No grading shall occur until a detailed grading plan, to be prepared in accordance with the Grading Ordinance and Zoning Ordinance, is approved by the City Engineer.

53. The extent and location of the proposed grading including "overexcavation", if any, should be clearly depicted on a grading plan. The consultant shall provide recommendations and the means for temporary excavations for removals during construction and the sequence of construction. Appropriate cross sections depicting the location of adjacent structures and public ways where the excavations would remove the lateral support shall be part of the excavation plans.

54. It is the responsibility of the owner/developer to evaluate and determine that all soil imported as part of this development is free of hazardous and/or contaminated material as defined by the City and the County of San Diego Department of Environmental Health. Exported or imported soils shall be properly screened, tested, and documented regarding hazardous contamination.

55. This project shall provide year-round erosion control including measures for the site required for the phasing of grading. Prior to the issuance of grading permit, an erosion control plan, designed for all proposed stages of construction, shall be reviewed, secured by the applicant with cash securities and approved by the City Engineer.

56. Precise grading and private improvement plans shall be prepared, reviewed, secured and approved prior to the issuance of any building permits. The plans shall reflect all pavement, flatwork, landscaped areas, special surfaces, curbs, gutters, any medians, striping, and signage, footprints of all structures, walls, drainage devices and utility

services. Parking lot striping and any on-site traffic calming devices shall be shown on all Precise Grading and Private Improvement Plans.

57. Landscape and irrigation plans for disturbed areas must be submitted to the City Engineer for review and approval.

58. Landscaping plans, including plans for the construction of walls, fences or other structures at or near intersections or project entrances, must conform to intersection sight distance requirements.

59. Landscape and irrigation plans must be submitted to the City Engineer prior to the issuance of a preliminary/rough grading permit and approved by the City Engineer prior to the issuance of occupancy permits. Frontage landscaping shall be installed prior to the issuance of any certificates of occupancy. Any project fences, sound or privacy walls and monument entry walls/signs shall be shown on, bonded for and built from the landscape plans. These features shall also be shown on the precise grading plans for purposes of location only. Plantable, segmental walls shall be designed, reviewed and constructed by the grading plans and landscaped/irrigated through project landscape plans. All plans must be approved by the City Engineer and a pre-construction meeting held, prior to the start of any improvements.

60. Open space areas and down-sloped areas visible from a collector-level or above roadway shall be maintained by a management entity or an association that will insure installation and maintenance of landscaping in perpetuity. These areas shall be indicated on the parcel map and disclosed in the CC&R's which shall be submitted to the City Engineer prior to recordation of the parcel map. Future tenants or buyers shall be made aware of any estimated monthly costs.

61. The drainage design on the tentative parcel map/development plan is conceptual only. The final design shall be based upon a hydrologic/hydraulic study to be approved by the City Engineer during final engineering. All drainage picked up in an underground system shall remain underground until it is discharged into an approved channel, or as otherwise approved by the City Engineer. All public storm drains shall be shown on City standard plan and profile sheets. All storm drain easements shall be dedicated where required. The

applicant shall be responsible for obtaining any off-site easements for storm drainage facilities.

62. Storm drain facilities shall be designed and located such that the inside travel lanes on streets with Collector or above design criteria shall be safely passable during conditions of a 100-year frequency storm.

63. All storm drains shall be designed and constructed per current editions of the City's Engineers Design and Processing Manual, the San Diego County Hydrology and Drainage Design Manuals, and San Diego Area Regional Standard Drawings.

64. For any increase of stormwater flows from the development site to other properties, the developer shall secure appropriate easement(s) from and maintenance agreement(s) with the owner(s) of the impacted properties to the satisfaction of the City Engineer. Upon approval by the City Engineer and the City Attorney, the appropriate documents shall be recorded prior to issuance of any permits for the development. Should the developer be unable to secure such easement(s) or agreement(s), the resulting changes to the Development Plan shall be subject to a Substantial Conformity review. Changes not meeting substantial conformity.

65. Sediment, silt, grease, trash, debris, and/or pollutants shall be collected on-site and disposed of in accordance with all state and federal requirements, prior to stormwater discharge either off-site or into the City drainage system.

66. Unless an appropriate barrier is approved on a landscape plan, a minimum 42-inch high barrier, approved by the City Engineer, shall be provided at the top of all slopes whose height exceeds 20 feet or where the slope exceeds four feet and is adjacent to an arterial street or state highway.

67. The development shall comply with all applicable regulations established by the United States Environmental Protection Agency (USEPA) as set forth in the National Pollutant Discharge Elimination System (NPDES) permit requirements for urban runoff and stormwater discharge and any regulations adopted by the City pursuant to the NPDES. regulations or requirements. Further, the applicant may be required to file a Notice of Intent with the State Water Resources Control Board to obtain coverage under the NPDES. General Permit for Storm Water Discharges Associated with Construction

Activity and may be required to implement a Storm Water Pollution Prevention Plan (SWPPP) concurrent with the commencement of grading activities. SWPPPs include both construction and post construction pollution prevention and pollution control measures and identify funding mechanisms for post construction control measures. The developer shall comply with all the provisions of the Clean Water Program during and after all phases of the development process, including but not limited to: mass grading, rough grading, construction of street and landscaping improvements, and construction of dwelling units. The applicant shall design the Project's storm drains and other drainage facilities to include Best Management Practices to minimize non-point source pollution, satisfactory to the City Engineer.

68. Upon acceptance of any fee waiver or reduction by the developer/subdivider, the entire project will be subject to prevailing wage requirements as specified by Labor Code section 1720(b)(4). The developer/subdivider shall agree to execute a form acknowledging the prevailing wage requirements prior to the granting of any fee reductions or waivers.

69. The developer/subdivider shall prepare and submit an Operations & Maintenance (O&M) Plan to the City Engineer with the first submittal of engineering plans. The O&M Plan shall be prepared by the applicant's Civil Engineer. It shall be directly based on the project's SWMP previously approved by the project's approving authority (Planning Commission/City Council). At a minimum the O&M Plan shall include the designated responsible parties to manage the stormwater BMP(s), employee's training program and duties, operating schedule, maintenance frequency, routine service schedule, specific maintenance activities, copies of resource agency permits, cost estimate for implementation of the O&M Plan and any other necessary elements.

70. The developer/subdivider shall enter into a City-Standard Stormwater Facilities Maintenance Agreement with the City obliging the project proponent to maintain, repair and replace the Storm Water Best Management Practices (BMPs) identified in the project's approved SWMP, as detailed in the O&M Plan into perpetuity. The Agreement shall be approved by the City Attorney prior to issuance of any precise grading permit and shall be recorded at the County Recorder's Office prior to issuance of any building

permit. Security in the form of cash (or certificate of deposit payable to the City) or an irrevocable, City-Standard Letter of Credit shall be required prior to issuance of a precise grading permit. The amount of the security shall be equal to 10 years of maintenance costs, as identified by the O&M Plan, but not to exceed a total of $25,000. The applicant's Civil Engineer shall prepare the O&M cost estimate.

71. At a minimum, maintenance agreements shall require the staff training, inspection and maintenance of all BMPs on an annual basis. The project proponent shall complete and maintain O&M forms to document all maintenance activities. Parties responsible for the O&M plan shall retain records at the subject property for at least five years. These documents shall be made available to the City for inspection upon request at any time.

72. The Agreement shall include a copy of executed on-site and off-site access easements necessary for the operation and maintenance of BMPs that shall be binding on the land throughout the life of the project to the benefit of the party responsible for the O&M of BMPs, satisfactory to the City Engineer. The agreement shall also include a copy of the O&M Plan approved by the City Engineer.

73. The BMPs described in the project's approved Storm Water Mitigation Plan (SWMP) shall not be altered in any way, shape or form without formal approval by the City Engineer.

74. The developer/subdivider shall provide a copy of the title/cover page of the approved SWMP with the first engineering submittal package. All Stormwater documents shall be in compliance with the latest edition of submission requirements.

75. The approval of the Tentative Parcel Map and Development shall not mean that closure, vacation, or abandonment of any public street, right-of-way, easement, or facility is granted or guaranteed to the subdivider/developer. The subdivider/developer is responsible for applying for all closures, vacations, and abandonments as necessary. The application(s) shall be reviewed and approved or rejected by the City of Oceanside under separate process(es) per codes, ordinances, and policies in effect at the time of the application. The City of Oceanside retains its full legislative discretion to consider any application to vacate any public street, right-of-way, or easement.

76. In the event that conceptual plan of the tentative map/development plan does not match the conditions of approval, the resolution of approval shall govern.

77. Prior issuance of any grading permit or approval of any plans the following conditions shall be met:

a) The developer shall acquire appropriate rights to use APN 160-270-77 which is currently off-site, and proposed to be incorporated as parking on the southwesterly side of the project.

b) The developer shall obtain separate approvals for proposed development encroaching within the Oceanside Municipal Airport flight activity zone from FAA. Appropriate on-site buyer/lease notifications disclosures shall be provided for developed properties within the airport influence area.

c) The developer shall identify source(s), haul route(s) and obtain appropriate permit(s) and/or clearance(s) for the currently proposed approximately 0.5 million cubic yards of import material.

d) The developer shall obtain SDG&E's approval for any proposed use (parking and other) for the transmission line areas, including use of portion of SDG&E property for temporary ponding of drainage flow.

e) The submitted conceptual project storm drain design is based on hydrologic criteria developed by the U.S. Army Corps of Engineers in the Design Memorandum for the San Luis Rey River Channel Project dated December 1983, and additional on-site proposed retention storage capacities to keep the project from flooding in a 100-year frequency event. Drivable surfaces and parking areas were not included in the proposed on-site retention storage capacities. The U.S. Army Corps of Engineers San Luis Rey River Channel Project has not been completed per the above Design Memorandum and the project is currently located in a FEMA flood hazard Zone A99 subject to flooding in a 100-year frequency event. The developer shall coordinate the project with the U.S. Army Corps of Engineers' San Luis Rey River Channel project and make any required changes to the project drainage design.

f) The developer shall also process a FEMA map revision to achieve the proposed design criteria and keep the project from flooding in a 100-year frequency event in compliance with the City of Oceanside Floodplain Management Ordinance and current FEMA regulations. Drivable surfaces and parking areas shall not be included in the proposed onsite retention storage capacities.

78. Reduction of Park Pond storage capacity due to extension of Pala Road requires mitigation with additional storage capacity from this project to the satisfaction of the City Engineer.

79. During final engineering design the Engineer of Record shall evaluate potential impact to flood hazard areas. Prior to issuance of a grading permit, the developer/subdivider shall provide evidence to the City of Oceanside that a Conditional Letter of Map Revision (CLOMR) has been approved by the Federal Emergency Management Agency (FEMA) for the proposed revisions to the flood hazard areas. At the conclusion of the grading activities the developer/subdivider shall submit an as-built grading plan to FEMA in order to process and receive a Letter of Map Revision (LOMR). Prior to any building permits the developer/subdivider shall provide evidence of having received a Letter of Map Revision (LOMR) from FEMA.

80. Additional testing of the existing on-site soils for agricultural chemical residue will be required as part of approval for a grading permit.

81. All existing on-site water wells will be abandoned in accordance with the County of San Diego Health Department requirements.

82. Ground Modification mitigation for reduction of liquefaction potential to City of Oceanside requirements will be indicated on the grading plans.

83. All landscaping, fences, walls, etc. on the site, in medians within the public right-of-way and within any adjoining public parkways shall be permanently maintained by the owner, his assigns or any successors-in-interest in the property. The maintenance program shall include: a) normal care and irrigation of the landscaping b) repair and replacement of plant materials c) irrigation systems as necessary d) general cleanup of the landscaped and open areas e) parking lots and walkways, walls, fences, etc. Failure to maintain landscaping shall result in the City taking all appropriate enforcement actions including

but not limited to citations. This maintenance program condition shall be recorded with a covenant as required by this resolution.

84. In the event that the conceptual landscape plan (CLP) does not match the conditions of approval, the resolution of approval shall govern.

85. Landscape plans, shall meet the criteria of the City of Oceanside Landscape Guidelines and Specifications for Landscape Development (latest revision), Water Conservation Ordinance No. 91-15, Engineering criteria, City code and ordinances, including the maintenance of such landscaping, shall be reviewed and approved by the City Engineer prior to the issuance of building permits. Landscaping shall not be installed until bonds have been posted, fees paid, and plans signed for final approval. The following special landscaping requirements shall be required prior to plan approval:

86. Final landscape plans shall accurately show placement of all plant material such as but not limited to trees, shrubs, and groundcovers.

87. Landscape Architect shall be aware of all utilities and lines in addition to all utility, sewers, storm drain easements and place planting locations accordingly to meet City of Oceanside requirements.

88. Proposed landscape species shall be native or naturalized to fit the site and meet climate changes indicative to their planting location. The selection of plant material shall also be based on cultural, aesthetic, and maintenance considerations. In addition proposed landscape species shall be low water users as well as meet all Fire Department requirements.

89. All planting areas shall be prepared with appropriate soil amendments, fertilizers, and appropriate supplements based upon a soils report from an agricultural suitability soil sample taken from the site.

90. Ground covers or bark mulch shall fill in between the shrubs to shield the soil from the sun, evapotransporation and run-off. All the flower and shrub beds shall be mulched to a three-inch depth to help conserve water, lower the soil temperature and reduce weed growth.

91. The shrubs shall be allowed to grow in their natural forms. All landscape improvements shall follow the City of Oceanside Guidelines.

92. Root barriers shall be installed adjacent to all paving surfaces, where a paving surface is located within six feet of a tree's trunk. Root barriers shall extend five feet in each direction from the centerline of the trunk, for a total distance of 10 feet. Root barriers shall be 24 inches in depth. Installing a root barrier around the tree's root ball is unacceptable.

93. For the planting and placement of trees and their distances from hardscape and other utilities/structures the landscape plans shall follow the City of Oceanside's (current) Tree Planting Distances and Spacing Standards.

94. The Platanus species adjacent to the streets (street trees) shall be *Platanus Mexicana 'Alamo'*- California Sycamore. All other Sycamores used on the project shall be *Platanus racemosa* – Western Sycamore.

95. The *Pinus pinea* – Italian Stone Pines and *Pinus torreyana* – Torrey Pines (street trees only) along North Foussat Road and Pala Road are to be replaced with a street tree that will work in accordance with Fire Department requirements including defensible space setbacks.

96. Street trees are to 30 feet O.C. minimum per the City of Oceanside Landscape Development Manual.

97. An automatic irrigation system shall be installed to provide coverage for all planting areas shown on the plan. Low precipitation equipment shall provide sufficient water for plant growth with a minimum water loss due to water run-off.

98. Irrigation systems shall use high quality, automatic control valves, controllers and other necessary irrigation equipment. All components shall be of non-corrosive material. All drip systems shall be adequately filtered and regulated per the manufacturer's recommended design parameters.

99. All irrigation improvements shall follow the City of Oceanside Guidelines and Water Conservation Ordinance.

100. The landscape plans shall be in conformance with all plans affiliated with the project.

101. Landscape plans shall comply with Biological and/or Geotechnical reports, as required, shall match the grading and improvement plans, comply with SWMP/Best Management Practices and meet the satisfaction of the City Engineer.

102. Foussat Road shall be constructed as a five lane secondary arterial with median islands from SR 76 along the project frontage to Pala Road. Foussat Road will accommodate the necessary turn lanes for the project. Both sides of Foussat Road, along the project frontage shall be improved with curb, gutter, and sidewalk. Foussat Road shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

103. Pala Road shall be constructed as a 4-lane secondary arterial with a raised median from Foussat Road past the first driveway and a two-way-left-turn-lane from that point to the project's northern property boundary. The northern terminus of Pala Road shall be constructed with a cul de sac per Standard Drawing M-6 in the City's Engineers Design and Processing Manual. Pala Road shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

104. The north side of Mission Avenue along the project frontage and westerly to the fire station property shall be improved with curb, gutter and sidewalk to complete the connection with existing improvements between Foussat Road and Fireside Street. Mission Avenue shall be improved within 100 feet of right of way, with landscaped median islands prior to the issuance of building permits and to the satisfaction of the City Engineer.

105. The intersection of Mission Avenue at the project driveway shall be improved to enhance traffic progression along Mission Avenue. This improvement shall include a dedicated westbound right turn pocket on Mission Avenue at the project driveway. In addition, the project shall install dual eastbound left turn pockets on Mission Avenue at the project driveway. The project driveway shall be constructed with dual left turn lanes and a right turn lane. The existing traffic signal shall be modified to provide for these additional turn lanes. This improvement shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

106. Traffic signals on Mission Avenue between Airport Road and Douglas shall be coordinated and optimized to enhance traffic flows in the peak hours. This improvement shall be completed prior to issuance of certificate of occupancy to the satisfaction of the City Engineer.

107. The intersection of Mission Avenue at Foussat Road shall be improved to include a right turn overlap phase for westbound Mission Avenue to northbound Foussat Road. Southbound Foussat Road shall be constructed and striped as four lanes from SR 76 to Mission Avenue to include one right lane, one through lane and dual left turn lanes. The left turn pocket on eastbound mission Avenue to northbound Foussat Road shall be extended. The existing traffic signal shall be modified to provide for these improvements.

108. Traffic signals on Foussat Road between SR 76 and Mission Avenue shall be coordinated and optimized to enhance traffic flows in the peak hours. This improvement shall be completed prior to issuance of certificate of occupancy to the satisfaction of the City Engineer.

109. The intersection of El Camino Real at Los Arbolitos shall be improved with dual left turn lanes on northbound El Camino Real to westbound Los Arbolitos Blvd to enhance traffic flow along El Camino Real. An additional receiving lane shall be striped on Los Arbolitos Blvd. The existing traffic signal on El Camino Real at Los Arbolitos Blvd. shall be modified to provide for the new dual left turn lanes. This improvement shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

110. The intersection of Douglas Drive at Pala Road shall be improved to include dual northbound to westbound left turn lanes to enhance traffic flow on Douglas Drive. The existing eastbound right turn on Pala Road to southbound Douglas Drive shall be improved with a right turn lane and overlap phase. The existing traffic signal shall be modified to provide for the new dual left turn lanes and a right turn pocket with overlap phase. This improvement shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

111. The project driveway located on Foussat Road approximately 400 feet north of SR 76 shall be constructed 28 feet wide with restricted access (right turns in and out only)with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

112. The project driveway located on Foussat Road at Alex Road shall be constructed 40 feet wide with an exclusive left turn lane and a shared left/ through/right lane. A new traffic signal shall be constructed at this project driveway and shall be split phased to adequately serve the project. Left turn pockets with median islands shall also be constructed on Foussat Road to provide for left turning access at the project driveway and Alex Road. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

113. The project driveway located at Foussat Road (bridge)/Pala Road shall be constructed a minimum of 50 feet wide with an exclusive left turn pocket, a shared left/through pocket, and an exclusive right turn pocket. The southbound approach at the southern bridge abutment shall be improved to provide an exclusive left turn pocket, a through pocket and a right turn pocket. The driveway shall properly align with the existing bridge. Foussat Road and Pala Road shall provide exclusive left turn pockets with median islands for left turning access at this driveway. A new traffic signal shall also be constructed and be split phased to properly serve traffic at this location. These improvements shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

114. The project driveway located approximately 500 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide with restricted access (right turns in and out only) with appropriate signing and striping. A median island shall be constructed on Pala Road to facilitate the restricted access at this project driveway. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

115. The project driveway located approximately 900 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

116. The project driveway located approximately 1200 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala

Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

117. The project driveway located approximately 1600 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

118. Mitigation for the incremental project impact at the intersection of Rancho Del Oro Drive at SR-76 shall require that the project dedicated a northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection with an overlapping right turn phase, as determined by the City Engineer and Caltrans. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement. In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to any occupancy within the project, the project shall provide a contribution in cash, letter of credit, or other form acceptable to the City and Caltrans. The contribution shall be a City and Caltrans determined amount which is equivalent to the cost for design and construction of the identified improvements and shall be provided to the City prior to the first occupancy of the project. Use of these funds to complete improvements shall be at the discretion of the City of Oceanside in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at the Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.

Fire:

119. The size of fire hydrant outlets shall be 2 ½ "x 21/2"x 4".

120. All proposed and existing fire hydrants within 400 feet of the project shall be shown on the site plan.

121. The fire hydrants shall be installed and tested prior to placing any combustible materials on the job site.

122. Detailed plans of underground fire service mains shall be submitted to the Oceanside Fire Department for approval prior to installation.

123. Blue hydrant identification markers shall be placed as per Oceanside's Engineers Design and Processing Manual Standard Drawing No. M-13.

124. All weather access roads shall be installed and made serviceable prior to and maintained during time of construction. Sec. 902. Uniform Fire Code.

125. Apparatus access roads shall have a minimum unobstructed width of 28 feet. A minimum vertical clearance of 14 feet shall be provided for the apparatus access roads.

126. The Fire Department access roadway shall be provided with adequate turning radius for Fire Department apparatus. A 50-foot outside and 30-foot inside radius. U.F.C. Sec. 902

127. Cul-de-sacs shall be shown on the site plan with a 40-foot radius minimum.

128. All streets less than 32 feet wide shall be posted "NO PARKING FIRE LANE" per City Vehicle Code Section 22500.1 and in accordance with the Fire Department Standard Guidelines for Emergency Access.

129. A "Knox" key storage box shall be provided for all new construction. For buildings, other than high-rise, a minimum of three complete sets of keys shall be provided. Keys shall be provided for all exterior entry doors, fire protection equipment control rooms, mechanical and electrical rooms, elevator controls and equipment spaces, etc. For high-rise buildings, six complete sets are required.

130. All security gates shall have a knox-box override and as required have strobe activation capability.

131. The Fire Department connection shall not be affixed to the building. The Fire Department connection must be located at least 40 feet away form the building, within 40 feet of a fire hydrant and on the address side of the building, unless otherwise determined by the Fire Department. The hydrant shall be located on the same side of the street as the Fire Department connection.

132. In accordance with the Uniform Fire Code Sec. 901.1.4.4, approved addresses for commercial, industrial, and residential occupancies shall be placed on the structure in such a position as to be plainly visible and legible from the street or roadway fronting the property. Numbers shall contrast with their background.

133. Multi-tenant buildings require identification on the rear exit doors with individual suite numbers or letters.

134. Commercial buildings require six-inch address numbers.

135. Plans shall be submitted to the Fire Prevention Bureau for plan check review and approval prior to the issuance of building permits.

136. Buildings shall meet Oceanside Fire Department's current codes at the time of building permit application.

Planning:

137. This Tentative Parcel Map, Development Plan, and Conditional Use Permits shall expire on October 6, 2010, unless the Planning Commission grants a time extension.

138. This Tentative Parcel Map, Development Plan, and Conditional Use Permits approves a 950,000-square foot shopping center as shown on the plans and exhibits presented to the Planning Commission for review and approval. No deviation from these approved plans and exhibits shall occur without Planning Division approval. Substantial deviations shall require a revision to the Development Plan or a new Development Plan.

139. The applicant, permittee or any successor-in-interest shall defend, indemnify and hold harmless the City of Oceanside, its agents, officers or employees from any claim, action or proceeding against the City, its agents, officers, or employees to attack, set aside, void or annul an approval of the City, concerning Tentative Parcel Map P-7-06, Development Plan D-6-06, and Conditional Use Permits C-19-06, C-20-06, C-21-06, C-22-06, C-23-06. The City will promptly notify the applicant of any such claim, action or proceeding against the City and will cooperate fully in the defense. If the City fails to promptly notify the applicant of any such claim action or proceeding or fails to cooperate fully in the defense, the applicant shall not, thereafter, be responsible to defend, indemnify or hold harmless the City.

140. Project signage shall conform to the Comprehensive Sign Program (CSP) submitted to and approved by the Planning Division.

141. All mechanical rooftop and ground equipment shall be screened from public view as required by the Zoning Ordinance. The roof jacks, mechanical equipment, screen and

vents shall be painted with non-reflective paint to match the roof. This information shall be shown on the building plans.

142. Trash enclosures must be provided as required by Chapter 13 of the City Code and shall also include additional space for storage and collection of recyclable materials per City standards. Recycling is required by City Ordinance. The enclosures must be built in a flat, accessible location as determined by the City Engineer. The enclosures shall meet City standards including being constructed of concrete block, reinforced with rebar and filled with cement. A concrete slab must be poured with a berm on the inside of the enclosure to prevent the bin(s) from striking the block walls. The slab must extend out of the enclosure for the bin(s) to roll out onto. Steel posts must be set in front of the enclosure with solid metal gates. All driveways and service access areas must be designed to sustain the weight of a 50,000-pound service vehicle. Trash enclosures and driveways and service access areas shall be shown on both the improvement and landscape plans submitted to the City Engineer. The specifications shall be reviewed and approved by the City Engineer. The City's waste disposal contractor is required to access private property to service the trash enclosures, a service agreement must be signed by the property owner and shall remain in effect for the life of the project. All trash enclosures shall be designed to provide user access without the use and opening of the service doors for the bins. Trash enclosures shall have design features such as materials and trim similar to that of the rest of the project. This design shall be shown on the landscape plans and shall be approved by the City Planner.

143. A covenant or other recordable document, approved by the City Attorney, shall be prepared by the subdivider and recorded prior to the approval of the final map. The covenant shall provide that the property is subject to this resolution, and shall generally list the conditions of approval.

144. The project shall prepare a Management Plan. The Management Plan is subject to the review and approval of the City Planner and the Police Chief prior to issuance of building permit, and shall be recorded as CC&R's against the property. The Management Plan shall cover the following:

a) Security - The Management Plan, at a minimum, shall address on-site management, hours-of-operation and measures for providing appropriate security for the project site.

b) Maintenance - The Management Plan shall cover, but not be limited to, anti-graffiti and site and exterior building, landscaping, parking lots, sidewalks, walkways and overall site maintenance measures and shall ensure that a high standard of maintenance at this site exists at all times. The maintenance portion of the management plan shall include a commitment for the sweeping and cleaning of parking lots, sidewalks and other concrete surfaces at sufficient intervals to maintain a "like new" appearance. Wastewater, sediment, trash or other pollutants shall be collected on-site and properly disposed of and shall not be discharged off the property or into the City's storm drain system.

c) Any graffiti within the center shall be removed by the center management or its designated representative within 24 hours of occurrence. Any new paint used to cover graffiti shall match the existing color scheme.

145. Prior to the issuance of building permits, compliance with the applicable provisions of the City's anti-graffiti (Ordinance No. 93-19 Section 20.25 of the City Code) shall be reviewed and approved by the Planning Division. These requirements, including the obligation to remove or cover with matching paint all graffiti within 24 hours, shall be noted on the Landscape Plan and shall be recorded in the form of a covenant affecting the subject property.

146. Prior to the transfer of ownership and/or operation of the site the owner shall provide a written copy of the applications, staff report and resolutions for the project to the new owner and or operator. This notification's provision shall run with the life of the project and shall be recorded as a covenant on the property.

147. Failure to meet any conditions of approval for this development shall constitute a violation of the Tentative Parcel Map, Development Plan, and Conditional Use Permits.

148. Unless expressly waived, all current zoning standards and City ordinances and policies in effect at the time building permits are issued are required to be met by this project. The approval of this project constitutes the applicant's agreement with all statements in the

Description and Justification, Management Plan and other materials and information submitted with this application, unless specifically waived by an adopted condition of approval.

149. This Conditional Use Permits shall be called for review by the Planning Commission if complaints are filed and verified as valid by the Code Enforcement Office concerning the violation of any of the approved conditions or does not conform with the information contained in or representations made in the application, any supporting material submitted to the City or during any hearing on the application.

150. The developer's construction of all fencing and walls associated with the project shall be in conformance with the approved Development Plan. Any substantial change in any aspect of fencing or wall design from the approved Development Plan shall require a revision to the Development Plan or a new Development Plan.

151. If any aspect of the project fencing and walls is not covered by an approved Development Plan, the construction of fencing and walls shall conform to the development standards of the City Zoning Ordinance. In no case, shall the construction of fences and walls (including combinations thereof) exceed the limitations of the zoning code, unless expressly granted by a Variance or other development approval.

152. Either a management entity or an association shall be formed with Covenants, Conditions and Restrictions (C.C. & R's) that shall provide for the maintenance of all common open space, medians and commonly owned fences and walls and adjacent parkways. The maintenance shall include normal care and irrigation of landscaping, repair and replacement of plant material and irrigation systems as necessary; and general cleanup of the landscaped and open area, parking lots and walkways. The C.C. & R's shall be subject to the review and approval of the City Attorney prior to the approval of the final map. The C.C. & R's are required to be recorded prior to or concurrently with the final map. Any amendments to the C.C. & R's in which the association relinquishes responsibility for the maintenance of any common open space shall not be permitted without the specific approval of the City of Oceanside. Such a clause shall be a part of the C.C. & R's. The C.C. & R's shall also contain provisions for the following:

a) Prohibition of parking or storage of recreational vehicles, trailers or boats.

b) Maintenance of median landscaping by the Association.

c) Provisions for the maintenance of all common open space and open space easements on private lots, including provisions establishing mechanisms to ensure adequate and continued monetary funding for such maintenance by the association.

d) Provisions prohibiting the association from relinquishing its obligation to maintain the common open space and open space easement areas without prior consent of the City of Oceanside.

153. Any project entrance signs shall meet the requirements of the Sign Ordinance and be approved by the City Planner.

154. Elevations, siding materials, colors, roofing materials and floor plans shall be substantially the same as those approved by the Planning Commission. These shall be shown on plans submitted to the Building Division and Planning Division.

155. The developer, the San Luis Rey Band of Mission Indians and the City of Oceanside have agreed in concept to a Memorandum of Agreement regarding the development and incorporation of a Luiseño cultural element into the Pavilion at Oceanside project. The formal approval of the Memorandum of Agreement shall be documented prior to submittal of the landscape working drawings, and approval of the design for the cultural element by the Band shall be finalized prior to City approval of the landscape working drawings or issuance of any building permits.

156. The developer shall comply with all measures in the attached Mitigation Monitoring Checklist (Exhibit A). All mitigation measures, required monitors, and monitoring schedule milestones shall have the same status and enforceability as the conditions of approval in this resolution.

Water Utilities:

157. If any changes occur from the plans and documents submitted on September 4, 2008 to the Planning Division, then all required documentation and supplemental reports must be revised in accordance with the submitted changes.

158. The developer will be responsible for developing all water and sewer utilities necessary to develop the property. Any relocation of water and/or sewer utilities is the responsibility

of the developer and shall be done by an approved licensed contractor at the developer's expense.

159. The property owner shall maintain private water and wastewater utilities located on private property.

160. Water services and sewer laterals constructed in existing right-of-way locations are to be constructed by approved and licensed contractors at developer's expense.

161. All Water and Wastewater construction shall conform to the most recent edition of the Water, Sewer, and Reclaimed Water Design and Construction Manual or as approved by the Water Utilities Director.

The following conditions shall be met prior to theapproval of engineering design plans:

162. The gravity sewer main located along Mission Avenue from the project's tie-in connection point to the manhole located in the front of the Mission Avenue Lift Station shall be upgraded to a 30-inch sewer main in accordance with the City of Oceanside's Water Utilities Sewer Study Memo dated May 7, 2008. However, a revision to the Sewer Study for the The Pavilion Project may be re-submitted for review and is subject to approval from the Water Utilities Division Manager.

163. A block wall enclosure with double swing gates shall be provided around the existing air-release valves for containment during cleaning and maintenance operations. This enclosure shall provide access for required maintenance vehicles at all times.

164. A Reduced Pressure Principle Assembly must be installed within 18 inches downstream of the water meters for this site.

165. The Water Study must be prepared by the developer at the developer's expense and approved by the Water Utilities Department.

166. All public water and/or sewer facilities not located within the public right-of-way shall be provided with easements sized according to the Water, Sewer, and Reclaimed Water Design and Construction Manual. Easements shall be constructed for all weather access.

167. No trees, structures or building overhand shall be located within any water or wastewater utilitiy easement.

168. All lots with a finish pad elevation located below the elevation of the next upstream manhole cover of the public sewer shall be protected from backflow of sewage by

installing and maintaining an approved type backwater valve, per the Uniform Plumbing Code (U.P.C.).

169. The developer shall construct a public reclamation water system that will serve each lot and or parcels that are located in the proposed project in accordance with the City of Oceanside Ordinance No. 91-15. The proposed reclamation water system shall be located in the public right-of-way or in a public utility easement.

170. Separate irrigation meters and approved backflow prevention device is required and shall be displayed on the plans. These meters shall be connected to the public water main and not the private on-site water system.

171. An Inspection Manhole, described by the Water, Sewer, and Reclaimed Water Design and Construction Manual, shall be installed in each building sewer lateral and the location shall be called out on the approved Improvement Plans.

172. A Grease, Oil, and Sand Interceptor, described by the 2007 California Plumbing Code Chapter 10, relating to garages, gasoline stations, wash racks or when deemed necessary shall be installed in each building sewer in an appropriate location and shall be maintained by the property owner. The location shall be called out on the approved Improvement Plans.

173. If a restaurant or food service tenant occupies the property; a Grease, Oil, and Sand Interceptor shall be installed in each building sewer in an appropriate location and shall be maintained by the property owner. The location shall be called out on the approved Building Plans.

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The following conditions of approval shall be met prior to building permit issuance:

174. Water and Wastewater Buy-in fees and the San Diego County Water Authority Fees are to be paid to the City and collected by the Water Utilities Department at the time of Building Permit issuance.

PASSED AND ADOPTED Resolution No. 2008-P63 on October 6, 2008 by the following vote, to wit:

AYES:

NAYS:

ABSENT:

ABSTAIN:

_____

Claudia Troisi, Chairperson
Oceanside Planning Commission

ATTEST:

_____

Jerry Hittleman, Secretary

I, JERRY HITTLEMAN, Secretary of the Oceanside Planning Commission, hereby certify that this is a true and correct copy of Resolution No. 2008-P63.

Dated: October 6, 2008

PAVILION AT OCEANSIDE MITIGATION MONITORING AND REPORTING PROGRAM

AIR QUALITY			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. Short term impacts generated from construction activities would be reduced to levels below significance through surface wetting at least three times daily. Dust control measures such as this will be utilized to suppress dust particulates and keep them from becoming airborne.	CM	Planning Division	During construction and grading

BIOLOGICAL RESOURCES			
MITIGATIONS MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. • A monitoring biologist (approved by the City) shall: 1) attend a preconstruction meeting, 2) be present during initial clearing and grubbing of habitat, and 3) be present during project construction within 500 feet of preserve habitat to ensure compliance with all conservation measures. The monitoring biologist shall ensure that: the contractor and construction personnel are educated about the sensitivity of adjacent habitats, construction fencing is installed, seasonal restrictions on grading are followed, trash is removed from sensitive habitat areas or adjacent areas, vehicle fueling occurs outside sensitive areas, pets of project personnel are not brought to the project site, construction night lighting is minimized to avoid impacts to sensitive habitats, and violations are reported and mitigated appropriately. The biologist shall submit a letter to the City that documents compliance with mitigation measures at the conclusion of construction.	CM	Planning Division	During grading and construction
• Wetland impacts to 0.12 acre of southern willow scrub shall be mitigated at a 3:1 ratio (0.36 acre); impacts to 0.39 acre of disturbed southern willow scrub and 0.22 acre of disturbed wetland shall be mitigated at a 2:1 ratio (0.78 acre and 0.44 acres, respectively), for a combined total of 1.58 acres. Mitigation for these impacts would be accomplished off-site by a combination of wetland creation and purchase of mitigation credits from the Mission Resource Conservation District arundo (giant reed) removal program. The mitigation for jurisdictional areas will include creation of 0.28 acre (no net loss) and purchase of 0.40 acre of mitigation credits. Due to the highly	CM	Planning Division	Upon project completion

BIOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
disturbed nature of the habitats, mitigation for non-jurisdictional areas (0.62 acre) will consist of purchase of mitigation credits. The total mitigation for wetland impacts (including jurisdictional areas) would consist of creation of 0.28 acre and purchase of 1.3 acres of mitigation credits.			
• The proposed wetland mitigation plan would create 0.28 of wetland habitat with a 20-foot wide Diegan coastal sage scrub buffer totaling approximately 0.11 acre on a site located approximately 500 feet north of the project boundary and located within designated critical habitat for the least Bell=s vireo.	CM	Planning Division	Upon project completion
• Impacts to upland habitat consisting the loss of 39.8 acres of non-native grassland shall be mitigated at an 0.5:1 ratio (19.9 acres). While the Draft HCP envisions mitigation within the proposed WCPZ for the loss of habitat within the proposed WCPZ, no pre-approved mitigation areas or banks are currently available within the proposed WCPZ. The location of all off-site mitigation will require consultation with the City of Oceanside and the resource agencies.	CM	Planning Division	Upon project completion
• While the proposed plant list for the on-site 100-foot wide corridor currently consists of native species including coastal sage scrub constituents that are compatible with the City's recommended plant guidelines, the final species selection will be subject to approval by the fire marshal as part of landscape work drawings.	CM	Planning Division	Upon project completion

BIOLOGICAL RESOURCES CONTINUED			
• The conservation easement over the onsite 100-foot corridor will be provided for review and approval by the Wildlife Agencies as a condition of project approval.	CM	Planning Division	Prior to project grading
Indirect impacts. To avoid potential indirect impacts to sensitive species occupying the off-site habitat along the San Luis Rey River, the following measures shall be implemented:			
$ Invasive Species: Landscaping within the development area shall avoid the use of invasive non-native plants, detailed in Table 5-5 of the draft HCP and/or the California Invasive Plant Inventory.	CM	Planning Division	Upon project completion
$ Seasonal Restrictions on Grading. No grading, grubbing, or clearing shall be allowed during the breeding season for least Bell=s vireo (March 15-September 15) or raptors (January 31-July 31) unless preconstruction surveys are conducted to determine if these species occur within areas that would be impacted by noise levels greater than 60 dB L_{eq}. If these species are nesting within this area at the time, these construction activities shall either (1) be postponed until all nesting/breeding behavior has ceased, or (2) a temporary noise barrier or berm is constructed at the edge of the development footprint to ensure that noise levels are reduced to below 60 dB L_{eq}.	CM	Planning Division	During grading and construction

BIOLOGICAL RESOURCES CONTINUED			
To ensure compliance with the Migratory Bird Treaty Act, clearing of any native vegetation shall be done outside the breeding season of most avian species (February 15-July 31), unless pre-construction surveys are conducted to determine that no nesting birds are present immediately to clearing nor are in areas which could be impacted by noise.	CM	Planning Division	During grading and construction
$ Construction limits: To ensure that construction activity remains within the defined limits of work, all construction and staging areas shall be fenced with orange construction fencing and silt fencing or fiber rolls. Delineated areas shall be regularly inspected by the project biologist per the construction monitoring schedule.	CM	Planning Division	During grading and construction
$ Lighting: Lighting within the project area adjacent to the San Luis Rey River shall be selectively placed, directed away from the river, and of the lowest illumination possible for human safety.	CM	Planning Division	Prior to project grading
Mitigation Implementation and Monitoring. Proof of purchase of mitigation credits or other mitigation methods such as preservation/ conservation for the loss of on-site upland habitats shall be required prior to issuance of the project=s grading permit. Mitigation for the loss of jurisdictional waters would be conditions of the permits issued by the ACOE and CDFG. The applicant will submit the required jurisdictional delineation to the Corps as part of Clean Water Act permitting. Said permits will be obtained prior to grading in these areas. The proposed wetland mitigation plan (Appendix C) includes a 5-year monitoring program that includes regular monitoring visits, an annual report on the success of the restoration effort and the need for any remedial actions, and a final report at the end of the 5-year program.	CM	Planning Division	

CULTURAL AND PALEONTOLOGICAL RESOURCES			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Cultural Resources. An archaeological monitoring program would be implemented to ensure that project development would have no significant impacts to cultural resources within the project area. The program would consist of the following:			
$ The development of a pre-excavation agreement between the applicant and the appropriate Luiseño tribe(s) or other Native Americans as determined by the City.	CM	Planning Division	Prior to project grading
$ The presence of a qualified archaeologist and invitation to a Native American monitor at the pre-construction meeting.	CM	Planning Division	Prior to project grading
$ A Native American monitor to be invited and an archaeological monitor will be on-site during initial grading, trenching, or other ground-disturbing activities of existing soils. Monitoring will not be required during the subsequent soil import and grading operations as it will not disturb native soils.	CM	Planning Division	During grading and construction
$ The analysis of any cultural material found.	CM	Planning Division	During grading and construction
$ The preparation of a report detailing the methods and results of the monitoring program.	CM	Planning Division	During and/or following grading and construction
$ The curation or repatriation of the cultural material collected.	CM	Planning Division	During and/or following grading and construction
Implementation of this monitoring program would ensure that project development would have no significant impacts to cultural resources within the project area.			

CULTURAL AND PALEONTOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Paleontological Resources. The following measures are required to offset potential impacts to paleontological resources:			
$ Prior to issuance of grading permits, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. (A qualified paleontologist is defined as an individual with an M.S. or Ph.D. in paleontology or geology who is familiar with paleontological procedures and techniques.) The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.	CM	Planning Division	Prior to project grading
$ A paleontological monitor shall be onsite during grading operations to evaluate the presence of fossils within previously undisturbed sediments of the Santiago Formation to inspect cuts for contained fossils. (A paleontological monitor is defined as an individual who has experience in the collection and salvage of fossil materials.) The paleontological monitor shall work under the direction of a qualified paleontologist.	CM	Planning Division	During grading and construction
$ When fossils are discovered, the paleontologist (or paleontological monitor) shall recover them. In most cases, this fossil salvage can be completed in a short period of time. Some fossil specimens (such as a complete whale skeleton) may require an extended salvage time. In these instances, the paleontologist (or paleontological monitor) shall be allowed to temporarily direct, divert, or halt grading. To allow recovery of small fossil remains such as isolated mammal teeth, it may be necessary in certain instances to set up a screen-washing operation on the site.	CM	Planning Division	During grading and construction

CULTURAL AND PALEONTOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
$ Prepared fossils along with copies of all pertinent field notes, photos, and maps shall be deposited (with the applicant=s permission) in a scientific institution with paleontological collection such as the San Diego Natural History Museum. A final summary report shall be completed and distributed to the City and other interested agencies which outlines the results of the mitigation program. This report shall include discussions of the methods used, stratigraphy exposed, fossils collected, and significance of recovered fossils.	CM	Planning Division	During and/or following grading and construction
Mitigation Implementation and Monitoring. Prior to issuance of the project=s grading permit, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.	CM	Planning Division	Prior to project grading

GEOLOGY/SOILS			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. To mitigate the potentially significant impacts associated with ground settlement, the following mitigation measures shall be implemented:			
$ Loose surficial soil in the upper 1 to 2 feet would be over-excavated prior to placement of fill or in building pad locations. The upper 5 to 10 feet of soil, which is loose to medium dense, would be over-excavated in deep fill areas, and compacted as engineered fill.	CM	Engineering Division	During grading and construction
$ To mitigate potential differential settlement of structures, two options may be used. One is to perform conventional grading with reduced foundation bearing capacities, and the other would be to improve the subsurface with deep dynamic compaction with higher bearing capacities for foundations.	CM	Engineering Division	During grading and construction
On-site soil generated from cut areas following clearing and grubbing that is free of excess organic material (3% or less by weight) or debris may be suitable for use as structural fill. Imported Select Fill should be non-expansive, having a Plasticity Index of 12 or less, an R-Value greater than 40, and enough fines so the soil can bind together. Imported soil should be free of organic materials and debris, and not contain rocks or lumps greater than 3 inches in maximum size. Imported Select Fill shall be approved by the geotechnical engineer prior to delivery on-site.			

GEOLOGY/SOILS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Compaction requirements shall be consistent with those specified in the geotechnical report (90-95% relative compaction with 1 to 2% above optimum moisture content), and site grading shall be performed in accordance with these recommendations and the Grading and Earthwork Specifications.	CM	Engineering Division	During grading and construction
Other measures would be implemented to avoid geotechnical impacts: Seismic considerations. Building design would be considered in accordance with the latest edition of the Uniform Building Code (UBC), California Building Code (CBC), or International Building Code (IBC).			
$ Pavement recycling. The existing pavement at the drive-in theater would be recycled and used on-site; it would be ground to minus 1-inch and mixed with underlying base rock. This material could be utilized as sub-base material in paved areas or Aselect fill.@	CM	Engineering Division	During grading and construction
$ Buried structures. Buried structures/foundations from previous land uses encountered during construction would be removed and replaced with compacted, engineered fill. The upper 7 feet or at least 3 feet below the lowest utility in the area for the movie theater screen foundations would need to be removed.	CM	Engineering Division	During grading and construction

GEOLOGY/SOILS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
$ Rainy season grading. If grading is to be undertaken during the rainy season, potential unstable subgrade conditions could be encountered. As appropriate, remedial measures such as removal and replacement, use of a geogrid, or soil treatment would be implemented subject to approval by the City Engineer. With such remedial measures, rainy season grading is allowable, although the geotechnical report recommends that avoiding construction during the rainy season would also avoid impacts with seasonal groundwater fluctuations.	CM	Engineering Division	During grading and construction
Mitigation Implementation and Monitoring. The geotechnical consultant shall review the final project plans prior to construction, to ensure that the plans are in compliance with the recommendations and requirements set forth in the geotechnical studies. A pre-construction conference shall be held with the applicant=s representative(s), general contractor, grading contractor, and project geologist prior to clearing and demolition operations. Adequacy of clearing operations shall be verified by the geotechnical engineer=s representative during construction, prior to placement of engineered fill.	CM	Engineering Division	Prior to project grading

HAZARDS AND HAZARDOUS MATERIALS			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. To avoid significant impacts associated with potential hazardous materials, the following measures shall be implemented.			
$ Due to the occurrence of pesticides detected onsite, a Report of Waste Discharge (RWD) must be submitted to the Regional Water Quality Control Board (RWQCB), where the owner/discharger must then acquire waste discharge requirements (WDRs).	OM	Engineering Division	Prior to project grading
$ An environmental geologist shall be onsite during grading for observation during soil removal in the area onsite adjacent to the former Mission Auto and Self Storage Center, at the site=s southeastern boundary. If petroleum affected soils are encountered, grading will be halted until the soil has been tested and properly removed.	OM	Engineering Division	During grading
$ All trash, debris, and waste materials will be disposed of offsite, in accordance with current local, state, and federal disposal regulations and procedures.	OM	Engineering Division	During grading and construction

HAZARDS AND HAZARDOUS MATERIALS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
$ To mitigate for the presence of restricted agricultural residues onsite which were found to slightly exceed the thresholds established in the PRGs, the project shall place the dieldrin and toxaphene affected soil to depths of 2 to 3 feet, as determined by their sample locations This measure would occur in conjunction with the import of more than 400,000 cubic yards of fill required to raise site grades an average of 3 to 4 feet, and would thereby place a minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above groundwater. Placement of the affected soil shall be in the proposed parking areas of the Pavilion Commercial Center. This would place the affected soil at least 10 feet away from the proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater.	OM	Engineering Division	During construction and grading
$ An asbestos and lead survey shall be performed on the structures that currently occupy the site due to their age and potential for carrying these substances. This survey should be performed by a licensed asbestos/lead contractor prior to demolition, removal, and disposal.	OM	Engineering Division	Prior to project grading
$ With regard to airport safety, prior to issuance of building permits, the project will be required to provide evidence of compliance with any imposed height limitations or other FAA overflight safety requirements. The project will submit a Notice of Proposed Construction or Alterations (Form 7460-1) for final FAA approval of height structures, landscape, lighting and other final design elements.	OM	Engineering Division	Prior to project grading
Mitigation Implementation and Monitoring. Proof of remediation of any hazardous materials shall be provided to the City of Oceanside=s City Planner and City Engineer prior to the issuance of the project=s grading permit.	OM	Engineering Division	Prior to project grading
HYDROLOGY/WATER QUALITY			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE

Mitigation. The following measures have been incorporated into the project as required to avoid significant impacts to Hydrology/Water Quality.			
• Project designers have incorporated water quality certification requirements and must obtain CWA 401 certification as a project condition.	CM	Engineering Division	Prior to project grading
• All necessary permits shall be obtained from the San Diego Regional Water Quality Control Board (RWQCB) prior to grading in associated areas.	CM	Engineering Division	Prior to project grading

NOISE			
MITIGATION MEASURE	TYPE	MONITOR	SCHEDULE
Mitigation. A temporary ten-foot high wall would be constructed along the proposed top-of-slope adjacent to the sensitive habitat area. Implementation of this measure would lower potentially significant noise levels below the Wildlife Noise Regulation thresholds.	CM	Engineering Division	During grading and construction

TRANSPORTATION/TRAFFIC			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. Impacts caused by a project (direct impacts) are to be mitigated by that project. Impacts caused by a project and other projects (indirect/cumulative impacts) are mitigated by each project paying its proportional share (fair share). Creative measures are recommended for roadway segments where widening to meet daily traffic volumes is not a reasonable or recommended improvement. <u>Roadway Segments</u>			
• <u>Mission Avenue between Foussat Road and El Camino Real (project frontage)</u>. *Creative Measure*: The project will install dedicated right turn lane westbound and dual eastbound left turn lanes at the project access road to improve flow along Mission Avenue.	OM	Engineering Division	Upon project completion
• <u>El Camino Real between Los Arbolitos Boulevard and Mission Avenue</u>. *Creative Measure*: The project will contribute its Fair Share costs for the installation of a second northbound left turn lane from El Camino Real onto Los Arbolitos Boulevard, to improve northbound traffic flow on El Camino Real.	OM	Engineering Division	Upon project completion
• <u>North Douglas Drive between North River Road and Pala Road</u>. There are significant unavoidable impacts due to right-of-way limitations associated with the existing bridge across the San Luis Rey River within this roadway segment; this is identified in the Circulation Element.	OM	Engineering Division	Upon project completion

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
• North Douglas Drive between Pala Road and El Camino Real. The City of Oceanside=s General Plan Land Use Element has noted acceptable LOS could be obtained by constructing this roadway segment as a six-lane major arterial, but due to right-of-way constraints only a four-lane major arterial can be accommodated. *Creative Measure*: The segment can be improved by installation of dual northbound left turn lanes at Pala Road to improve flow on Douglas Drive will be done by the project. This improvement is also needed to mitigate project intersection impacts, and thus the project will construct this improvement. These creative measures will improve traffic flow on these segments. At this time, the widening of SR 76 is planned by Caltrans, and that widening is assumed as being in place for analytic purposes, but funding and commencement dates have not been established.	OM	Engineering Division	Upon project completion
Intersections • Rancho Del Oro Drive/SR-76. The project shall construct a dedicated northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection of Rancho Del Oro Drive/SR-76. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement. In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to project occupancy, the project shall contribute in cash, letter of credit or other form acceptable to the City, prior to occupancy, an amount equivalent to the cost for design and construction of the	OM	Engineering Division	Upon project completion

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
identified northbound right turn improvements and signal phasing. Use of these funds to complete improvements shall be at the discretion of the City of Oceanside Traffic Engineering Division in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at this Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.	OM	Engineering Division	Upon project completion
• Pala Road/ North Douglas Drive. The project will modify the traffic signal and phasing to include an eastbound right-turn overlap from Pala Road onto North Douglas Drive. The project will install dual northbound left-turn lanes at Pala Road to improve traffic flow on North Douglas Drive. These measures will improve LOS to C.	OM	Engineering Division	Upon project completion
The import of fill portion of the project is of short duration, but the additional truck traffic will result in a deficient level of service on the segment of El Camino Real between Mesa Drive and Oceanside Boulevard. The Short-term Cumulative analysis found the segment would operate at a deficient level with or without this truck traffic. The City of Oceanside has planned roadway improvements for segments of El Camino Real, which are expected to be completed in 2008. The City has directed this project be responsible for videotaping roadway conditions prior to and after truck activities are completed. Project truck drivers will maintain daily logs of roadway conditions and report damages greater than normal wear and tear of the roadways. Roadway damage directly caused by the project=s truck hauling activities will be the responsibility of the project applicant. Since El Camino	OM	Engineering Division	During grading and construction

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
is designated by the City as a truck route, normal wear and tear and damages unrelated to project traffic will not be the responsibility of the project applicant. The length of time of impact could be lessened by extending the daily work time to eight hours (7:30 am - 3:30 pm) and by extending the work week to include Saturday (Appendix I). This would result in a total duration of approximately 44 working days over an approximately seven- to eight-week period. All queuing and stacking of haul trucks will be managed on-site, at both the project site and El Corazon, to minimize impacts on public roads. This may require an extension of the driveways and stacking areas. Impacts Not Mitigated to below a Level of Significance. The segment of North Douglas Drive between North River Road and Pala Road shows significant impacts to traffic flow due to the constraints of the bridge over the San Luis Rey River, included in this roadway segment. The impact of the trucks hauling material on the roadway segment of El Camino Real between Mesa Drive and Oceanside Boulevard would be a short-term impact that is not mitigated to below a level of significance.			

TYPE:

CM = Construction Mitigation
OM = Operations Management

PLANNING COMMISSION
RESOLUTION NO. 2008-P63

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA APPROVING A TENTATIVE PARCEL MAP, DEVELOPMENT PLAN, CONDITIONAL USE PERMITS AND A WAIVER OF UNDERGROUNDING OVERHEAD UTILITY LINES ON CERTAIN REAL PROPERTY IN THE CITY OF OCEANSIDE

APPLICATION NO:	P-7-06, D-7-06, C-19-23-06
APPLICANT:	Thomas Enterprises
LOCATION:	Northeast corner of Foussat Road and State Route 76

THE PLANNING COMMISSION OF THE CITY OF OCEANSIDE, CALIFORNIA DOES RESOLVE AS FOLLOWS:

WHEREAS, there was filed with this Commission a verified petition on the forms prescribed by the Commission requesting a Tentative Parcel Map, Development Plan, Conditional Use Permits and Waiver of Undergrounding Overhead Utility Lines under the provisions of Articles 10, 11, 41, and 43 of the Zoning Ordinance and the Subdivision Ordinance of the City of Oceanside to permit the following:

a 950,000-square foot shopping center on a 92-acre site;

on certain real property described in the project description.

WHEREAS, the Planning Commission, after giving the required notice, did on the 6th day of October, 2008 conduct a duly advertised public hearing as prescribed by law to consider said application.

WHEREAS, the documents or other material which constitutive the record of proceedings upon which the decision is based will be maintained by the City of Oceanside Planning Division, 300 North Coast Highway, Oceanside, California 92054.

WHEREAS, there is hereby imposed on the subject development project certain fees, dedications, reservations and other exactions pursuant to state law and city ordinance;

WHEREAS, pursuant to Gov't Code §66020(d)(1), NOTICE IS HEREBY GIVEN that the project is subject to certain fees, dedications, reservations and other exactions as provided below:

Description	Authority for Imposition	Current Estimate Fee or Calculation Formula
Parkland Dedication/Fee	Ordinance No. 91-10 Resolution No. 06-R0334-1	$3,503 per unit
Drainage Fee	Ordinance No. 85-23 Resolution No. 0R0334-1	$2,843 - $15,964 per acre
Public Facility Fee	Ordinance No. 91-09 Resolution No. 0R0334-1	$.713 per square foot or $713 per thousand square feet for non-residential uses and $2.072 per unit for residential
School Facilities Mitigation Fee	Ordinance No. 91-34	$.42 per square foot non-residential $2.63 per square foot residential
Traffic Signal Fee	Ordinance No. 87-19 Resolution No. 0R0334-1	$15.71 per vehicle trip
Thoroughfare Fee (For commercial and industrial please note the .75 per cent discount)	Ordinance No. 83-01 Resolution No. 0R0334-1	$255 per vehicle trip (based on SANDAG trip generation table available from staff and from SANDAG)
Water System Buy-in Fees	Oceanside City Code §37.56.1 Resolution No. 87-96 Ordinance No. 05-OR0611-1	Based on meter size Multi-family $4,395 2" = $35,160
Wastewater System Buy-in fees	Oceanside City Code § 29.11.1 Resolution No. 87-97 Ordinance No. 05-OR0610-1	Based on meter size Typical $6,035 2" = $48,280
San Diego County Water Authority Capacity Fees	SDCWA Ordinance No. 2005-03	Based on meter size $4,326 per unit; Non-residential is $22,495 for a 2" meter.

Description	Authority for Imposition	Current Estimate Fee or Calculation Formula
Inclusionary housing in lieu fees—Residential only.	Chapter 14-C of the City Code	$1,000 per development project + $100 per unit plus $10,275 per unit

WHEREAS, the current fees referenced above are merely fee amount estimates of the impact fees that would be required if due and payable under currently applicable ordinances and resolutions, presume the accuracy of relevant project information provided by the applicant, and are not necessarily the fee amount that will be owing when such fee becomes due and payable;

WHEREAS, unless otherwise provided by this resolution, all impact fees shall be calculated and collected at the time and in the manner provided in Chapter 32B of the Oceanside City Code and the City expressly reserves the right to amend the fees and fee calculations consistent with applicable law;

WHEREAS, the City expressly reserves the right to establish, modify or adjust any fee, dedication, reservation or other exaction to the extent permitted and as authorized by law;

WHEREAS, pursuant to Gov't Code §66020(d)(1), NOTICE IS FURTHER GIVEN that the 90-day period to protest the imposition of any fee, dedication, reservation, or other exaction described in this resolution begins on the effective date of this resolution and any such protest must be in a manner that complies with Section 66020;

WHEREAS, pursuant to Oceanside Zoning Ordinance §4603, this resolution becomes effective 10 days from its adoption in the absence of the filing of an appeal or call for review;

WHEREAS, studies and investigations made by this Commission and in its behalf reveal the following facts:

FINDINGS:

For the Tentative Parcel Map:

1. The proposed subdivision creates parcels that are consistent and exceed the requirements of the Community Commercial (CC) General Plan and Zoning designation. The various parcels are consistent with the building layout and will facilitate future leasing to tenants of the center.
2. The proposed building pads on the site will conform to the topography of the site, therefore, making it suitable for the proposed shopping center. The 92-acre site is

physically suitable to allow for the development of 950,000 square feet of commercial and related infrastructure improvements.

3. The subdivision complies with all other applicable ordinances, regulations and guidelines of the City. The project will comply with the current Stormwater Regulations and a Stormwater Mitigation Plan has been approved by City staff.

4. The design of the subdivision or proposed improvements will not conflict with easements, acquired by the public at large, for access or the use of property within the subdivision.

5. That the design of the subdivision or the proposed improvements will not cause substantial environment damage with the proposed mitigation or substantially and avoidably injure fish or wildlife or their habitat.

For the Development Plan:

1. The proposed uses are consistent with the Land Use Element of the General Plan and the proposed commercial use is consistent with the uses within the surrounding neighborhoods. The site is designated as Community Commercial (CC) in the General Plan and Zoning Ordinance. This designation and zoning allows a wide range of commercial uses such as theaters, retail stores, and large box retail stores as proposed in the Pavilion project. The surrounding uses such as retail along Mission Avenue, the Oceanside Municipal Airport, and industrial uses to the west are compatible with the proposed shopping center. The center would be buffered from residential uses to the north and east by the San Luis Rey River and 200-foot wildlife corridor.

2. The proposed Development Plan provides superior design with increased setbacks (wildlife corridor) from residences to the east, additional landscaping – 15 percent of the site is to be landscaped and 18 percent landscaping is proposed, an enhanced bus stop area, diverse building design, and a centralized "main street" area with enhanced landscaping and pedestrian amenities as part of the lifestyle component of the shopping center..

3. The Development Plan has been created to include permitted uses, setbacks, building height, lot coverage and parking requirements that meet or exceed the base district regulations. As an example 4,444 parking spaces are required and 4,489 are being

provided on-site in addition to 232 bicycle parking spaces. As stated above, the landscaping area exceeds the requirements of the zone as well.

4. The project site can be adequately served by existing public facilities, services and utilities. All water and sewer improvements are in surrounding streets, and adequate drainage facilities will be constructed as part of the proposed project.

For the Conditional Use Permits for the Drive-thru uses, Health Club, and Movie Theaters:

1. The three drive-through uses, health club, and movie theater will be located on a commercially designated and zoned property which provides for a variety of commercial uses, including those proposed. The site is regionally oriented, located just north of, and visible from, Highway 76, with access via the Circulation Element roadways of Mission Avenue and Foussat Road/Pala Extension. The individual sites for these uses include ample, centrally located parking to meet the needs of the customers while not impacting other uses. The proposed uses are therefore in compliance with the Zoning Ordinance and appropriate for a site of this nature.

2. The five (5) conditional use permits are consistent with the General Plan in that they contribute to the ability of the project to provide a variety of retail and commercial services in an efficient manner at a major intersection. These uses will not be detrimental to the public health, safety or welfare of neighbors nor will they be detrimental to improvements in the vicinity. They will comply with all codes and regulations that apply to their use.

3. The proposed conditional uses will comply with appropriate City Ordinances and conditions as approved by the Planning Commission and/or City Council.

For the Waiver for the Requirement to Underground Facilities:

1. The existing overhead electrical lines across the site are in excess of 34.5 KV and it would be prohibitive in terms of cost and practicality to underground them and is allowed under the City's Subdivision Ordinance.

NOW, THEREFORE, BE IT RESOLVED that the Planning Commission does hereby approve the Tentative Parcel Map (P-7-06), Development Plan (D-6-06), Conditional Use Permits (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) and a Waiver to the Undergrounding of Overhead Utilities subject to the following conditions:

Building:

1. Applicable Building Codes and Ordinances shall be based on the date of submittal for Building Division plan check.
2. The granting of approval under this action shall in no way relieve the applicant/project from compliance with all State and local building codes.
3. Site development, parking, access into buildings and building interiors shall comply with the State's Disabled Accessibility Regulations (2007 California Building Code (CBC), Chapter 11B).
4. All electrical, communication, CATV, etc. service lines, within the exterior lines of the property shall be underground (City Code Sec. 6.30).
5. The building plans for this project are required by State law to be prepared by a licensed architect or engineer and must be in compliance with this requirement prior to submittal for building plan review.
6. All outdoor lighting shall meet Chapter 39 of the City Code (Light Pollution Ordinance) and shall be shielded appropriately. Where color rendition is important high-pressure sodium, metal halide or other such lights may be utilized and shall be shown on final building and electrical plans.
7. Compliance with the Federal Clean Water Act (BMPs) must be demonstrated on the plans.
8. The developer shall monitor, supervise and control all building construction and supportive activities so as to prevent these activities from causing a public nuisance, including, but not limited to, strict adherence to the following:
   a) Building construction work hours shall be limited to between 7:00 a.m. and 6:00 p.m. Monday through Friday, and on Saturday from 7:00 a.m. to 6:00 p.m. for work that is not inherently noise-producing. Examples of work not permitted on Saturday are concrete and grout pours, roof nailing and activities of similar noise-producing nature. No work shall be permitted on Sundays and Federal Holidays (New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day) except as allowed for emergency work under the provisions of the Oceanside City Code Chapter 38 (Noise Ordinance).

b) The construction site shall be kept reasonably free of construction debris as specified in Section 13.17 of the Oceanside City Code. Storage of debris in approved solid waste containers shall be considered compliance with this requirement. Small amounts of construction debris may be stored on-site in a neat, safe manner for short periods of time pending disposal.

9. Separate/unique addresses will/may be required to facilitate utility releases. Verification that the addresses have been properly assigned by the City's Planning Division must accompany the Building Permit application.

10. A complete Soils Report, Structural Calculations, & Energy Calculations/documentation will be required at time of plans submittal to the Building Department for plan check.

11. In addition to the required Soils Report, submit a "Benzene Vapor Risk Assessment" Report for this property.

12. A Building (Demo) Permit will be required for the demolition of any existing structures. Plans for the Demolition Permit must clearly show that all utilities (electric, gas, water, & sewer) are properly terminated/capped in accordance with the requirements of the utility service provider. All/any underground septic or water storage tanks must be removed or filled in accordance with the Uniform Plumbing Code and/or the City's Grading Ordinance.

13. Setbacks, Type of Construction, and allowable area, must comply with CBC Table 602 and Table704.8 of the 2007 CBC.

14. Tenant Improvements or other construction to the existing building requires permits (including all required Inspections and approvals, and Issuance of Certificate of Occupancy) from the Building Division.

Engineering (With Pala Road):

15. For the demolition of any existing structures or surface improvements, grading plans shall be submitted and erosion control plans be approved by the City Engineer prior to the issuance of a demolition permit. No demolition shall be permitted without an approved erosion control plan.

16. With the exception of approved access points, vehicular access rights to public roads shall be relinquished by the property owner to the City from all abutting lots.

17. All required right-of-way alignments, street dedications, exact geometrics and widths shall be dedicated and improved as required by the City Engineer.

18. Design and construction of all improvements shall be in accordance with standard plans, specifications of the City of Oceanside and subject to approval by the City Engineer.

19. Prior to issuance of a building permit, unless already fully covered by an appropriately binding subdivision agreement, all improvement requirements shall be covered by a development agreement and secured with sufficient improvement securities or bonds guaranteeing performance and payment for labor and materials, setting of monuments, and warranty against defective materials and workmanship.

20. Legal access shall be provided to public roads from the subdivision and all affected properties prior to the filing of the final map.

21. The developer shall provide public street dedication as required to serve the property.

22. Prior to approval of the parcel map or any increment, all improvement requirements, within such increment or outside of it if required by the City Engineer, shall be covered by a subdivision agreement and secured with sufficient improvement securities or bonds guaranteeing performance and payment for labor and materials, setting of monuments, and warranty against defective materials and workmanship.

23. Prior to approval of parcell map or issuance of building permit, a phasing plan for the construction of public and private improvements including landscaping and streets shall be approved by the City Engineer. All improvements shall be under construction to the satisfaction of the City Engineer prior to the issuance of any building permits. All improvements shall be completed prior to issuance of any certificates of occupancy.

24. The tract shall be recorded as one. The tract may be developed in phases. A construction-phasing plan for the construction of on-site public and private improvements shall be reviewed and approved by the City Engineer prior to the approval of the parcel map. Prior to the issuance of any building permits all off-site improvements including landscaping, landscaped medians, frontage improvements shall be under construction to the satisfaction of the City Engineer. Prior to issuance of any certificates of occupancy the City Engineer shall require the dedication and construction of necessary utilities, arterials and streets and other improvements outside the area of any particular parcel map, if such is needed for

circulation, parking, access or for the welfare or safety of future occupants of the development. The boundaries of any multiple parcel map increment shall be subject to the approval of the City Engineer.

25. The subdivider/developer shall provide the City of Oceanside with a certification from each public utility and each public entity owning easements within the proposed project stating that: (a) they have received from the subdivider/developer a copy of the proposed map; (b) they object or do not object to the filing of the map without their signature; (c) in case of a street dedication affected by their existing easement, they will sign a "subordination certificate" or "joint-use certificate" on the map when required by the governing body. In addition, the subdivider/developer shall furnish proof to the satisfaction of the City Engineer that no new encumbrances have been created that would subordinate the City's interest over areas to be dedicated for public road purposes since submittal of the project.

26. Where off-site improvements, including but not limited to public utility facilities, slopes, retaining walls, drainage facilities, street improvements, intersections, and transitions are to be constructed, the applicant shall, at his own expense, obtain all necessary easements, rights-of-way, or other interests in real property and shall dedicate the same to the City of Oceanside or appropriate legal entity as required. The subdivider/developer shall provide documentary proof satisfactory to the City of Oceanside that such easements or other interest in real property have been obtained prior to the approval of the parcel map or issuance of any grading, building or improvement permit for the development that first relies on such easements or interest in real property. Additionally, the City of Oceanside, may at its sole discretion, require that the subdivider/developer obtain at his sole expense a title policy insuring the necessary title for the easement or other interest in real property to have vested with the City of Oceanside or appropriate legal entity, as applicable.

27. Pursuant to the State Map Act, improvements shall be required at the time of development. A covenant, reviewed and approved by the City Attorney, shall be recorded attesting to these improvement conditions and a certificate setting forth the recordation shall be placed on the parcel map.

28. Prior to the issuance of a grading permit, the developer shall notify and host a neighborhood meeting with all of the area residents located within 300 feet of the project site, and residents of property along any residential streets to be used as a "haul route", to inform them of the grading and construction schedule, haul routes, and to answer questions.

29. The developer shall monitor, supervise and control all construction and construction-supportive activities, so as to prevent these activities from causing a public nuisance, including but not limited to, insuring strict adherence to the following:

30. Dirt, debris and other construction material shall not be deposited on any public street or within the City's stormwater conveyance system.

31. All grading and related site preparation and construction activities shall be limited to the hours of 7:00 a.m.to 6:00 p.m, Monday through Friday. No engineering related construction activities shall be conducted on Saturdays, Sundays or legal holidays unless written permission is granted by the City Engineer with specific limitations to the working hours and types of permitted operations. All on-site construction staging areas shall be as far as possible (minimum 100 feet) from any existing residential development. Because construction noise may still be intrusive in the evening or on holidays, the City of Oceanside Noise Ordinance also prohibits "any disturbing excessive or offensive noise which causes discomfort or annoyance to reasonable persons of normal sensitivity."

32. The construction site shall accommodate the parking of all motor vehicles used by persons working at or providing deliveries to the site.

33. A haul route shall be obtained at least 7 days prior the start of hauling operations and must be approved by the City Engineer. Hauling operations shall be 8:00 a.m. to 3:30 p.m. unless approved otherwise.

34. A traffic control plan shall be prepared according to the City traffic control guidelines and be submitted to and approved by the City Engineer prior to the start of work within open City rights-of-way. Traffic control during construction of streets that have been opened to public traffic shall be in accordance with construction signing, marking and other protection as required by the Caltrans Traffic Manual and City Traffic Control

Guidelines. Traffic control plans shall be in effect from 8:00 a.m. to 3:30 p.m. unless approved otherwise.

35. Approval of this development project is conditioned upon payment of all applicable impact fees and connection fees in the manner provided in chapter 32B of the Oceanside City Code. All drainage fees, traffic signal fees and contributions, highway thoroughfare fees, park fees, reimbursements, and other applicable charges, fees and deposits shall be paid prior to recordation of the map or the issuance of any building permits, in accordance with City Ordinances and policies. The subdivider/developer shall also be required to join into, contribute, or participate in any improvement, lighting, or other special district affecting or affected by this project. Approval of the tentative map and development plan shall constitute the developer's approval of such payments, and his agreement to pay for any other similar assessments or charges in effect when any increment is submitted for final map or building permit approval, and to join, contribute, and/or participate in such districts.

36. Public streets within and along the frontage of the development shall be improved with portland cement concrete curbs, gutters, and sidewalks, unless such improvement is specifically exempted by current General Plan, City code, or ordinance.

37. A minimum of 10 feet parkway shall be provided by the developer/subdivider between the face of curb and the right-of-way line along the development's frontage and along the frontages of any interior public streets. Required sidewalk improvements shall comply with ADA requirements. A minimum four feet wide continuous strip of the parkway shall be landscaped and maintained by the owner of the subject property in perpetuity to the satisfaction of the City Engineer.

38. The subdivider/developer shall provide pedestrian crossings at all public street intersections with appropriate ramps and permanent traffic control to the satisfaction of the City Engineer.

39. Sight distance and clear space easement requirements at the intersections and affected by the development shall conform to the corner sight distance criteria as provided by San Diego County Design Standards DS-20A and or DS-20B. Intersectional sight distance shall be required for each direction of traffic. The project's civil engineer shall submit an

appropriate "Sight Distance Letter" with the first submittal of the improvement plans to the City Engineer certifying compliance with these requirements.

40. Streetlights shall be maintained and installed on all public streets within the project and along the project's frontage per City Standards. The system shall provide uniform lighting, and be secured prior to occupancy. The developer shall pay all applicable fees, energy charges, and/or assessments associated with City-owned (LS-2 rate schedule) streetlights and shall also agree to the formulation of, or the annexation to, any appropriate street lighting district.

41. Unless required for circulation as public street(s), this project's interior streets shall remain private and shall be maintained by an association. The pavement sections and driveways, traffic indices, alignments, and all geometrics shall meet City standards to the satisfaction of the City Engineer.

42. Pavement sections for all streets, driveways and parking areas within the project and along the project's frontage shall be based upon approved soil tests and traffic indices. The pavement design is to be prepared by the developer/subdivider's soil engineer and must be approved by the City Engineer prior to paving.

43. Prior to approval of the grading plans, the developer shall contract with a geotechnical engineering firm to perform a field investigation of the existing pavement on all streets adjacent to the project boundary. The limits of the study shall be half-street plus 12 feet along the project's frontage. The field investigation shall be performed according to a specific boring plan prepared by a licensed Geotechnical Engineer and approved by the City Engineer. In the absence of such approved boring plan, the field investigation shall include a minimum of one pavement boring per every 100 linear feet of street frontage. Should the existing AC thickness be determined to be less than the current minimum standard for AC and Class II Base as set forth in the table for City of Oceanside Pavement Design Guidelines in the City's Engineers Manual, the developer shall remove and reconstruct the pavement section as determined by the pavement analysis submittal process detailed below.

44. Upon review of the pavement investigation, the City Engineer shall determine whether the developer shall: 1) Repair all failed pavement sections, header cut and grind per the

direction of the City Engineer, and construct a two-inch thick rubberized AC overlay; or 2) Perform R-value testing and submit a study that determines if the existing pavement meets current City standards/traffic indices. Should the study conclude that the pavement does not meet current requirements, rehabilitation/mitigation recommendations shall be provided in a pavement analysis report, and the developer shall reconstruct the pavement per these recommendations, subject to approval by the City Engineer.

45. All street improvements required for the project shall be completed per City standards to the satisfaction of the City Engineer.

46. Any existing broken pavement or any damaged during construction of the project shall be repaired or replaced as directed by the City Engineer.

47. All existing overhead utility lines within the subdivision/development and all new extension services for the development of the project, including but not limited to, electrical, cable and telephone, shall be placed underground per Section 901.G. of the Subdivision Ordinance (R91-166) and as required by the City Engineer and current City policy. High voltage transmission lines are excluded from this condition per Section 901.G.3.a.

48. The developer shall comply with all the provisions of the City's cable television ordinances including those relating to notification as required by the City Engineer.

49. Grading and drainage facilities shall be designed and installed to adequately accommodate the local stormwater runoff and shall be in accordance with the City's Engineers Manual and as directed by the City Engineer.

50. The developer/subdivider shall obtain any necessary permits and clearances from all public agencies having jurisdiction over the project due to its type, size, or location, including but not limited to the U. S. Army Corps of Engineers, California Department of Fish & Game, U. S. Fish and Wildlife Service and/or San Diego Regional Water Quality Control Board (including NPDES), San Diego County Health Department, prior to the issuance of grading permits.

51. The approval of the tentative parcel map/development shall not mean that proposed grading or improvements on adjacent properties (including any City properties/right-of-way or easements) is granted or guaranteed to the subdivider/developer. The

subdivider/developer is responsible for obtaining permission to grade or to construct on adjacent properties. Should such permission be denied, the resulting changes to the Tentative Map/Development Plan shall be subject to a Substantial Conformity review. Changes not meeting substantial conformity requirements shall be submitted for appropriate public hearing action.

52. Prior to any grading of any part of the subdivision/development, a comprehensive soils and geologic investigation shall be conducted of the soils, slopes, and formations in the project. All necessary measures shall be taken and implemented to assure slope stability, erosion control, and soil integrity. No grading shall occur until a detailed grading plan, to be prepared in accordance with the Grading Ordinance and Zoning Ordinance, is approved by the City Engineer.

53. The extent and location of the proposed grading including "overexcavation", if any, should be clearly depicted on a grading plan. The consultant shall provide recommendations and the means for temporary excavations for removals during construction and the sequence of construction. Appropriate cross sections depicting the location of adjacent structures and public ways where the excavations would remove the lateral support shall be part of the excavation plans.

54. It is the responsibility of the owner/developer to evaluate and determine that all soil imported as part of this development is free of hazardous and/or contaminated material as defined by the City and the County of San Diego Department of Environmental Health. Exported or imported soils shall be properly screened, tested, and documented regarding hazardous contamination.

55. This project shall provide year-round erosion control including measures for the site required for the phasing of grading. Prior to the issuance of grading permit, an erosion control plan, designed for all proposed stages of construction, shall be reviewed, secured by the applicant with cash securities and approved by the City Engineer.

56. Precise grading and private improvement plans shall be prepared, reviewed, secured and approved prior to the issuance of any building permits. The plans shall reflect all pavement, flatwork, landscaped areas, special surfaces, curbs, gutters, any medians, striping, and signage, footprints of all structures, walls, drainage devices and utility

services. Parking lot striping and any on-site traffic calming devices shall be shown on all Precise Grading and Private Improvement Plans.

57. Landscape and irrigation plans for disturbed areas must be submitted to the City Engineer for review and approval.

58. Landscaping plans, including plans for the construction of walls, fences or other structures at or near intersections or project entrances, must conform to intersection sight distance requirements.

59. Landscape and irrigation plans must be submitted to the City Engineer prior to the issuance of a preliminary/rough grading permit and approved by the City Engineer prior to the issuance of occupancy permits. Frontage landscaping shall be installed prior to the issuance of any certificates of occupancy. Any project fences, sound or privacy walls and monument entry walls/signs shall be shown on, bonded for and built from the landscape plans. These features shall also be shown on the precise grading plans for purposes of location only. Plantable, segmental walls shall be designed, reviewed and constructed by the grading plans and landscaped/irrigated through project landscape plans. All plans must be approved by the City Engineer and a pre-construction meeting held, prior to the start of any improvements.

60. Open space areas and down-sloped areas visible from a collector-level or above roadway shall be maintained by a management entity or an association that will insure installation and maintenance of landscaping in perpetuity. These areas shall be indicated on the parcel map and disclosed in the CC&R's which shall be submitted to the City Engineer prior to recordation of the parcel map. Future tenants or buyers shall be made aware of any estimated monthly costs.

61. The drainage design on the tentative parcel map/development plan is conceptual only. The final design shall be based upon a hydrologic/hydraulic study to be approved by the City Engineer during final engineering. All drainage picked up in an underground system shall remain underground until it is discharged into an approved channel, or as otherwise approved by the City Engineer. All public storm drains shall be shown on City standard plan and profile sheets. All storm drain easements shall be dedicated where required. The

applicant shall be responsible for obtaining any off-site easements for storm drainage facilities.

62. Storm drain facilities shall be designed and located such that the inside travel lanes on streets with Collector or above design criteria shall be safely passable during conditions of a 100-year frequency storm.

63. All storm drains shall be designed and constructed per current editions of the City's Engineers Design and Processing Manual, the San Diego County Hydrology and Drainage Design Manuals, and San Diego Area Regional Standard Drawings.

64. For any increase of storm water flows from the development site to other properties, the developer shall secure appropriate easement(s) from and maintenance agreement(s) with the owner(s) of the impacted properties to the satisfaction of the City Engineer. Upon approval by City Engineer and the City Attorney, the appropriate documents shall be recorded prior to issuance of any permits for the development. Should the developer be unable to secure such easement(s) or agreement(s), the resulting changes to the Development Plan shall be subject to a Substantial Conformity review. Changes not meeting substantial conformity.

65. Sediment, silt, grease, trash, debris, and/or pollutants shall be collected on-site and disposed of in accordance with all state and federal requirements, prior to stormwater discharge either off-site or into the City drainage system.

66. Unless an appropriate barrier is approved on a landscape plan, a minimum 42-inch high barrier, approved by the City Engineer, shall be provided at the top of all slopes whose height exceeds 20 feet or where the slope exceeds four feet and is adjacent to an arterial street or state highway.

67. The development shall comply with all applicable regulations established by the United States Environmental Protection Agency (USEPA) as set forth in the National Pollutant Discharge Elimination System (NPDES) permit requirements for urban runoff and stormwater discharge and any regulations adopted by the City pursuant to the NPDES. regulations or requirements. Further, the applicant may be required to file a Notice of Intent with the State Water Resources Control Board to obtain coverage under the NPDES. General Permit for Storm Water Discharges Associated with Construction

Activity and may be required to implement a Storm Water Pollution Prevention Plan (SWPPP) concurrent with the commencement of grading activities. SWPPPs include both construction and post construction pollution prevention and pollution control measures and identify funding mechanisms for post construction control measures. The developer shall comply with all the provisions of the Clean Water Program during and after all phases of the development process, including but not limited to: mass grading, rough grading, construction of street and landscaping improvements, and construction of dwelling units. The applicant shall design the Project's storm drains and other drainage facilities to include Best Management Practices to minimize non-point source pollution, satisfactory to the City Engineer.

68. Upon acceptance of any fee waiver or reduction by the developer/subdivider, the entire project will be subject to prevailing wage requirements as specified by Labor Code section 1720(b)(4). The developer/subdivider shall agree to execute a form acknowledging the prevailing wage requirements prior to the granting of any fee reductions or waivers.

69. The developer/subdivider shall prepare and submit an Operations & Maintenance (O&M) Plan to the City Engineer with the first submittal of engineering plans. The O&M Plan shall be prepared by the applicant's Civil Engineer. It shall be directly based on the project's SWMP previously approved by the project's approving authority (Planning Commission/City Council). At a minimum the O&M Plan shall include the designated responsible parties to manage the stormwater BMP(s), employee's training program and duties, operating schedule, maintenance frequency, routine service schedule, specific maintenance activities, copies of resource agency permits, cost estimate for implementation of the O&M Plan and any other necessary elements.

70. The developer/subdivider shall enter into a City-Standard Stormwater Facilities Maintenance Agreement with the City obliging the project proponent to maintain, repair and replace the Storm Water Best Management Practices (BMPs) identified in the project's approved SWMP, as detailed in the O&M Plan into perpetuity. The Agreement shall be approved by the City Attorney prior to issuance of any precise grading permit and shall be recorded at the County Recorder's Office prior to issuance of any building

permit. Security in the form of cash (or certificate of deposit payable to the City) or an irrevocable, City-Standard Letter of Credit shall be required prior to issuance of a precise grading permit. The amount of the security shall be equal to 10 years of maintenance costs, as identified by the O&M Plan, but not to exceed a total of $25,000. The applicant's Civil Engineer shall prepare the O&M cost estimate.

71. At a minimum, maintenance agreements shall require the staff training, inspection and maintenance of all BMPs on an annual basis. The project proponent shall complete and maintain O&M forms to document all maintenance activities. Parties responsible for the O&M plan shall retain records at the subject property for at least five years. These documents shall be made available to the City for inspection upon request at any time.

72. The Agreement shall include a copy of executed on-site and off-site access easements necessary for the operation and maintenance of BMPs that shall be binding on the land throughout the life of the project to the benefit of the party responsible for the O&M of BMPs, satisfactory to the City Engineer. The agreement shall also include a copy of the O&M Plan approved by the City Engineer.

73. The BMPs described in the project's approved Storm Water Mitigation Plan (SWMP) shall not be altered in any way, shape or form without formal approval by the City Engineer.

74. The developer/subdivider shall provide a copy of the title/cover page of the approved SWMP with the first engineering submittal package. All Stormwater documents shall be in compliance with the latest edition of submission requirements.

75. The approval of the Tentative Parcel Map and Development shall not mean that closure, vacation, or abandonment of any public street, right-of-way, easement, or facility is granted or guaranteed to the subdivider/developer. The subdivider/developer is responsible for applying for all closures, vacations, and abandonments as necessary. The application(s) shall be reviewed and approved or rejected by the City of Oceanside under separate process(es) per codes, ordinances, and policies in effect at the time of the application. The City of Oceanside retains its full legislative discretion to consider any application to vacate any public street, right-of-way, or easement.

76. In the event that conceptual plan of the tentative map/development plan does not match the conditions of approval, the resolution of approval shall govern.

77. Prior issuance of any grading permit or approval of any plans the following conditions shall be met:

a) The developer shall acquire appropriate rights to use APN 160-270-77 which is currently off-site, and proposed to be incorporated as parking on the southwesterly side of the project.

b) The developer shall obtain separate approvals for proposed development encroaching within the Oceanside Municipal Airport flight activity zone from FAA. Appropriate on-site buyer/lease notifications disclosures shall be provided for developed properties within the airport influence area.

c) The developer shall identify source(s), haul route(s) and obtain appropriate permit(s) and/or clearance(s) for the currently proposed approximately 0.5 million cubic yards of import material.

d) The developer shall obtain SDG&E's approval for any proposed use (parking and other) for the transmission line areas, including use of portion of SDG&E property for temporary ponding of drainage flow.

e) The submitted conceptual project storm drain design is based on hydrologic criteria developed by the U.S. Army Corps of Engineers in the Design Memorandum for the San Luis Rey River Channel Project dated December 1983, and additional onsite proposed retention storage capacities to keep the project from flooding in a 100-year frequency event. Drivable surfaces and parking areas were not included in the proposed on-site retention storage capacities. The U.S. Army Corps of Engineers San Luis Rey River Channel Project has not been completed per the above Design Memorandum and the project is currently located in a FEMA flood hazard Zone A99 subject to flooding in a 100-year frequency event.

f) The developer shall coordinate the project with the U.S. Army Corps of Engineers' San Luis Rey River Channel project and make any required changes to the project drainage design. The developer shall also process a FEMA map revision to achieve the proposed design criteria and keep the project from flooding in a 100-

year frequency event in compliance with the City of Oceanside Floodplain Management Ordinance and current FEMA regulations. Drivable surfaces and parking areas shall not be included in the proposed onsite retention storage capacities.

78. Reduction of Park Pond storage capacity due to extension of Pala Road requires mitigation with additional storage capacity from this project to the satisfaction of the City Engineer.

79. During final engineering design the Engineer of Record shall evaluate potential impact to flood hazard areas. Prior to issuance of a grading permit, the developer/subdivider shall provide evidence to the City of Oceanside that a Conditional Letter of Map Revision (CLOMR) has been approved by the Federal Emergency Management Agency (FEMA) for the proposed revisions to the flood hazard areas. At the conclusion of the grading activities the developer/subdivider shall submit an as-built grading plan to FEMA in order to process and receive a Letter of Map Revision (LOMR). Prior to any building permits the developer/subdivider shall provide evidence of having received a Letter of Map Revision (LOMR) from FEMA.

80. Additional testing of the existing on-site soils for agricultural chemical residue will be required as part of approval for a grading permit.

81. All existing on-site water wells will be abandoned in accordance with the County of San Diego Health Department requirements.

82. Ground Modification mitigation for reduction of liquefaction potential to City of Oceanside requirements will be indicated on the grading plans.

83. All landscaping, fences, walls, etc. on the site, in medians within the public right-of-way and within any adjoining public parkways shall be permanently maintained by the owner, his assigns or any successors-in-interest in the property. The maintenance program shall include: a) normal care and irrigation of the landscaping b) repair and replacement of plant materials c) irrigation systems as necessary d) general cleanup of the landscaped and open areas e) parking lots and walkways, walls, fences, etc. Failure to maintain landscaping shall result in the City taking all appropriate enforcement actions including but not limited to citations. This maintenance program condition shall be recorded with a covenant as required by this resolution.

84. In the event that the conceptual landscape plan (CLP) does not match the conditions of approval, the resolution of approval shall govern.

85. Landscape plans, shall meet the criteria of the City of Oceanside Landscape Guidelines and Specifications for Landscape Development (latest revision), Water Conservation Ordinance No. 91-15, Engineering criteria, City code and ordinances, including the maintenance of such landscaping, shall be reviewed and approved by the City Engineer prior to the issuance of building permits. Landscaping shall not be installed until bonds have been posted, fees paid, and plans signed for final approval. The following special landscaping requirements shall be required prior to plan approval:

86. Final landscape plans shall accurately show placement of all plant material such as but not limited to trees, shrubs, and groundcovers.

87. Landscape Architect shall be aware of all utilities and lines in addition to all utility, sewers, storm drain easements and place planting locations accordingly to meet City of Oceanside requirements.

88. Proposed landscape species shall be native or naturalized to fit the site and meet climate changes indicative to their planting location. The selection of plant material shall also be based on cultural, aesthetic, and maintenance considerations. In addition proposed landscape species shall be low water users as well as meet all Fire Department requirements.

89. All planting areas shall be prepared with appropriate soil amendments, fertilizers, and appropriate supplements based upon a soils report from an agricultural suitability soil sample taken from the site.

90. Ground covers or bark mulch shall fill in between the shrubs to shield the soil from the sun, evapotransporation and run-off. All the flower and shrub beds shall be mulched to a 3" depth to help conserve water, lower the soil temperature and reduce weed growth.

91. The shrubs shall be allowed to grow in their natural forms. All landscape improvements shall follow the City of Oceanside Guidelines.

92. Root barriers shall be installed adjacent to all paving surfaces, where a paving surface is located within six feet of a trees trunk. Root barriers shall extend five feet in each direction from the centerline of the trunk, for a total distance of 10 feet. Root barriers

shall be 24 inches in depth. Installing a root barrier around the tree's root ball is unacceptable.

93. For the planting and placement of trees and their distances from hardscape and other utilities/structures the landscape plans shall follow the City of Oceanside's (current) Tree Planting Distances and Spacing Standards.

94. The Platanus species adjacent to the streets (street trees) shall be *Platanus Mexicana 'Alamo'*- California Sycamore. All other Sycamores used on the project shall be *Platanus racemosa* – Western Sycamore.

95. The *Pinus pinea* – Italian Stone Pines and *Pinus torreyana* – Torrey Pines (street trees only) along North Foussat Rd. and Pala Rd. are to be replaced with a street tree that will work in accordance with fire dept requirements including defensible space setbacks.

96. Street trees are to be thirty (30) feet O.C. minimum per the City of Oceanside Landscape Development Manual.

97. An automatic irrigation system shall be installed to provide coverage for all planting areas shown on the plan. Low precipitation equipment shall provide sufficient water for plant growth with a minimum water loss due to water run-off.

98. Irrigation systems shall use high quality, automatic control valves, controllers and other necessary irrigation equipment. All components shall be of non-corrosive material. All drip systems shall be adequately filtered and regulated per the manufacturer's recommended design parameters.

99. All irrigation improvements shall follow the City of Oceanside Guidelines and Water Conservation Ordinance.

100. The landscape plans shall be in conformance with all plans affiliated with the project.

101. Landscape plans shall comply with Biological and/or Geotechnical reports, as required, shall match the grading and improvement plans, comply with SWMP/ Best Management Practices and meet the satisfaction of the City Engineer.

102. Foussat Road shall be constructed as a five lane secondary arterial with median islands from SR 76 along the project frontage to Pala Road. Foussat Road will accommodate the necessary turn lanes for the project. Both sides of Foussat Road, along the project frontage shall be improved with curb, gutter, and sidewalk. Foussat Road shall be

constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

103. Pala Road shall be constructed as a 4-lane secondary arterial with a raised median from Foussat Road past the first driveway and a two-way-left-turn-lane from that point to the project's northern property boundary; and a 2-lane secondary arterial within 84 feet of right of way from the project's northern property boundary to the existing terminus of Pala Road at Los Arbolitos Boulevard. The project shall be required to prepare and submit related environmental documents and studies necessary to construct Pala Road prior to the issuance building permits and to the satisfaction of the City Engineer.

104. The north side of Mission Avenue along the project frontage and westerly to the fire station property shall be improved with curb, gutter and sidewalk to complete the connection with existing improvements between Foussat Road and Fireside Street. Mission Avenue shall be improved within 100 feet of right of way, with landscaped median islands prior to the issuance of building permits and to the satisfaction of the City Engineer.

105. The intersection of Mission Avenue at the project driveway shall be improved to enhance traffic progression along Mission Avenue. This improvement shall include a dedicated westbound right turn pocket on Mission Avenue at the project driveway. In addition, the project shall install dual eastbound left turn pockets on Mission Avenue at the project driveway. The project driveway shall be constructed with dual left turn lanes and a right turn lane. The existing traffic signal shall be modified to provide for these additional turn lanes. This improvement shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

106. Traffic signals on Mission Avenue between Airport Road and Douglas shall be coordinated and optimized to enhance traffic flows in the peak hours. This improvement shall be completed prior to issuance of certificate of occupancy to the satisfaction of the City Engineer.

107. Traffic signals on Foussat Road between SR 76 and Mission Avenue shall be coordinated and optimized to enhance traffic flows in the peak hours. This improvement shall be completed prior to issuance of certificate of occupancy to the satisfaction of the City Engineer.

108. The intersection of Douglas Drive at Pala Road shall be improved to include dual northbound to westbound left turn lanes to enhance traffic flow on Douglas Drive. The existing traffic signal shall be modified to provide for the new dual left turn lanes. This improvement shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

109. The project driveway located on Foussat Road approximately 400 feet north of SR 76 shall be constructed 28 feet wide with restricted access (right turns in and out only)with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

110. The project driveway located on Foussat Road at Alex Road shall be constructed 40 feet wide with an exclusive left turn lane and a shared left/ through /right lane. A new traffic signal shall be constructed at this project driveway and shall be split phased to adequately serve the project. Left turn pockets with median islands shall also be constructed on Foussat Road to provide for left turning access at the project driveway and Alex Road. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

111. The project driveway located at Foussat Road (bridge)/Pala Road shall be constructed a minimum of 50 feet wide with an exclusive left turn pocket, a shared left/through pocket, and an exclusive right turn pocket. The southbound approach at the southern bridge abutment shall be improved to provide an exclusive left turn pocket, a through pocket and a right turn pocket. The driveway shall properly align with the existing bridge. Foussat Road and Pala Road shall provide exclusive left turn pockets with median islands for left turning access at this driveway. A new traffic signal shall also be constructed and be split phased to properly serve traffic at this location. These improvements shall be completed prior to the issuance of building permits and to the satisfaction of the City Engineer.

112. The project driveway located approximately 500 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide with restricted access (right turns in and out only) with appropriate signing and striping. A median island shall be constructed on Pala Road to facilitate the restricted access at this project driveway. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

113. The project driveway located approximately 900 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

114. The project driveway located approximately 1200 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

115. The project driveway located approximately 1600 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed prior to the issuance of building permits and to the satisfaction of the City Engineer.

116. Mitigation for the incremental project impact at the intersection of Rancho Del Oro Drive at SR-76 shall require that the project dedicated a northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection with an overlapping right turn phase, as determined by the City Engineer and Caltrans. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement. In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to any occupancy within the project, the project shall provide a contribution in cash, letter of credit, or other form acceptable to the City and Caltrans. The contribution shall be a City and Caltrans determined amount which is equivalent to the cost for design and construction of the identified improvements and shall be provided

to the City prior to the first occupancy of the project. Use of these funds to complete improvements shall be at the discretion of the City of Oceanside in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at the Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.

Fire:

117. The size of fire hydrant outlets shall be 2 ½ "x 21/2"x 4".

118. All proposed and existing fire hydrants within 400 feet of the project shall be shown on the site plan.

119. The fire hydrants shall be installed and tested prior to placing any combustible materials on the job site.

120. Detailed plans of underground fire service mains shall be submitted to the Oceanside Fire Department for approval prior to installation.

121. Blue hydrant identification markers shall be placed as per Oceanside's Engineers Design and Processing Manual Standard Drawing No. M-13.

122. All weather access roads shall be installed and made serviceable prior to and maintained during time of construction. Sec. 902. Uniform Fire Code.

123. Apparatus access roads shall have a minimum unobstructed width of 28 feet. A minimum vertical clearance of 14 feet shall be provided for the apparatus access roads.

124. The Fire Department access roadway shall be provided with adequate turning radius for Fire Department apparatus. A 50-foot outside and 30-foot inside radius. U.F.C. Sec. 902.

125. Cul-de-sacs shall be shown on the site plan with a 40-foot radius minimum.

126. All streets less than 32 feet wide shall be posted "NO PARKING FIRE LANE" per City Vehicle Code Section 22500.1 and in accordance with the Fire Department Standard Guidelines for Emergency Access.

127. A "Knox" key storage box shall be provided for all new construction. For buildings, other than high-rise, a minimum of three complete sets of keys shall be provided. Keys shall be provided for all exterior entry doors, fire protection equipment control rooms,

mechanical and electrical rooms, elevator controls and equipment spaces, etc. For high-rise buildings, six complete sets are required.

128. All security gates shall have a knox-box override and as required have strobe activation capability.

129. The Fire Department connection shall not be affixed to the building. The Fire Department connection must be located at least 40 feet away form the building, within 40 feet of a fire hydrant and on the address side of the building, unless otherwise determined by the Fire Department. The hydrant shall be located on the same side of the street as the Fire Department connection.

130. In accordance with the Uniform Fire Code Sec. 901.1.4.4, approved addresses for commercial, industrial, and residential occupancies shall be placed on the structure in such a position as to be plainly visible and legible from the street or roadway fronting the property. Numbers shall contrast with their background.

131. Multi-tenant buildings require identification on the rear exit doors with individual suite numbers or letters.

132. Commercial buildings require six-inch address numbers.

133. Plans shall be submitted to the Fire Prevention Bureau for plan check review and approval prior to the issuance of building permits.

134. Buildings shall meet Oceanside Fire Department's current codes at the time of building permit application.

Planning:

135. This Tentative Parcel Map, Development Plan, and Conditional Use Permits shall expire on October 6, 2010, unless the Planning Commission grants a time extension.

136. This Tentative Parcel Map, Development Plan, and Conditional Use Permits approves a 950,000-square foot shopping center as shown on the plans and exhibits presented to the Planning Commission for review and approval. No deviation from these approved plans and exhibits shall occur without Planning Division approval. Substantial deviations shall require a revision to the Development Plan or a new Development Plan.

137. The applicant, permittee or any successor-in-interest shall defend, indemnify and hold harmless the City of Oceanside, its agents, officers or employees from any claim, action or proceeding against the City, its agents, officers, or employees to attack, set aside, void or annul an approval of the City, concerning Tentative Parcel Map P-7-06, Development Plan D-6-06, and Conditional Use Permits C-19-06, C-20-06, C-21-06, C-22-06, C-23-06. The City will promptly notify the applicant of any such claim, action or proceeding against the City and will cooperate fully in the defense. If the City fails to promptly notify the applicant of any such claim action or proceeding or fails to cooperate fully in the defense, the applicant shall not, thereafter, be responsible to defend, indemnify or hold harmless the City.

138. Project signage shall conform to the Comprehensive Sign Program (CSP) submitted to and approved by the Planning Division.

139. All mechanical rooftop and ground equipment shall be screened from public view as required by the Zoning Ordinance. The roof jacks, mechanical equipment, screen and vents shall be painted with non-reflective paint to match the roof. This information shall be shown on the building plans.

140. Trash enclosures must be provided as required by Chapter 13 of the City Code and shall also include additional space for storage and collection of recyclable materials per City standards. Recycling is required by City Ordinance. The enclosures must be built in a flat, accessible location as determined by the City Engineer. The enclosures shall meet City standards including being constructed of concrete block, reinforced with rebar and filled with cement. A concrete slab must be poured with a berm on the inside of the enclosure to prevent the bin(s) from striking the block walls. The slab must extend out of the enclosure for the bin(s) to roll out onto. Steel posts must be set in front of the enclosure with solid metal gates. All driveways and service access areas must be designed to sustain the weight of a 50,000-pound service vehicle. Trash enclosures and driveways and service access areas shall be shown on both the improvement and landscape plans submitted to the City Engineer. The specifications shall be reviewed and approved by the City Engineer. The City's waste disposal contractor is required to access private property to service the trash enclosures, a service agreement must be

signed by the property owner and shall remain in effect for the life of the project. All trash enclosures shall be designed to provide user access without the use and opening of the service doors for the bins. Trash enclosures shall have design features such as materials and trim similar to that of the rest of the project. This design shall be shown on the landscape plans and shall be approved by the City Planner.

141. A covenant or other recordable document, approved by the City Attorney, shall be prepared by the subdivider and recorded prior to the approval of the final map. The covenant shall provide that the property is subject to this resolution, and shall generally list the conditions of approval.

142. The project shall prepare a Management Plan. The Management Plan is subject to the review and approval of the City Planner and the Police Chief prior to issuance of building permit, and shall be recorded as CC&R's against the property. The Management Plan shall cover the following:

a) Security - The Management Plan, at a minimum, shall address on-site management, hours-of-operation and measures for providing appropriate security for the project site.

b) Maintenance - The Management Plan shall cover, but not be limited to, anti-graffiti and site and exterior building, landscaping, parking lots, sidewalks, walkways and overall site maintenance measures and shall ensure that a high standard of maintenance at this site exists at all times. The maintenance portion of the management plan shall include a commitment for the sweeping and cleaning of parking lots, sidewalks and other concrete surfaces at sufficient intervals to maintain a "like new" appearance. Wastewater, sediment, trash or other pollutants shall be collected on-site and properly disposed of and shall not be discharged off the property or into the City's storm drain system.

c) Any graffiti within the center shall be removed by the center management or its designated representative within 24 hours of occurrence. Any new paint used to cover graffiti shall match the existing color scheme.

143. Prior to the issuance of building permits, compliance with the applicable provisions of the City's anti-graffiti (Ordinance No. 93-19 Section 20.25 of the City Code) shall be

reviewed and approved by the Planning Division. These requirements, including the obligation to remove or cover with matching paint all graffiti within 24 hours, shall be noted on the Landscape Plan and shall be recorded in the form of a covenant affecting the subject property.

144. Prior to the transfer of ownership and/or operation of the site the owner shall provide a written copy of the applications, staff report and resolutions for the project to the new owner and or operator. This notification's provision shall run with the life of the project and shall be recorded as a covenant on the property.

145. Failure to meet any conditions of approval for this development shall constitute a violation of the Tentative Parcel Map, Development Plan, and Conditional Use Permits.

146. Unless expressly waived, all current zoning standards and City ordinances and policies in effect at the time building permits are issued are required to be met by this project. The approval of this project constitutes the applicant's agreement with all statements in the Description and Justification, Management Plan and other materials and information submitted with this application, unless specifically waived by an adopted condition of approval.

147. This Conditional Use Permits shall be called for review by the Planning Commission if complaints are filed and verified as valid by the Code Enforcement Office concerning the violation of any of the approved conditions or does not conform with the information contained in or representations made in the application, any supporting material submitted to the City or during any hearing on the application.

148. The developer's construction of all fencing and walls associated with the project shall be in conformance with the approved Development Plan. Any substantial change in any aspect of fencing or wall design from the approved Development Plan shall require a revision to the Development Plan or a new Development Plan.

149. If any aspect of the project fencing and walls is not covered by an approved Development Plan, the construction of fencing and walls shall conform to the development standards of the City Zoning Ordinance. In no case, shall the construction of fences and walls (including combinations thereof) exceed the limitations of the zoning code, unless expressly granted by a Variance or other development approval.

150. Either a management entity or an association shall be formed with Covenants, Conditions and Restrictions (C.C. & R's) that shall provide for the maintenance of all common open space, medians and commonly owned fences and walls and adjacent parkways. The maintenance shall include normal care and irrigation of landscaping, repair and replacement of plant material and irrigation systems as necessary; and general cleanup of the landscaped and open area, parking lots and walkways. The C.C. & R's shall be subject to the review and approval of the City Attorney prior to the approval of the final map. The C.C. & R's are required to be recorded prior to or concurrently with the final map. Any amendments to the C.C. & R's in which the association relinquishes responsibility for the maintenance of any common open space shall not be permitted without the specific approval of the City of Oceanside. Such a clause shall be a part of the C.C. & R's. The C.C. & R's shall also contain provisions for the following:

a) Prohibition of parking or storage of recreational vehicles, trailers or boats.

b) Maintenance of median landscaping by the association.

c) Provisions for the maintenance of all common open space and open space easements on private lots, including provisions establishing mechanisms to ensure adequate and continued monetary funding for such maintenance by the association.

d) Provisions prohibiting the association from relinquishing its obligation to maintain the common open space and open space easement areas without prior consent of the City of Oceanside.

151. Any project entrance signs shall meet the requirements of the Sign Ordinance and be approved by the City Planner.

152. Elevations, siding materials, colors, roofing materials and floor plans shall be substantially the same as those approved by the Planning Commission. These shall be shown on plans submitted to the Building Division and Planning Division.

153. The developer, the San Luis Rey Band of Mission Indians and the City of Oceanside have agreed in concept to a Memorandum of Agreement regarding the development and incorporation of a Luiseño cultural element into the Pavilion at Oceanside project. The formal approval of the Memorandum of Agreement shall be documented prior to

submittal of the landscape working drawings, and approval of the design for the cultural element by the Band shall be finalized prior to City approval of the landscape working drawings or issuance of any building permits.

154. The developer shall comply with all measures in the attached Mitigation Monitoring Checklist (Exhibit A). All mitigation measures, required monitors, and monitoring schedule milestones shall have the same status and enforceability as the conditions of approval in this resolution.

Water Utilities:

155. If any changes occur from the plans and documents submitted on September 4, 2008 to the Planning Division, then all required documentation and supplemental reports must be revised in accordance with the submitted changes.

156. The developer will be responsible for developing all water and sewer utilities necessary to develop the property. Any relocation of water and/or sewer utilities is the responsibility of the developer and shall be done by an approved licensed contractor at the developer's expense.

157. The property owner shall maintain private water and wastewater utilities located on private property.

158. Water services and sewer laterals constructed in existing right-of-way locations are to be constructed by approved and licensed contractors at developer's expense.

159. All Water and Wastewater construction shall conform to the most recent edition of the Water, Sewer, and Reclaimed Water Design and Construction Manual or as approved by the Water Utilities Director.

The following conditions shall be met prior to the approval of engineering design plans:

160. The gravity sewer main located along Mission Avenue from the project's tie-in connection point to the manhole located in the front of the Mission Avenue Lift Station shall be upgraded to a 30-inch sewer main in accordance with the City of Oceanside's Water Utilities Sewer Study Memo dated May 7, 2008. However, a revision to the Sewer Study for the The Pavilion Project may be re-submitted for review and is subject to approval from the Water Utilities Division Manager.

161. A block wall enclosure with double swing gates shall be provided around the existing air-release valves for containment during cleaning and maintenance operations. This enclosure shall provide access for required maintenance vehicles at all times.

162. A Reduced Pressure Principle Assembly must be installed within 18 inches downstream of the water meters for this site.

163. The Water Study must be prepared by the developer at the developer's expense and approved by the Water Utilities Department.

164. All public water and/or sewer facilities not located within the public right-of-way shall be provided with easements sized according to the Water, Sewer, and Reclaimed Water Design and Construction Manual. Easements shall be constructed for all weather access.

165. No trees, structures or building overhand shall be located within any water or wastewater utilitiy easement.

166. All lots with a finish pad elevation located below the elevation of the next upstream manhole cover of the public sewer shall be protected from backflow of sewage by installing and maintaining an approved type backwater valve, per the Uniform Plumbing Code (U.P.C.).

167. The developer shall construct a public reclamation water system that will serve each lot and or parcels that are located in the proposed project in accordance with the City of Oceanside Ordinance No. 91-15. The proposed reclamation water system shall be located in the public right-of-way or in a public utility easement.

168. Separate irrigation meters and approved backflow prevention device is required and shall be displayed on the plans. These meters shall be connected to the public water main and not the private on-site water system.

169. An Inspection Manhole, described by the Water, Sewer, and Reclaimed Water Design and Construction Manual, shall be installed in each building sewer lateral and the location shall be called out on the approved Improvement Plans.

170. A Grease, Oil, and Sand Interceptor, described by the 2007 California Plumbing Code Chapter 10, relating to garages, gasoline stations, wash racks or when deemed necessary shall be installed in each building sewer in an appropriate location and shall be maintained

by the property owner. The location shall be called out on the approved Improvement Plans.

171. If a restaurant or food service tenant occupies the property; a Grease, Oil, and Sand Interceptor shall be installed in each building sewer in an appropriate location and shall be maintained by the property owner. The location shall be called out on the approved Building Plans.

The following conditions of approval shall be met prior to building permit issuance:

172. Water and Wastewater Buy-in fees and the San Diego County Water Authority Fees are to be paid to the City and collected by the Water Utilities Department at the time of Building Permit issuance.

PASSED AND ADOPTED Resolution No. 2008-P63 on October 6, 2008 by the following vote, to wit:

AYES:

NAYS:

ABSENT:

ABSTAIN:

_____

Claudia Troisi, Chairperson
Oceanside Planning Commission

ATTEST:

_____

Jerry Hittleman, Secretary

I, JERRY HITTLEMAN, Secretary of the Oceanside Planning Commission, hereby certify that this is a true and correct copy of Resolution No. 2008-P63.

Dated: October 6, 2008

PAVILION AT OCEANSIDE MITIGATION MONITORING AND REPORTING PROGRAM
PALA ROAD EXTENSION ALTERNATIVE

AIR QUALITY			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. Short term impacts generated from construction activities would be reduced to levels below significance through surface wetting at least three times daily. Dust control measures such as this will be utilized to suppress dust particulates and keep them from becoming airborne.	CM	Planning Division	During construction and grading

BIOLOGICAL RESOURCES			
MITIGATIONS MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. Direct Impacts. • A monitoring biologist (approved by the City) shall: 1) attend a preconstruction meeting, 2) be present during initial clearing and grubbing of habitat, and 3) be present during project construction within 500 feet of preserve habitat to ensure compliance with all conservation measures. The monitoring biologist shall ensure that: the contractor and construction personnel are educated about the sensitivity of adjacent habitats, construction fencing is installed, seasonal restrictions on grading are followed, trash is removed from sensitive habitat areas or adjacent areas, vehicle fueling occurs outside sensitive areas, pets of project personnel are not brought to the project site, construction night lighting is minimized to avoid impacts to sensitive habitats, and violations are reported and mitigated appropriately. The biologist shall submit a letter to the City that documents compliance with mitigation measures at the conclusion of construction.	CM	Planning Division	During grading and construction
• Wetland impacts to 0.12 acre of southern willow scrub shall be mitigated at a 3:1 ratio (0.36 acre); impacts to 0.39 acre of disturbed southern willow scrub and 0.22 acre of disturbed wetland shall be mitigated at a 2:1 ratio (0.78 acre and 0.44 acres, respectively), for a combined total of 1.58 acres. Mitigation for these impacts would be accomplished off-site by a combination of wetland creation and purchase of mitigation credits from the Mission Resource Conservation District arundo (giant reed) removal program. The mitigation for jurisdictional areas will include creation of 0.28 acre (no net loss) and purchase of 0.40 acre of mitigation credits. Due to the highly	CM	Planning Division	Upon project completion

BIOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
disturbed nature of the habitats, mitigation for non-jurisdictional areas (0.62 acre) will consist of purchase of mitigation credits. The total mitigation for wetland impacts (including jurisdictional areas) would consist of creation of 0.28 acre and purchase of 1.3 acres of mitigation credits.			
• The proposed wetland mitigation plan would create 0.28 of wetland habitat with a 20-foot wide Diegan coastal sage scrub buffer totaling approximately 0.11 acre on a site located approximately 500 feet north of the project boundary and located within designated critical habitat for the least Bell=s vireo.	CM	Planning Division	Upon project completion
• Impacts to upland habitat consisting the loss of 39.8 acres of non-native grassland shall be mitigated at a 0.5:1 ratio (19.9 acres). While the Draft HCP envisions mitigation within the proposed WCPZ for the loss of habitat within the proposed WCPZ, no pre-approved mitigation areas or banks are currently available within the proposed WCPZ. The location of all off-site mitigation will require consultation with the City of Oceanside and the resource agencies.	CM	Planning Division	Upon project completion
• While the proposed plant list for the on-site 100-foot wide corridor currently consists of native species including coastal sage scrub constituents that are compatible with the City's recommended plant guidelines, the final species selection will be subject to approval by the fire marshal as part of landscape work drawings.	CM	Planning Division	Upon project completion

BIOLOGICAL RESOURCES CONTINUED			
• The conservation easement over the onsite 100-foot corridor will be provided for review and approval by the Wildlife Agencies as a condition of project approval.	CM	Planning Division	Prior to project grading
• The extension of Pala Road will contribute greater impacts to wetlands, as well as to ACOE and CDFG jurisdictional waters. To mitigate for these additional impacts, the project would be required to provide an estimated minimum 13 acres of wetland mitigation. Based on agency input, the mitigation requirement could increase. No suitable location for such mitigation has been identified at this time.	CM	Planning Division	Upon project completion
• The loss of critical habitat for least Bell's vireo and the Southwestern willow flycatcher incurred by the development of the Pala Road extension would be significant. The southern portion of the roadway alignment would also traverse Restoration Priority Area 3. The Draft HCP assumes that an area consisting of up to approximately 11 acres could be restored either as coastal sage scrub or wetland habitat, although it does not assume that all of this area could be restored. Thus, under this alternative, impacts to biological resources could remain significant and potentially unmitigable.	CM	Planning Division	Upon project completion

BIOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Indirect impacts. To avoid potential indirect impacts to sensitive species occupying the off-site habitat along the San Luis Rey River, the following measures shall be implemented:			
$ Invasive Species: Landscaping within the development area shall avoid the use of invasive non-native plants, detailed in Table 5-5 of the draft HCP and/or the California Invasive Plant Inventory.	CM	Planning Division	Upon project completion
$ Seasonal Restrictions on Grading. No grading, grubbing, or clearing shall be allowed during the breeding season for least Bell=s vireo (March 15-September 15) or raptors (January 31-July 31) unless preconstruction surveys are conducted to determine if these species occur within areas that would be impacted by noise levels greater than 60 dB L_{eq}. If these species are nesting within this area at the time, these construction activities shall either (1) be postponed until all nesting/breeding behavior has ceased, or (2) a temporary noise barrier or berm is constructed at the edge of the development footprint to ensure that noise levels are reduced to below 60 dB L_{eq}.	CM	Planning Division	During grading and construction

BIOLOGICAL RESOURCES CONTINUED			
To ensure compliance with the Migratory Bird Treaty Act, clearing of any native vegetation shall be done outside the breeding season of most avian species (February 15-July 31), unless pre-construction surveys are conducted to determine that no nesting birds are present immediately to clearing nor are in areas which could be impacted by noise.	CM	Planning Division	During grading and construction
Temporary noise barriers or similar mitigation may allow grading for the extension during breeding season to lessen impacts to the federal- and state-listed Endangered least Bell's vireo. The location and height of such barriers has not been studied.	CM	Planning Division	During grading and construction
$ Construction limits: To ensure that construction activity remains within the defined limits of work, all construction and staging areas shall be fenced with orange construction fencing and silt fencing or fiber rolls. Delineated areas shall be regularly inspected by the project biologist per the construction monitoring schedule.	CM	Planning Division	During grading and construction
$ Lighting: Lighting within the project area adjacent to the San Luis Rey River shall be selectively placed, directed away from the river, and of the lowest illumination possible for human safety.	CM	Planning Division	Prior to project grading

BIOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation Implementation and Monitoring. Proof of purchase of mitigation credits or other mitigation methods such as preservation/ conservation for the loss of on-site upland habitats shall be required prior to issuance of the project=s grading permit. Mitigation for the loss of jurisdictional waters would be conditions of the permits issued by the ACOE and CDFG. The applicant will submit the required jurisdictional delineation to the Corps as part of Clean Water Act permitting. Said permits will be obtained prior to grading in these areas. The proposed wetland mitigation plan (Appendix C) includes a 5-year monitoring program that includes regular monitoring visits, an annual report on the success of the restoration effort and the need for any remedial actions, and a final report at the end of the 5-year program.	CM CM CM	Planning Division Planning Division Planning Division	Upon project completion During grading and construction Upon project completion

CULTURAL AND PALEONTOLOGICAL RESOURCES			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Cultural Resources. An archaeological monitoring program would be implemented to ensure that development of the Pavilion as well as the extension of Pala Road would have no significant impacts to cultural resources within the project area. The program would consist of the following:			
$ The development of a pre-excavation agreement between the applicant and the appropriate Luiseño tribe(s) or other Native Americans as determined by the City.	CM	Planning Division	Prior to project grading
$ The presence of a qualified archaeologist and invitation to a Native American monitor at the pre-construction meeting.	CM	Planning Division	Prior to project grading
$ A Native American monitor to be invited and an archaeological monitor will be on-site during initial grading, trenching, or other ground-disturbing activities of existing soils. Monitoring will not be required during the subsequent soil import and grading operations as it will not disturb native soils.	CM	Planning Division	During grading and construction
$ The analysis of any cultural material found.	CM	Planning Division	During grading and construction
$ The preparation of a report detailing the methods and results of the monitoring program.	CM	Planning Division	During and/or following grading and construction
$ The curation or repatriation of the cultural material collected.	CM	Planning Division	During and/or following grading and construction
Implementation of this monitoring program would ensure that project development would have no significant impacts to cultural resources within the project area.			

CULTURAL AND PALEONTOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Paleontological Resources. The following measures are required to offset potential impacts to paleontological resources:			
$ Prior to issuance of grading permits, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. (A qualified paleontologist is defined as an individual with an M.S. or Ph.D. in paleontology or geology who is familiar with paleontological procedures and techniques.) The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.	CM	Planning Division	Prior to project grading
$ A paleontological monitor shall be onsite during grading operations to evaluate the presence of fossils within previously undisturbed sediments of the Santiago Formation to inspect cuts for contained fossils. (A paleontological monitor is defined as an individual who has experience in the collection and salvage of fossil materials.) The paleontological monitor shall work under the direction of a qualified paleontologist.	CM	Planning Division	During grading and construction
$ When fossils are discovered, the paleontologist (or paleontological monitor) shall recover them. In most cases, this fossil salvage can be completed in a short period of time. Some fossil specimens (such as a complete whale skeleton) may require an extended salvage time. In these instances, the paleontologist (or paleontological monitor) shall be allowed to temporarily direct, divert, or halt grading. To allow recovery of small fossil remains such as isolated mammal teeth, it may be necessary in certain instances to set up a screen-washing operation on the site.	CM	Planning Division	During grading and construction

CULTURAL AND PALEONTOLOGICAL RESOURCES CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
$ Prepared fossils along with copies of all pertinent field notes, photos, and maps shall be deposited (with the applicant=s permission) in a scientific institution with paleontological collection such as the San Diego Natural History Museum. A final summary report shall be completed and distributed to the City and other interested agencies which outlines the results of the mitigation program. This report shall include discussions of the methods used, stratigraphy exposed, fossils collected, and significance of recovered fossils.	CM	Planning Division	During and/or following grading and construction
Mitigation Implementation and Monitoring. Prior to issuance of the project=s grading permit, the applicant shall confirm to the City of Oceanside that a qualified paleontologist has been retained to carry out the mitigation program. The paleontologist shall attend pre-grade meetings to consult with grading and excavation contractors.	CM	Planning Division	Prior to project grading

GEOLOGY/SOILS			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. To mitigate the potentially significant impacts associated with ground settlement, the following mitigation measures shall be implemented:			
$ Loose surficial soil in the upper 1 to 2 feet would be over-excavated prior to placement of fill or in building pad locations. The upper 5 to 10 feet of soil, which is loose to medium dense, would be over-excavated in deep fill areas, and compacted as engineered fill.	CM	Engineering Division	During grading and construction
$ To mitigate potential differential settlement of structures, two options may be used. One is to perform conventional grading with reduced foundation bearing capacities, and the other would be to improve the subsurface with deep dynamic compaction with higher bearing capacities for foundations.	CM	Engineering Division	During grading and construction
$ Removal and replacement of loose fill soils with properly compacted fill would mitigate potential settlement of soils within the Pala Road alignment.	CM	Engineering Division	During grading and construction
On-site soil generated from cut areas following clearing and grubbing that is free of excess organic material (3% or less by weight) or debris may be suitable for use as structural fill. Imported Select Fill should be non-expansive, having a Plasticity Index of 12 or less, an R-Value greater than 40, and enough fines so the soil can bind together. Imported soil should be free of organic materials and debris, and not contain rocks or lumps greater than 3 inches in maximum size. Imported Select Fill shall be approved by the geotechnical engineer prior to delivery on-site.			

GEOLOGY/SOILS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Compaction requirements shall be consistent with those specified in the geotechnical report (90-95% relative compaction with 1 to 2% above optimum moisture content), and site grading shall be performed in accordance with these recommendations and the Grading and Earthwork Specifications.	CM	Engineering Division	During grading and construction
Other measures would be implemented to avoid geotechnical impacts:			
Seismic considerations. Building design would be considered in accordance with the latest edition of the Uniform Building Code (UBC), California Building Code (CBC), or International Building Code (IBC).			
$ Pavement recycling. The existing pavement at the drive-in theater would be recycled and used on-site; it would be ground to minus 1-inch and mixed with underlying base rock. This material could be utilized as sub-base material in paved areas or Aselect fill.@	CM	Engineering Division	During grading and construction
$ Buried structures. Buried structures/foundations from previous land uses encountered during construction would be removed and replaced with compacted, engineered fill. The upper 7 feet or at least 3 feet below the lowest utility in the area for the movie theater screen foundations would need to be removed.	CM	Engineering Division	During grading and construction

GEOLOGY/SOILS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
$ Rainy season grading. If grading is to be undertaken during the rainy season, potential unstable subgrade conditions could be encountered. As appropriate, remedial measures such as removal and replacement, use of a geogrid, or soil treatment would be implemented subject to approval by the City Engineer. With such remedial measures, rainy season grading is allowable, although the geotechnical report recommends that avoiding construction during the rainy season would also avoid impacts with seasonal groundwater fluctuations.	CM	Engineering Division	During grading and construction
Mitigation Implementation and Monitoring. The geotechnical consultant shall review the final project plans prior to construction, to ensure that the plans are in compliance with the recommendations and requirements set forth in the geotechnical studies. A pre-construction conference shall be held with the applicant=s representative(s), general contractor, grading contractor, and project geologist prior to clearing and demolition operations. Adequacy of clearing operations shall be verified by the geotechnical engineer=s representative during construction, prior to placement of engineered fill.	CM	Engineering Division	Prior to project grading

HAZARDS AND HAZARDOUS MATERIALS			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. To avoid significant impacts associated with potential hazardous materials, the following measures shall be implemented for the Pavilion at Oceanside.			
$ Due to the occurrence of pesticides detected onsite, a Report of Waste Discharge (RWD) must be submitted to the Regional Water Quality Control Board (RWQCB), where the owner/discharger must then acquire waste discharge requirements (WDRs).	OM	Engineering Division	Prior to project grading
$ An environmental geologist shall be onsite during grading for observation during soil removal in the area onsite adjacent to the former Mission Auto and Self Storage Center, at the site=s southeastern boundary. If petroleum affected soils are encountered, grading will be halted until the soil has been tested and properly removed.	OM	Engineering Division	During grading
$ All trash, debris, and waste materials will be disposed of offsite, in accordance with current local, state, and federal disposal regulations and procedures.	OM	Engineering Division	During grading and construction
$ To mitigate for the presence of restricted agricultural residues onsite which were found to slightly exceed the thresholds established in the PRGs, the project shall place the dieldrin and toxaphene affected soil to depths of 2 to 3 feet, as determined by their sample locations This measure would occur in conjunction with the import of more than 400,000 cubic yards of fill required to raise site grades an average of 3 to 4 feet, and would thereby place a			

HAZARDS AND HAZARDOUS MATERIALS CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
minimum fill cap of 3 feet over the affected soil and a minimum of 7 feet above groundwater. Placement of the affected soil shall be in the proposed parking areas of the Pavilion Commercial Center. This would place the affected soil at least 10 feet away from the proposed underground utilities and proposed bio-swales, and more than 1,500 feet west of the San Luis Rey River levee upon grading completion, thus eliminating potential impacts to surface and groundwater.			
$ An asbestos and lead survey shall be performed on the structures that currently occupy the site due to their age and potential for carrying these substances. This survey should be performed by a licensed asbestos/lead contractor prior to demolition, removal, and disposal.	OM	Engineering Division	During construction and grading
$ With regard to airport safety, prior to issuance of building permits, the project will be required to provide evidence of compliance with any imposed height limitations or other FAA overflight safety requirements. The project will submit a Notice of Proposed Construction or Alterations (Form 7460-1) for final FAA approval of height structures, landscape, lighting and other final design elements.	OM	Engineering Division	Prior to project grading
A hazardous materials study has not been performed to analyze potential hazards related to the Pala Road extension, and is required to be conducted prior to implementation.	OM	Engineering Division	Prior to project grading
Mitigation Implementation and Monitoring. Proof of remediation of any hazardous materials shall be provided to the City of Oceanside=s City Planner and City Engineer prior to the issuance of the project=s grading permit.	OM	Engineering Division	Prior to project grading

HYDROLOGY/WATER QUALITY			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
Mitigation. The following measures have been incorporated into the project as required to avoid significant impacts to Hydrology/Water Quality.			
• Project designers have incorporated water quality certification requirements and must obtain CWA 401 certification as a project condition.	CM	Engineering Division	Prior to project grading
• All necessary permits shall be obtained from the San Diego Regional Water Quality Control Board (RWQCB) prior to grading in associated areas.	CM	Engineering Division	Prior to project grading
• Runoff from the Pala Road extension shall be treated by inlet filters, bioswales, or other water quality treatments to meet industry standards as approved by the City of Oceanside Engineering Division.	CM	Engineering Division	Upon project completion
• Construction of the Pala Road extension would reduce the volume (storage capacity) of Park Pond by approximately 55 acre-feet. This loss of capacity reduces the pond's ability, and thereby the ability of the overall series of ponds, to contain runoff from unforeseen circumstances, or from future changes in the watershed that could increase runoff. The road extension would also eliminate 17 percent of Park Pond's riparian/wetland habitat, which would reduce the pond's ability to absorb water and improve the quality of runoff entering the pond. A study must be conducted to analyze these impacts and propose appropriate mitigation.	CM	Engineering Division	Prior to project approval

NOISE			
MITIGATION MEASURE	TYPE	MONITOR	SCHEDULE
Mitigation.			
A temporary ten-foot high wall would be constructed along the proposed top-of-slope adjacent to the sensitive habitat area. Implementation of this measure would lower potentially significant noise levels below the Wildlife Noise Regulation thresholds.	CM	Engineering Division	During grading and construction
A ten-foot high wall would be constructed along both sides of the proposed Pala Road extension, as well as along portions of the proposed project's western and eastern boundaries (Figures VI.B-6). This measure would lower potentially significant noise levels to below the Wildlife Noise Regulation during construction operations.	CM	Engineering Division	During grading and construction
Long-term noise impacts resulting from the roadway extension would necessitate the construction of a permanent noise barrier to minimize interference with the breeding behavior of the least Bell's vireo residing within sensitive habitat areas. Though precise grading plans for the extension are unknown at this time, it is expected that the necessary noise wall would run the entire length of the proposed Pala Road extension, bordering the roadway on both sides, and measuring approximately eight- to ten-feet in height.	CM	Engineering Division	Upon project completion

TRANSPORTATION/TRAFFIC			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
ROADWAY SEGMENTS			
Foussat Road between SR 76 and Pala Road. Foussat Road shall be constructed as a five lane secondary arterial with median islands from SR 76 along the project frontage to Pala Road. Foussat Road will accommodate the necessary turn lanes for the project. The east side of Foussat Road, along the project frontage shall be improved with curb, gutter, and sidewalk. Foussat Road shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Pala Road. Pala Road shall be constructed as a 4-lane secondary arterial (with a two-way-left-turn-lane) from Foussat Road, to the project's northern property boundary; and a 2-lane secondary arterial within 84 feet of right of way from the project's northern property boundary to the existing terminus of Pala Road at Los Arbolitos Boulevard. The project shall be required to prepare and submit related environmental documents and studies necessary to construct Pala Road to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Mission Avenue – Project Frontage. The north side of Mission Avenue, from Foussat Road to Fireside Street shall be improved with curb, gutter and sidewalk. Mission Avenue shall be improved within 100 feet of right of way, with landscaped median islands to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
ROADWAY SEGEMENTS CONTINUED			
Mission Avenue – Foussat Road to El Camino Real. The intersection of Mission Avenue at the project driveway shall be improved to enhance traffic progression along Mission Avenue. This improvement shall include a dedicated westbound right turn pocket on Mission Avenue at the project driveway. In addition, the project shall install dual eastbound left turn pockets on Mission Avenue at the project driveway. The project driveway shall be constructed with dual left turn lanes and a right turn lane. The existing traffic signal shall be modified to provide for these additional turn lanes. This improvement shall be completed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Traffic signals on Mission Avenue between Airport Road and Douglas shall be coordinated and optimized to enhance traffic flows in the peak hours.	OM	Engineering Division	Prior to certificate of occupancy
Traffic signals on Foussat Road between SR 76 and Mission Avenue shall be coordinated and optimized to enhance traffic flows in the peak hours.	OM	Engineering Division	Prior to certificate of occupancy
Douglas Drive – Pala Road to El Camino Real. The intersection of Douglas Drive at Pala Road shall be improved to include dual northbound to westbound left turn lanes to enhance traffic flow on Douglas Drive. The existing eastbound right turn lane on Pala Road to southbound Douglas Drive shall be improved with a right turn overlap phase. The existing traffic signal shall be modified to provide for the new dual left turn lanes and a right turn overlap phase. This improvement shall be completed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
INTERSECTIONS			
Project Driveway on Foussat Road, 400 feet north of SR-76. The project driveway located on Foussat Road approximately 400 feet north of SR 76 shall be constructed 28 feet wide with restricted access (right turns in and out only)with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Project Driveway on Foussat Road at Alex Road. The project driveway located on Foussat Road at Alex Road shall be constructed 40 feet wide with an exclusive left turn lane and a shared left, through, and right lane. A new traffic signal shall be constructed at this project driveway and shall be split phased to adequately serve the project. Left turn pockets with median islands shall also be constructed on Foussat Road to provide for left turning access at the project driveway and Alex Road. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Project Driveway at Foussat Road/Pala Road. The project driveway located at Foussat Road (bridge)/Pala Road shall be constructed a minimum of 50 feet wide with an exclusive left turn pocket, a shared left-through pocket, and an exclusive right turn pocket. The southbound approach at the southern bridge abutment shall be improved to provide an exclusive right turn pocket, a through pocket and a left turn pocket. The driveway shall properly align with the existing bridge. Foussat Road and Pala Road shall provide exclusive left turn pockets with median islands for left turning access at this driveway. A new traffic signal shall also be constructed and be split phased to properly serve traffic at this location. These improvements shall be completed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
INTERSECTIONS CONTINUED			
Project Driveway on Pala Road 500 feet east of Foussat Bridge. The project driveway located approximately 500 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide with restricted access (right turns in and out only) with appropriate signing and striping. A median island shall be constructed on Pala Road to facilitate the restricted access at this project driveway. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Project Driveway on Pala Road 900 feet east of Foussat Bridge. The project driveway located approximately 900 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Project Driveway on Pala Road 1200 feet east of Foussat Bridge. The project driveway located approximately 1200 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits
Project Driveway on Pala Road 1600 feet east of Foussat Bridge. The project driveway located approximately 1600 feet east of the Foussat Road bridge shall be constructed a minimum of 28 feet wide and provide full access to and from Pala Road with appropriate signing and striping. This improvement shall be constructed to the satisfaction of the City Engineer.	OM	Engineering Division	Prior to the issuance of building permits

TRANSPORTATION/TRAFFIC CONTINUED

MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
INTERSECTIONS CONTINUED			
SR-76 at RDO. Mitigation for the incremental project impact at the intersection of Rancho Del Oro Drive at SR-76 shall require that the project construct improvements including, but not limited to, two additional through lanes and/or a dedicated northbound right turn lane on Rancho Del Oro Drive and improve signal phasing at the intersection of with an overlapping right turn phase, as determined by the City Engineer and Caltrans. As this improvement falls within the Caltrans right-of-way, encroachment permits will be required to complete this improvement.	OM	Engineering Division	Prior to the first occupancy of the project
In the event the project is unable to acquire the necessary encroachment permits from Caltrans in order to start construction of the improvements prior to any occupancy within the project, the project shall provide a contribution in cash, letter of credit, or other form acceptable to the City and Caltrans. The contribution shall be a City and Caltrans determined amount which is equivalent to the cost for design and construction of the identified improvements and shall be provided to the City prior to the first occupancy of the project. Use of these funds to complete improvements shall be at the discretion of the City of Oceanside in cooperation with Caltrans, but such funds shall be used exclusively for the overall improvement of traffic conditions at the Rancho Del Oro Drive/SR-76 intersection to mitigate incremental project impacts.	OM	Engineering Division	Prior to the first occupancy of the project

TRANSPORTATION/TRAFFIC CONTINUED			
MITIGATION MEASURES	TYPE	MONITOR	SCHEDULE
<u>Impacts Not Mitigated to below a Level of Significance</u>. The segment of North Douglas Drive between North River Road and Pala Road shows significant impacts to traffic flow due to the constraints of the bridge over the San Luis Rey River, included in this roadway segment. The impact of the trucks hauling material on the roadway segment of El Camino Real between Mesa Drive and Oceanside Boulevard would be a short-term impact that is not mitigated to below a level of significance.			

UTILITIES			
MITIGATION MEASURE	TYPE	MONITOR	SCHEDULE
The Pala Road extension shall be designed to meet SDG&E standards for a minimum clearance of 35 feet from the road surface to the existing wires. This may entail designing the road at the lowest elevation possible, that does not flood during 100-year storm events, or, as an alternative, raising the power lines. In most situations, the raising of transmission lines for a project this size is economically infeasible. Alternatively, the road would have to be relocated further to the east to avoid impacts associated with the transmission lines.	OM	Engineering Division	Prior to project grading

TYPE:

CM = Construction Mitigation
OM = Operations Management

Received
SEP 25 2008
Planning Division

Planning Commission Members
Re: Pavillion

I think it a huge waste of money to add new shopping centers when adjacent centers stand vacant just 1/2 mile away along Mission Ave. It is inconceivable that anyone would be foolish enough to throw away money on such a risky venture. Which one of you rocket scientists approved the Ambassador Church, now a huge vacent eyesore.

When we look at what has caused our financial meltdown it lies at the feet of fools who have only their selfish interests in mind. Have you really done your marketing research to prove this will be a success?

There is so little attractive sights in Oceanside, why would anyone want to come to this blighted area caused by poor planning already?

Joseph Worth
3511 Spruce ct.
O'side, 92058
760 721 3471

SEP 25 2008

Planning Division

<SEE BACK of thi PAGE>

Dear Resident,

The Planning Commission of the City of Oceanside, California, will on Monday, October 6, 2008 at 7:00 p.m. conduct a public hearing to consider the proposed project described below. The meeting will be held in the City Council Chambers located at 300 North Coast Highway, Oceanside. If you have any questions regarding the project, please contact the Planning Division, 300 North Coast Highway, between office hours 7:30 a.m. to 5:00 p.m. Monday through Thursday and alternate Fridays hours 7:30 a.m. to 4:00 p.m. at (760) 435-3520. Written comments may be submitted prior to the hearing and will be made part of the public record and provided to the Planning Commission.

WHAT'S WRONG WITH YOU PEOPLE ???

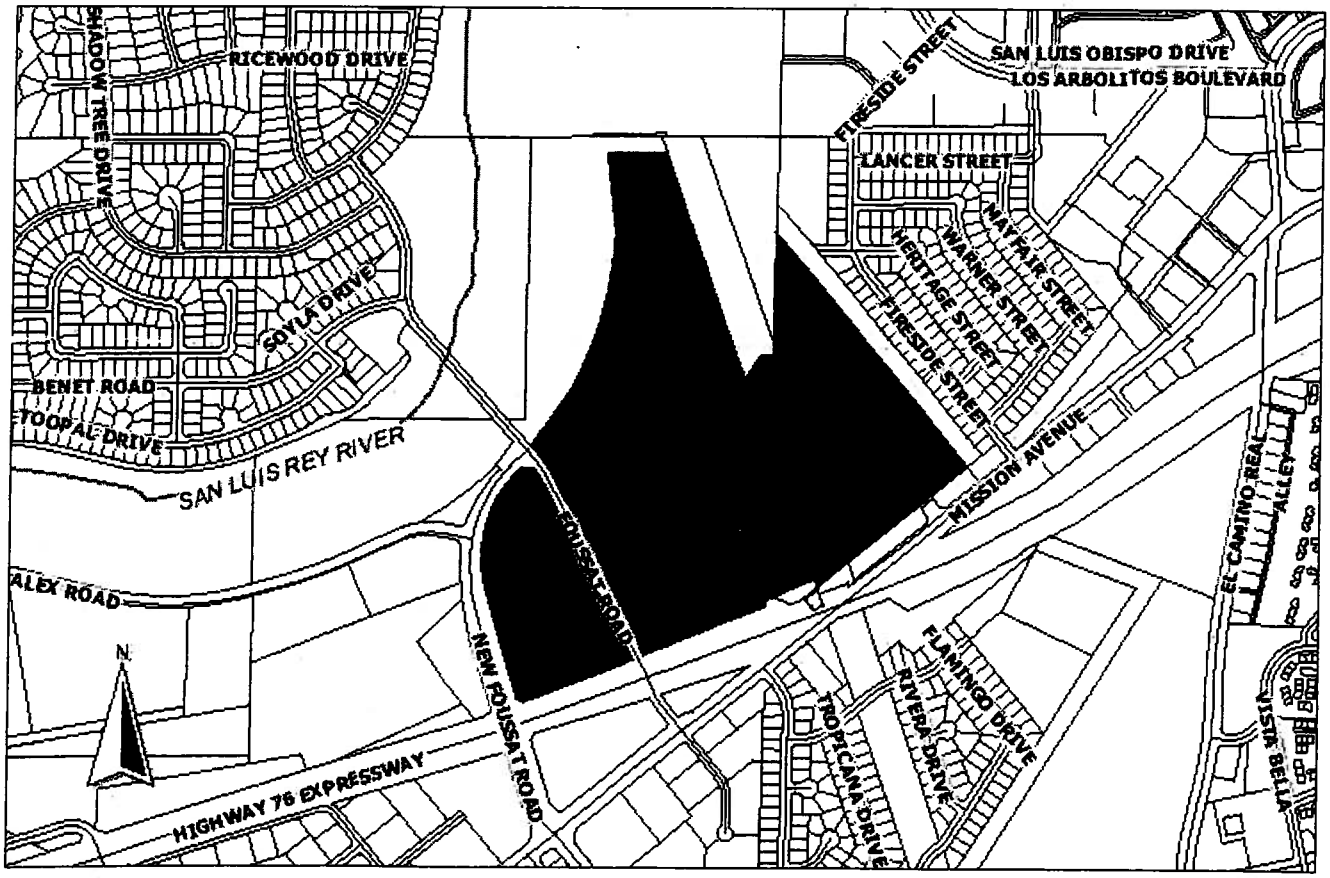
Project Description:

CONSIDERATION OF A TENTATIVE PARCEL MAP (P-7-06), DEVELOPMENT PLAN (D-6-06) and CONDITIONAL USE PERMITS (C-19-06, C-20-06, C-21-06, C-22-06, C-23-06) for the development of a 950,000 square foot shopping center on a 92-acre site located at the northeast corner of Foussat Road and State Route 76. The project site is zoned CC (Community Commercial) and is situated within the Airport and San Luis Rey Neighborhoods. -- **PAVILION AT OCEANSIDE**

SINCERELY YOURS, A CONCERNED CONSUMER, VAL COLLINS

Applicant:
Thomas Enterprises

AIRPORT AND SAN LUIS REY NEIGHBORHOODS



WHY DO YOU KEEP ALLOWING "OVER BUILDING" ??? WE HAVE A MAJOR WATER SHORTAGE - MORE BUILDINGS CREATE THE USE OF MORE WATER - NOT TO MENTION MORE TRASH BEING SENT TO OUR "PILES UPON PILES" OF EXISTING TRASH !! YOU WILL ALSO BE KILLING OFF MORE OF OUR STARVING WILDLIFE - IN THE NEXT GENERATION, THE ONLY ANIMALS OUR KIDS WILL SEE WILL BE IN THE ZOOS !! <WAKE UP !!!> OUR ECONOMY IS IN BIG TROUBLE BECAUSE OF "BUILDING GREED" - IT'S PLAIN + SIMPLE: WE'RE KILLING OURSELVES, OUR ANIMALS, + THE BEAUTIFUL (WHAT'S LEFT) LAND - NO MORE ENOUGH TO ROAM - TOO MANY

BANKS ARE GOING BELLY UP - SPACES ARE TURN LEASE (EMPTY) ALL OVER THE PLACE + YOU WANT MORE?

PAVILION

September 30, 2008

Received
OCT - 1 2008
Planning Division

To the City of Oceanside (Planning Commission);

As a lifetime resident of the City of Oceanside, I am pleased to see that the old drive-in site will serve a real purpose, sorry to those swap meeters, but it has been an eye sore for far too long. I am, as well as my neighbors, hoping to see this project become an shopping center for the middle class residents to patron. Here in the Oceanside Valley we are hoping to see restaurants such as; Macaroni Grill, Chili's, Applebee's, Mimi's Cafe, and Chin's to name a few. Stores like, Target, Hallmark, Kamay, Cost plus, Sports Authority, Staples, Trader Joes, BevMo, Coldstone, Coffee Bean, GNC, Michael's, a postal annex, sandwich shop and bakery. We do oppose fastfood, 99cent or dollar stores, laundry mats, smoke shops, liquor stores, buffets of any kind and definitely NO Walmart. The Planning Commission needs to seriously take into consideration what the middle class needs are as we feel the needs of others have been met, just look at what the shopping centers offer. Now there are two good restaurants Capozzoli's and Fiesta Mexicana, yes, sad to say TWO, that is it.. Logically, if the City wants to make revenue, it needs to accommodate all of its residents, so we will in return patron the Oceanside Valley. Yes, it is that simple.

Thank you for your time and consideration of these ideas,
A long time resident, looking for a major upgrade for the Valley

U. S. Fish and Wildlife Service
Carlsbad Fish and Wildlife Office
6010 Hidden Valley Rd. Suite 101
Carlsbad, California 92011
(760) 431-9440
FAX (760) 431-5901

California Department of Fish and Game
South Coast Region
4949 Viewridge Avenue
San Diego, California 92123
(858) 467-4201
FAX (858) 467-4299

In Reply Refer To:
FWS/CDFG-SDG-07B0017-08TA0980

Mr. Jerry Hittleman, City Planner
City of Oceanside Planning Department
300 North Coast Highway
Oceanside, California 92054

SEP 26 2008

Subject: Comments on the Final Environmental Impact Report for the Pavilion at Oceanside Project, City of Oceanside, California (SCH #2006111033)

Dear Mr. Hittleman:

The California Department of Fish and Game (Department) and the U.S. Fish and Wildlife Service (Service), hereafter referred to as the Wildlife Agencies, have reviewed the above-referenced final Environmental Impact Report (EIR) dated September 4, 2008. The comments provided herein are based on information provided in the draft and final EIRs, a meeting with the applicant and City staff on August 31, 2007, the Biological Technical Report (Helix 2008), the Mitigation Plan (Helix 2007), permits issued for the San Luis Rey Flood Control Project, our knowledge of sensitive and declining vegetation communities in the County of San Diego, and our participation in regional conservation planning efforts. We request that this comment letter, and the City's responses, be read and incorporated into the administrative record for this project at the Planning Commission hearing to be held on October 6, 2008.

The primary concern and mandate of the Service is the protection of public fish and wildlife resources and their habitats. The Service has legal responsibility for the welfare of migratory birds, anadromous fish, and endangered animals and plants occurring in the United States. The Service is also responsible for administering the Federal Endangered Species Act (ESA) of 1973, as amended (16 U.S.C. 1531 *et seq.*). The Department is a Trustee Agency and a Responsible Agency pursuant to the California Environmental Quality Act (CEQA; Sections 15386 and 15381, respectively) and is responsible for ensuring appropriate conservation of the state's biological resources, including rare, threatened, and endangered plant and animal species, pursuant to the California Endangered Species Act (CESA) and other sections of the Fish and Game Code. The Department also administers the Natural Community Conservation Planning (NCCP) Program. The City of Oceanside (City) is currently participating in the NCCP program through the preparation of a Multiple Habitat Conservation Program (MHCP) Subarea Plan (SAP).

TAKE PRIDE IN AMERICA

The 92-acre project site is located north of State Route 76, south of the San Luis Rey River, immediately east of Foussat Road and west of residential development. It is within the Wildlife Corridor Planning Zone (WCPZ) of the City's draft SAP. The proposed project is the construction of a shopping center consisting of approximately 950,000 square feet of commercial use and 4,713 parking spaces.

The vegetation communities and land types on the project site (excluding the Pala Road Extension footprint) include coyote brush scrub (CBS, 0.7 ac), nonnative grassland (NNG, 41.5 ac), southern willow scrub (0.12 ac), disturbed southern willow scrub (0.39 ac), disturbed wetland (0.22 ac), nonnative vegetation (0.1 ac), disturbed land (21.9 ac), and developed land (27.4 ac). No sensitive plant or animal species were detected onsite but six sensitive bird species were detected adjacent to the project site in the San Luis Rey River. These species include the federally and State endangered least Bell's vireo (*Vireo belli pusillus*; vireo), and sensitive species white-tailed kite (*Elanus leucurus*), yellow-breasted chat (*Icteria virens*), yellow warbler (*Dendroica petechia brewsteri*), Cooper's hawk (*Accipiter cooperi*), and white-faced ibis (*Plegadlis chihi*).

We offer the following comments and recommendations (1) in support of the Reduced / Draft Subarea Plan Alternative, (2) to provide the City with information concerning substantial conflicts relating to the Pala Road Extension alternative, (3) to ensure that any approved project is consistent with all applicable requirements of the City's draft SAP and permits issued for the San Luis Rey Flood Control Project, and (4) to assist the City in avoiding, minimizing, and adequately mitigating project-related impacts to biological resources.

1. According to the draft EIR, the Pala Road Extension alternative would impact 10.1 additional acres of land including 2.63 acres of southern willow scrub, 1.87 acres of freshwater marsh, 0.04 acre of disturbed wetland, 0.02 acre of tamarisk scrub, 0.7 acre of nonnative grassland, and 4.8 acres of disturbed habitat and developed land (p. 183). The impacted habitats are located in Park Pond, a mitigation site for the joint Army Corps of Engineers (Corps) / City of Oceanside San Luis Rey Flood Control Project. As the Corps indicated in their draft EIR comment letter dated August 29, 2008, Park Pond is occupied by the vireo. As the Corps also indicated in their letter, Park Pond must be protected from any development by a restrictive covenant or conservation easement per the terms of the California Endangered Species (CESA) Permit that was issued for the Flood Control Project in February of this year. The Park Pond was also required as compensation for impacts authorized by the Service's ESA consultation for the Flood Control Project. Therefore, we agree with the comments stated in the Corps comment letter, and hereby incorporate the letter by reference (see Enclosure).

   If the City decides to proceed with the Pala Road Extension alternative, the additional impacts to occupied vireo habitat would require mitigation at a minimum 5:1 compensation to impact ratio, as approved by the Service and CDFG. Impacts to 2.63 acres of southern willow scrub habitat would therefore require a minimum 13.15 acres of vireo-occupied riparian habitat mitigation. As stated above, this project is located in the WCPZ. According to the draft SAP, "Where impacts to natural habitat within this zone cannot be avoided, they must be mitigated within the WCPZ by conservation of open space and/or by restoration or enhancement of habitat" (p. 5-20). Therefore, all mitigation, including the 13.15 acres of riparian habitat required for impacts to southern willow scrub, would need to be acquired/conserved within the WCPZ.

If Pala Road is extended through Park Pond, the existing ESA consultation, CESA permit, Streambed Alteration Agreement, and the Coastal Development Permit (CDP) for the Flood Control project would have to be reinitiated / amended. In addition, the applicant would need to obtain separate permits / agreements and an ESA consultation for the proposed project.

2. The draft EIR does not satisfy CEQA Guidelines §15126.4(a)(2) Consideration and Discussion of Mitigation Measures Proposed to Minimize Significant Effects and CEQA Guidelines § 15126.6 Consideration and Discussion of Alternatives to the Proposed Project. CEQA Guideline §15126.4(a)(2) states that "Mitigation measures must be fully enforceable through permit conditions, agreements, or other legally-binding instruments." As stated above, Park Pond is a mitigation site for the Corps / City San Luis Rey Flood Control Project and per the terms of the CESA Permit, Park Pond must be protected from any development / future use by a restrictive covenant or conservation easement. In general, conservation easements prohibit the placement of roads and/or structures on lands set aside as mitigation. This information was not disclosed in the draft EIR.

Regarding CEQA Guidelines § 15126.6, the Department emphasizes that the Final EIR should describe "a range of reasonable alternatives to the project, or the location of the project, which would feasibly attain most of the basic objectives of the project but would avoid or substantially lessen any of the significant effects of the project, and evaluate the comparative merits of the alternatives," (CEQA Guidelines §15126.6(a)). Also, the discussion should include these alternatives, even if these alternatives would impede to some degree the attainment of the project objectives, or would be more costly" (CEQA Guidelines §15126.6(b)). As stated above, the Pala Road Extension alternative does not avoid or lessen impacts to biological resources but instead, substantially increases impacts to sensitive vegetation communities. This project would likely require issuance of a CESA permit and/or a Streambed Alteration Agreement. Therefore, in order for the Department to utilize the final document as a Responsible Agency, the alternatives must include those which avoid or otherwise minimize impacts to sensitive biological resources that are regulated by the Fish and Game Code.

Lastly, the draft EIR "should briefly describe the rationale for selecting the alternatives to be discussed (CEQA Guidelines §15126.6(c)). The draft EIR states that Pala Road is included in the City's Circulation Element. However, the document does not provide any discussion regarding the benefit to traffic in the vicinity of the project area due to the extension of Pala Road. In light of the additional impacts to biological resources resulting from the extension of Pala Road, please clarify the need and/or benefits to extending Pala Road other than the fact that it is part of the City's Circulation Element.

We did not include these comments in our original comment letter dated July 10, 2008 as it was our understanding that the applicant was going to implement the Reduced Project / Subarea Plan alternative. This understanding was reached during pre-CEQA discussions we had with the City on August 31, 2007. During these pre-CEQA discussions, the extension of Pala Road was never mentioned by the City as a potential component of the proposed project.

3. According to the MHCP, "If the ultimate design of the [San Luis Rey River Flood Control Project] results in substantial impacts to occupied vireo habitat, or to habitat otherwise considered critical to species viability in the MHCP, the species would no longer be considered adequately conserved by the MHCP or the Oceanside Subarea Plan, and any authorizations for its take granted based on this current analysis would be void" (Volume II p. 4-324). The approved Flood Control project does, in fact, have substantial impacts to the vireo and we are currently assessing whether the City will ultimately have coverage for this species under their approved Subarea Plan. Additional impacts to the vireo as a result of the proposed project may further hinder the City's and other MHCP partners' ability to receive coverage for this species.

4. In the City's response to comments provided by Preserve Calavera, it states that, "The extension of the [Pala] road is not proposed by the applicant as part of the project..." (comment response 125). Based on this statement, please clarify how the City can adopt the Pala Road Extension alternative and require the applicant to mitigate the above-mentioned impacts.

The Wildlife Agencies appreciate the opportunity to comment on the final EIR for the Pavilion Project. We also appreciate the applicant's willingness to incorporate revisions to the Project footprint to minimize impacts to sensitive resources. Because the proposed Project and the Pala Road Extension Alternative would be entirely inconsistent with the City's SAP and the MHCP, we reiterate that the Reduced Project / Draft Subarea Plan Alternative should be adopted as the approved project. We do not support the adoption of the Pala Road extension alternative as proposed due to the detrimental impacts to sensitive riparian habitats and the species they support, and its inconsistency with the Service's ESA consultation and City's CESA permit issued for the San Luis Rey Flood Control Project. Please contact Christine Beck (Department) at (858) 637-5511 or Marci Koski (Service) at (760) 431-9440 if you have any questions or comments concerning this letter.

Sincerely,

Karen Goebel
Assistant Field Supervisor
U.S. Fish and Wildlife Service

Stephen M. Juarez
Environmental Program Manager
California Department of Fish and Game

cc: State Clearinghouse (by fax only)
Larry Simone, California Coastal Commission
Brian Moore, Army Corps of Engineers

Enclosure

DEPARTMENT OF THE ARMY
LOS ANGELES DISTRICT CORPS OF ENGINEERS
P.O. BOX 532711
LOS ANGELES, CALIFORNIA 90053-2325

REPLY TO
ATTENTION OF

August 29, 2008

Program and Project
Management Division

Jerry Hittleman
Planning Department
City of Oceanside
300 N Pacific Coast Highway
Oceanside, California 92054

Dear Mr. Hittleman:

Thank you for providing the Draft Environmental Impact Report ("EIR") for the proposed Pavilion project at Oceanside, California, dated May 5, 2008, to the Corps for review. My staff has completed a review of the EIR and I have enclosed their specific comments and concerns with this letter. We have determined that the proposed project is generally outside of the boundaries of the adjacent San Luis Rey River Flood Risk Management Project (River Project), and is therefore acceptable to the Corps of Engineers. However, we have also determined that Project Alternative B would not be compatible with the Federal project. This alternative involves an extension of Pala Road through Park Pond, which is an important feature of the River Project.

As indicated on page 186 of the EIR, Alternative B would reduce flood control storage as well as riparian and wetland habitat in the Pond. The habitat areas within Park Pond that would be affected by the road are part of the Corps and City mitigation commitments, as agreed in the Streambed Alteration Agreement (SAA) and the California Endangered Species Act (CESA) permit for the River Project issued to the City in February 2008. Under the terms of the permits, Park Pond must be protected from any development by a restrictive covenant or conservation easement. Therefore, the EIR should be revised to explain that Alternative B as proposed would not be approvable due to existing commitments and uses by the River Project.

As you know, the coordination with the resource agencies this past winter resulted in several additional requirements to allow the completion of the River Project. The CESA permit and SAA issued to the City require that a conservation easement or restrictive covenant be placed over the mitigation areas no later than two years from the loss of habitat per phase (see Section 5.2.7 of the CESA permit and Condition 18 of the SAA). In addition, the CESA permit requires that the City and Corps spend five million dollars on species recovery activities including restoration of approximately 45.5 acres to vireo-quality habitat (see Sections 5.2.3 and 5.2.5). The mitigation requirements must occur in step with the loss; therefore, the City and the Corps must provide approximately 25 acres of additional mitigation land by February of 2010. The Biological Opinion for the River Project contains requirements for the recovery activities that must be met before we can begin Phase II mowing. We need to work cooperatively to identify

the appropriate lands and formulate an acquisition and restoration plan per the timeline required in the permits. Finally, the City agreed in the CESA permit to complete its sub-area plan within eighteen months of the CESA permit's issuance (approximately August 2009) (see Section 5.2.4.1.). If the sub-area plan is not approved by that date, the CDFG may decide to revise the CESA permit to include substitute requirements which could increase project costs significantly. We are committed to working with the City on team solutions to meeting these essential project requirements.

A copy of this letter is being provided to Mr. Peter Weiss, City Manager and Mr. Don Hadley, Deputy City Manager, City of Oceanside, 300 North Coast Highway, Oceanside, California 92054.

Thank you again for providing the Corps an opportunity to review the EIR. Should you have any questions, please feel free to contact me at (213) 452-3961, or your staff may contact Mr. David Van Dorpe, at (213) 452-3998 or by mail at U.S. Army Corps of Engineers, P.O. Box 532711, Los Angeles, California 90053-2325.

Sincerely,

Kenneth R. Moore

for: Brian Moore
Deputy District Engineer

Enclosure

CESPL-PD
CESPL-ED

Staff comments on specific issues in the Draft Environmental Impact Report, Pavilion at Oceanside, dated May 5, 2008

1. On pages S-9 and 71, the EIR incorrectly states that the levee is rock-faced on both sides. The EIR should be corrected to state that the levee is grouted rip-rap on the interior (river side) only.

2. On page 186, the EIR describes Alternative B as consistent with land use and the circulation element of the City of Oceanside. Because the extension of Pala Road through Park Pond is inconsistent with the San Luis Rey Flood Risk Management Project, the EIR should be corrected to note that Alternative B is not consistent with land use plans for the area.

3. The EIR states that the purpose of the road atop the levee is recreation use. The primary purpose of the road atop the levee is as a maintenance road and the secondary purpose is as a recreation trail.

4. Reference pages 105 & 109 of the EIR. The timing of the flood insurance map revisions is somewhat uncertain, as it is dependent upon the results of an updated engineering evaluation of the project performance, as well as the funding and schedule for the phased vegetation and sediment maintenance.

5. On page 183, referring to the Pala Road Alternative, Biological Resources: There is no mention of least Bell's vireo in Park Pond and that this road may directly take out one or more nests. The 2006 vireo survey/monitoring report for the San Luis Rey River Flood Risk Management Project will soon be final and it should be referenced as the most recent data for vireo nest locations with regard to Park Pond, as this pond is covered by the survey/monitoring. If the 2006 data cannot be referenced, 2005 data should be used.

ENCLOSURE

From: Brandon [mailto:brandon@americanincite.com]
Sent: Sun 9/28/2008 1:53 PM
To: Esther Sanchez; Jack Feller; Jerry Kern; Jim Wood; Rocky Chavez; Peter Weiss
Cc: Katherine Miller; Cathy Smith; 'Gwen Price'; Melinda Marron; 'Willie Maiden'
Subject: URGENT NOTICE - Pavilion Traffic Impact Mitigation

Attention Oceanside City Council & Management:

While our HOA isn't against the Pavilion development per se; the Pavilion represents significant traffic impacts to our community beyond the simple ingress and egress delays associated with Average Daily Traffic (ADT) count increase of thirty-five thousand (35,000) additional vehicle trips each day. As I understand it, the current traffic pattern proposal does not address any substantive traffic mitigation relative to the impact it will have on the 1100 (plus) homes in our community. In fact one proposal, includes punching a new traffic artery from Pala Road to the north side of Foussat bridge! Can you imagine the horrific impact that would have?

Candidly, as serious as ingress and egress is during "normal" traffic, with or without a Pala Rd. interface, other challenges represent far greater impact, to the point of being catastrophic. As you know, over the past four years, San Diego County has been hit by two enormous series of fires: The Cedar and Paradise fires of 2003 and the Harris and Witch fires last month. These fires took lives, destroyed homes and consumed hundreds of thousands of acres of wildland. They were driven by dry conditions and Santa Ana winds. And they were fed by the brushy vegetation. The fact is, our community is bordered **by** Camp Pendleton to the north, **the** San Luis Rey (SLR) river to the east south (bordered by Foussat and Rivertree Drive), heavy invasive plants along the east side of Shadowtee, **and** dense chaparral open space to the west of homes along Shadowtree. Consider that the fires in San Diego County last year reached the doorsteps or our community...within 10,000 feet on Camp Pendleton and in Fallbrook a few short miles away. The Oceanside Fire Department Incident Commander told me "we were sweating bullets" because the city was so short on resources by that time.

Compounding the threat is the limited ingress/egress (only two bridges Foussat & Benet) and an almost certain traffic bottle neck that will occur along SLR and Highway 76 and Mission avenue during an evacuation of the other thousands of homes bordering the east to west banks of SLR. Such a bottleneck could literally prevent egress of people from our community in ingress of emergency vehicles. Without a Collector Street, traffic would come to a standstill in any widespread emergency evacuation of the box canyon in which we live. The current counties wide (San Diego/Orange) situation of over stretched emergency responder resources is further complicated by the implicit threat of arson fires in the SLR. Fire approaching from Fallbrook south and west across Pendleton compounded by fires along the SLR potentially blocking bridge access is more than theory.

This combination of conditions and possible confluence of events warrant additional caution on the part of our community and city leaders as we consider further development bordering our community. Comments by Councilman Chavez about the book "Predictable Surprises" come to mind. I agree with Rocky that during a fire is no time to declare a condition of "Eminent Danger"; therefore the concept of Predictable Surprise suggests that our city leaders reflect on the "Eminent Danger" that increased traffic would pose to the property, safety, and lives of the citizens in our community

during such an emergency. The obvious conclusion, in light of these past conflagrations and the ongoing stretched resources of Oceanside's Fire Department is that our leaders should immediately engage the community in this development discussion to mitigate this very real potential danger to lives and property in our community.

Again, quoting (I believe it was Councilman Chavez) "We can NOT fireproof the landscape, but we can fireproof our homes and communities."

Finally, Industrialist Henry Kaiser said "Bring me the bad news...good news weakens me." Here's the bad news. The city, developer, county, and state should implement, in any solution, a cloverleaf on/off ramp system serviced by an unobstructed Collector Street directly adjacent to or through the Pavilion development.

We urge City of Oceanside leadership to be thinking ahead on this matter of not just ingress/egress; but escape in the not so unlikely event that become necessary. Please communicate with Association Vice President **Gwen Price at (760) 212-6587** on this very critical matter.

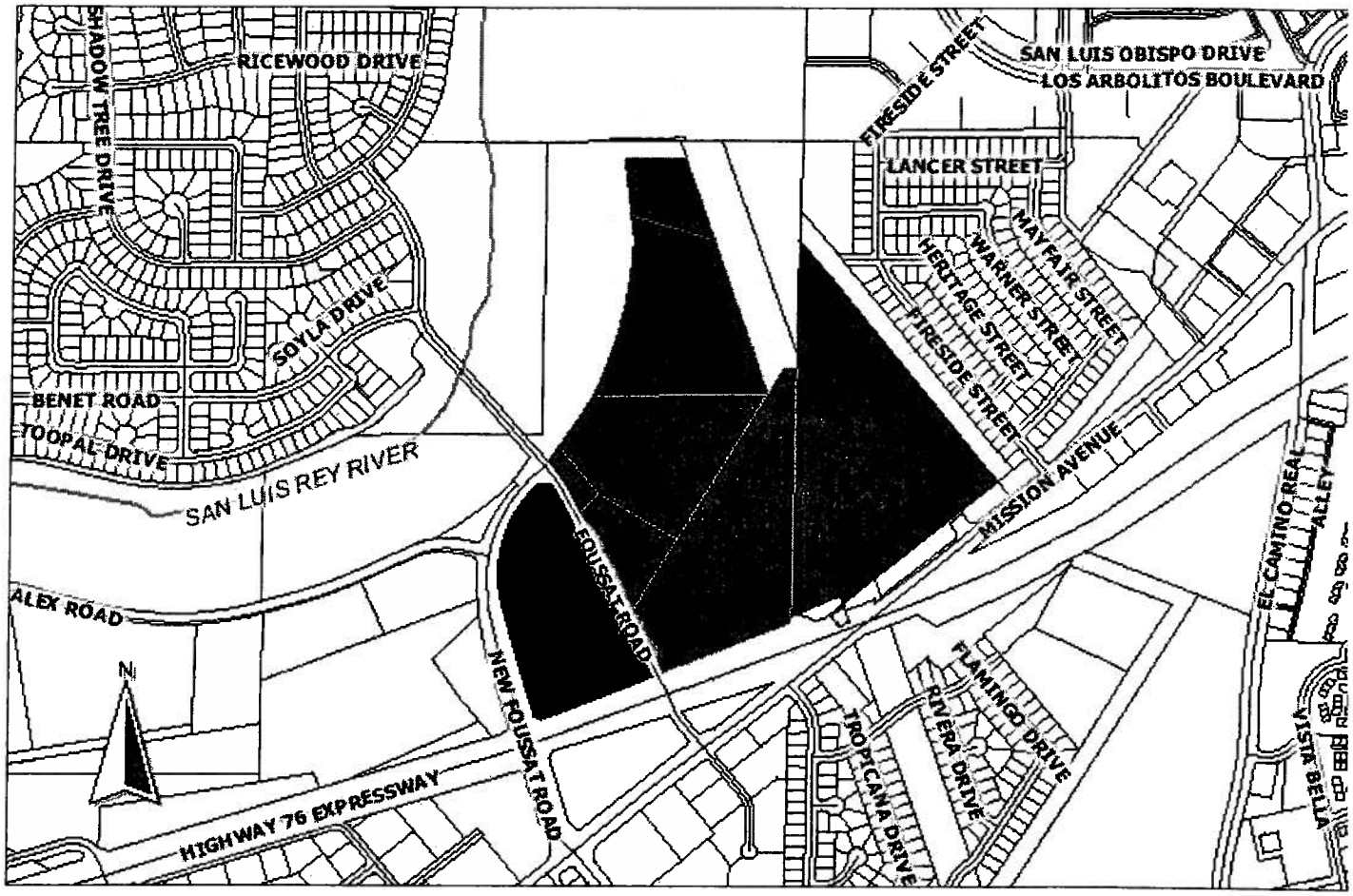
Regards,

Brandon

Brandon Ebeling, President
Marlado Highlands HOA
(760) 754-2449

c/o
Transcontinental Management
Katherine Miller, Association Manager
(760)439-8611

http://marlado.webexone.com



File Number: **P-7-06, D-6-06, C-19, 20, 21, 22, 23-06**

Applicant: **Thomas Enterprises**

Description:

PARCEL MAP (P-7-06), DEVELOPMENT PLAN (D-5-06) and CONDITIONAL USE PERMITS (C-19-06, C-20-06, C-21-06, C-22-06, 23-06) for the development of a 950,000-square foot shopping center on a 92-acre site located at the northeast corner of Foussat Road and State Route 76. The project site is zoned CC (Community Commercial) and is situated within the Airport and San Luis Rey Neigoborhoods. – **THE PAVILION @ OCEANSIDE**

Environmental Determination:

An Environmental Impact Report has been prepared for the proposed project. The accuracy and adequacy of the Environmental Impact Report will be considered, and if appropriate, the document will be certified for compliance with the California Environmental Quality Act.

City of Oceanside, Planning Division
300 N. Coast Highway
Oceanside, CA 92054 (760) 435-3520

Application For Planning Commission Hearing

Planning Department (760) 435-3520
Oceanside Civic Center
300 North Coast Highway
Oceanside, California 92054-2885

RECEIVED JUN 12 2006 Planning Department

Please Print Or Type All Information

STAFF USE ONLY	
ACCEPTED 6/12/06	BY S.N.
HEARING	
GPA	
MASTER/SP.PLAN	
ZONE CH.	
TENT. MAP	
PAR. MAP	P-7-06
DEV. PL.	D-6-06
C.U.P.	C-19-06, C-20-06
VARIANCE	C-21-06
COASTAL	C-22-06
O.H.P.A.C.	C-23-06

PART I - APPLICANT INFORMATION

1. APPLICANT: Thomas Enterprises, Mel Kuhnel
2. STATUS: Applicant
3. ADDRESS: 2385 Shelter Island Drive, Suite 202, San Diego, CA 92106
4. PHONE / FAX: 619-300-0484 phone, 619-222-9607 fax
5. APPLICANT'S REPRESENTATIVE (or person to be contacted for information during processing): The Lightfoot Planning Group, Ann Gunter/Garrett Colburn
6. ADDRESS: 5750 Fleet Street, Suite 250, Carlsbad, CA 92008
7. PHONE: (760) 692-1924 phone, (760) 692-1935 fax

PART II - PROPERTY DESCRIPTION

8. LOCATION: The existing drive-in movie complex, located at the northeast corner of Fousset and Mission Avenue (3480 Mission Ave.) Rev - 7/25/06, 5/25/07, 8/29/07, 12/20/07
9. SIZE: 92 acres
10. GENERAL PLAN: CC
11. ZONING: CC
12. LAND USE: vacant/swap meet
13. ASSESSOR'S PARCEL NUMBER: 160-270-31,77,79,82; 160-280-58,60,63; 160-280-14, 48 thru 51, and 53 thru 55

PART III - PROJECT DESCRIPTION 9/4/08

14. GENERAL PROJECT DESCRIPTION: Tentative Parcel Map, Development Plan, and related Conditional Use Permits for the development of an 87.47 acre community shopping center. The 5 Conditional Use Permits are for a movie theater, health club, and 3 drive-thru uses.

15. PROPOSED GENERAL PLAN	16. PROPOSED ZONING	17. PROPOSED LAND USE	18. NO. UNITS	19. DENSITY
no change	no change	community shopping center	N/A	N/A

20. BUILDING SIZE	21. PARKING SPACES	22. % LANDSCAPE	23. % LOT COVERAGE
881,400 sq ft	4610	18.3%	21.7%

PART IV - ATTACHMENTS

ALL APPLICATIONS				DEV. PLANS, C.U.P.s & TENT. MAPS	
X	24. DESCRIPTION/JUSTIFICATION	X	25. LEGAL DESCRIPTION —	X	30. FLOOR PLANS & ELEVATIONS —
X	26. 300-FT. RADIUS MAP	X	27. PROPERTY OWNERS' LIST —		31. CONSTRUCTION SCHEDULE —
X	28. ENVIRONMENTAL ASSESSMENT	X	29. PLOT PLANS —	X	32. OTHER BLD Mat.

PART V - SIGNATURES

THE APPLICANT OR HIS/HER REPRESENTATIVE MUST BE PRESENT AT THE HEARING. FAILURE TO BE PRESENT MAY RESULT IN DENIAL OF THE APPLICATION.

SIGNATURES OF ALL OWNERS OF THE SUBJECT PROPERTY ARE NECESSARY BEFORE THE APPLICATION CAN BE ACCEPTED. IN THE CASE OF PARTNERSHIPS OR CORPORATIONS, THE GENERAL PARTNER OR CORPORATION OFFICER SO AUTHORIZED MAY SIGN. (ATTACH ADDITIONAL PAGES AS NECESSARY).

33. APPLICANT OR REPRESENTATIVE (Print): Mel Kuhnel — 34. DATE 5/25/06
Sign: [signature]

37. OWNER (Print): Robert Siegel — 38. DATE 5/26/06
Sign: Robert Siegel

I DECLARE UNDER PENALTY OF PERJURY THAT THE ABOVE INFORMATION IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

35. APPLICANT (Print): Mel Kuhnel — 36. DATE 6/12/06
Sign: [signature]

39. OWNER (Print): — 40. DATE
Sign:

RECEIVED JUN 12 2006

Planning Department

THOMAS ENTERPRISES

THE PAVILION AT OCEANSIDE
DRAFT SUBAREA PLAN ALTERNATIVE

Description and Justification
Rev. July 31, 2008

INTRODUCTION

This project is a community "lifestyle" shopping center of approximately 950,000 square feet on the former site of the drive-in movie complex in the City of Oceanside. The project application includes a Tentative Parcel Map, Development Plan, (5) Conditional Use Permits for a movie theater, health club, and (3) drive-through uses, as well as an Undergrounding Waiver request for a portion of high-voltage overhead utility lines. In addition, the project accommodates a 100-foot wide wildlife corridor along the eastern property line, that when combined with the existing 100-foot wide SDG&E corridor, will provide the City's MHCP Sub Area Plan a 200-foot wide north/south corridor that will provide a key linkage for area wildlife.

The total site area encompasses approximately 92 acres located north of Mission Avenue and SR-76 and east of Foussat Road (APN's 160-270-31,77,79, 82; 160-280-14, 48 thru 51 and 53 thru 55; 160-290-58,60,63). The property has a General Plan land use designation and corresponding zoning of Community Commercial (CC). Access to the project will be provided through 8 separate entrances, 3 of which will be signalized. There is an existing signalized access on Mission Avenue, and 2 other signalized access points are proposed off of Foussat Road (one at Alex Road and one at the main entry to support turning movements at the existing bridge). In addition, there will be a right-in right-out access on Foussat Road and 4 other full access un-signalized driveways along the project's Pala Road frontage.

The San Luis Rey River is located north of the project site, and the Oceanside Municipal Airport is located to the west. Single family residential development is located east of the site, with Highway 76 and Mission Avenue to the south. Additional land uses in proximity to the site include a variety of industrial, commercial and residential uses.

The site is a prime location for a community shopping center with regional appeal due to the site's excellent visibility and access from the major northerly east-west corridors of Highway 76 and Mission Avenue, which provide regional linkage between Interstates 5 and 15. The size of the property also enables the scale of development necessary to provide a full range of complementary uses for retail shops and stores, restaurants and entertainment. The project has been designed to create a central core of larger stores and smaller specialty shops and restaurants, along with a cinema complex as an entertainment anchor. The site also provides

an area suitable for more local-serving uses, such as a specialty grocery store and convenience uses, and areas to site larger retailers with a regional draw. An overall goal is for the project to provide for a full range of retail opportunities and community amenities within the site complex that will result in a vibrant, active, center that will become a focal point in the region and the City.

TENTATIVE PARCEL MAP

The Tentative Parcel Map will divide the approximately 92-acre site into 10 total parcels, 9 of which will be for leasing purposes and 1 will be for permanent open space (Lot F, approximately 3.82 acres). Each commercial parcel includes building area, hardscape area, landscape area and parking area. There will be reciprocal parking and utility and maintenance agreements for the center.

The existing site is very level, with large areas of pavement associated with the former movie theaters that are now used for a weekly weekend only swap meet and other periodic events. Additional areas on site are largely disturbed and weedy, with a few scattered trees and shrubs. Grading work for the project will include import of approximately 459,000 cubic yards of fill material to allow for appropriate drainage and utilities to serve site development. Imported fill material will be obtained from an approved borrow site, and will be placed over the entire project site. In addition, this fill will provide flood protection for the site development, which is needed pending final certification of the San Luis Rey River levee project. Stormwater management and water quality was a major design consideration for the site, in order to address the parking and pavement areas associated with a major retail shopping center. The site plan incorporates landscaped swales distributed throughout the site that will receive runoff from the majority of the site areas in conjunction with other on-site drainage facilities.

The site is crossed by numerous underground and overhead utilities, including a major electric transmission corridor, a fuel pipeline, natural gas pipelines, as well as many water, sewer and storm drain lines. Site access, circulation, and parking were designed to completely avoid all overhead utility lines and poles, and building placement and site improvements respect necessary easements through the site.

Access to the shopping center will be from North Foussat Road, Mission Avenue and the extension of Pala Road along the project frontage. There will be major entries from signalized intersections at North Foussat Road and Mission Avenue. In addition, there will be secondary, unsignalized driveway entries into the shopping center from North Foussat Road and Pala Road. Pala Road is shown on the Oceanside Circulation Element as a secondary arterial, and the Pala Road right of way along the western project frontage is shown to be dedicated and constructed along the project frontage. It would terminate at the northern edge of the property boundary with a cul-de-sac bulb, suitable for a future extension of the road by the City per the

Circulation Element. Frontage improvements will also be constructed on North Foussat Road and Mission Avenue.

Street Vacation

There is a section of old Foussat Road right of way which crosses the site, and terminates at the SR76 right of way. This old section of street will not be needed as public right of way for the project, and vacation of the existing easement for public highway purposes is included as part of this application. There are a number of existing underground utilities within this alignment, and an easement for public utilities will be retained when old Foussat Road is vacated.

Underground Utilities Waiver Request

There are several existing overhead SDG&E power lines within the property, including major transmission facilities within an existing 200-foot wide easement crossing the property. In accordance with Section 901(G)3 of the Oceanside Subdivision Ordinance, a waiver is requested for all of the existing transmission lines, based on finding (a) that the existing overhead electric lines are transmission lines in excess of thirty-four thousand five hundred volts (34.5 kV). All proposed electrical distribution lines within the project will be installed underground.

DEVELOPMENT PLAN

The Pavilion project will include approximately 950,000 square feet of commercial uses, with a variety of retail shops in a wide range of sizes and merchandise, a movie theater, health club, and restaurants. There will be larger anchor tenants around the projects perimeters and a "main street lifestyle center" in the central portion of the site. There will be an emphasis on pedestrian activity and linkages throughout the center, with variety and interest in the store fronts. The pedestrian routes will be easily identifiable through the use of landscaping and enhanced pavement treatments. There will be single-story and two-story elements along main street which will create additional activity and visual interest making this a very inviting place to eat, shop and socialize.

The Development Plan as designed meets or exceeds all City development regulations for a Community Commercial zone, including standards related to building coverage, landscaping, parking, and setbacks. Findings for approval of the Development Plan are provided at the end of this document (see Attachment "A").

Architecture

Each building design uses consistent theme elements while recognizing operational and functional requirements, as well as uniquely detailed and individual facades. The use of layered architectural forms and colors provide a transition of scale to create a pedestrian-scale foreground. Variety in style, design elements, materials and color are used to providing visual

interest at the pedestrian level and from a greater distance. The use of patterned architectural and hardscape elements combine with strategically located trees, planters and landscaping that are located to enhance the character of the center. For larger structures, the use of textures, reveals to create pattern, trellised plantings, and varied height and massing complement the overall center design.

Proposed building materials include a wide variety of wall, roof and accent finishes to accomplish the character and uniqueness for the design. This includes glass, stucco, wood siding and lattice, metal siding with varied patterns, stone and wood accents for walls, roofing elements including standing seam metal, and copper elements, a variety of cloth and metal awnings, trellises, green screens, cornice and fascia treatments.

Landscape and hardscape areas are provided around the buildings and in the parking areas as shown on the site plan and Landscape Concept Plan.

Landscape Concept Plan

Article 11 of the City's Zoning Ordinance establishes the required landscaping for projects in the CC zone as 15%. The proposed project exceeds the minimum requirement by providing 18% of the net site area (excluding Pala Road dedication) in landscaping throughout the center. It is important to note that the 100-foot wide wildlife corridor provided on-site (3.82 acres total) is in addition to this 18%. The proposed landscape concept plan reflects a Southern California theme utilizing a variety of palms, flowering and evergreen trees and shrubs, including a number of native species. The plantings within the parking areas are designed to provide variety to help soften the expanse, and incorporate the landscaped drainage swales to enhance pedestrian linkages and broadened landscape setbacks throughout the center.

The more prominent trees to be used throughout the project include, Palms and Coast live Oak along the mainstreet lifestyle center, Strawberry trees in the parking bays, Olive in the pedestrian corridor, Torrey Pines and Sycamores along the perimeter, and Sycamores along the main spine. Shrubs and vines will include bird of paradise, acacia, bougainvillea, honeysuckle, Star jasmine and Trumpet Honeysuckle. Additional supplemental plant materials are provided which complement this theme throughout the entire site.

The hardscape in front of the buildings will be architecturally enhanced to soften the appearance and support the pedestrian environment. Decorative paving will be used in key pedestrian areas to provide an additional layer of interest and design for shoppers. Additionally, enhanced paving will be used along with plant materials and at internal intersections and at the central traffic circle, providing landscape features to accentuate traffic direction options, as well as to cue slower traffic speeds for the pedestrian environment.

As a focal point of the lifestyle portion of the center, the plaza area in front of the multiplex cinema showcases a pavilion, flagstone/raised lawn amphitheater, children's wet deck, signature theater fountain, and a DG courtyard. Patios and plazas will face onto the plaza

from nearby shops and cafes, offering views to this activity area and down mainstreet.

As part of the project design, outdoor spaces and features have been incorporated to provide opportunities for social and cultural interaction. These elements provide for another layer of activity and interest within the center, that will contribute to the landscape and architectural design elements to create a sense of place unique to this location and community. Landscape elements are incorporated, particularly throughout the central lifestyle portion of the site incorporating pedestrian and open space areas such as the themed paseo gardens, water features and boulder gardens. These have been planned to accommodate a multitude of daily and special events with areas for exhibiting art that relates to both the Native American art and history, as well as the rich culture of Oceanside today. Planting choices have been made that reflect the local and regional plant palette. Paving, plazas and paseos have and will continue to be designed to reflect the local history and culture with accent paving designs, historical plaques, art and areas designated for exhibitions and events.

The project's relationship to adjacent roadways is articulated by a broad landscaped boundary along Mission Avenue and with landscaped setbacks along Foussat Road and Pala Road. A broad landscaped connecting route is provided along the Pala frontage, just east of the Foussat Bridge that will provide a convenient linkage between the existing levee bicycle trail and the core of the shopping center. Pedestrian and bicycle linkages are provided throughout the center, as illustrated on the Landscape Concept Plan.

Wildlife Corridor

The project design has been modified to provide approximately 3.82 acres (100-foot wide) along the eastern project boundary as open space (Parcel F). This area would remain undeveloped and be revegetated to serve as a habitat corridor and linkage. This area is adjacent to an existing 100– foot wide SDG&E fee-owned transmission corridor, and when combined with the onsite corridor would provide a 200-foot wide corridor primarily for gnatcatcher movement to meet the intent of the Draft HCP. This is based on recommendations of a Science Review Panel to provide habitat connectivity. There is an existing 20-foot storm drain box near the eastern edge of the corridor, along with some underground water and sewer lines. The project proposes to do some minor grading to recontour this area to accommodate stormwater drainage, and revegetate this area with native fire-resistive coastal sage scrub species that will enhance this area for gnatcatcher movement.

Bus Transit Stop

As this shopping center will be a focal point for City and North County activity, the applicant has worked with the North County Transit District to provide a suitable location for a bus transit stop within the project. This stop will be an asset to the Center as well as the large ridership base that uses the Mission Avenue transit corridor. It will also be a great benefit to future workers on the site who don't want to drive to work. The stop, which can accommodate up to 4 buses at one time, is located at the southeast corner of the main pedestrian promenade to conveniently allow pedestrians direct access to this area, which also provides pedestrian connections to other areas within the overall center, and gives the buses a

direct route in and out of the center to this onsite bus stop. It has been designed such that buses can enter and exit the shopping center at the Mission Avenue signalized intersection, to most efficiently continue through route service along this transportation corridor.

Sign Program

The project design includes a signage package that makes provisions for both site and tenant/building signage. There is a main project identification sign proposed at the corner of North Foussat Road and Highway 76, with entry monument signs at 5 of the key drive entries into the center. To facilitate orientation and movement through the shopping center, there are provisions for directional signs for both vehicles and pedestrians. Tenant/building sign criteria incorporates standards to encourage creative tenant signage as a design element contributing to the overall shopping experience, while establishing limits and quality provisions consistent with the center's image.

CONDITIONAL USE PERMITS

Five (5) Conditional Use Permits are proposed, including three drive-through facilities, a movie theater, and health club. Each of these uses are described in more detail below. Findings for approval of the Conditional Use Permits are provided at the end of this document (see Attachment "B").

Drive-through uses

The drive-through uses will be located within Parcels B, C and D. Specific tenants have not yet been identified, but this application includes typical design elements that would be suitable for these building pads. The general building siting, drive-through lane configuration and parking layout are shown for each building. The pad configurations include building footprints which show drive-through stacking to accommodate 5 cars. Access to each site will be provided from the internal circulation drives.

Health Club

The 40,000 square foot health club will be located within Parcel G, in the northeastern portion of the project site. Access to the health club is from the internal circulation drives. The location on the site is ideal to accommodate the parking and peak use fluctuations for such uses, located away from prime retail activity areas, but in proximity to complement the range of uses in the center. The architectural design of this facility will be consistent with the overall center, incorporating a variety of materials, tower and roof elements.

Movie Theater

The 60,000 square foot multi-plex movie theater is centrally located in the northerly portion of the site (Parcel H), as the focal anchor at one end of the lifestyle and "main street" area. There will be an emphasis on pedestrian linkages within the center between all uses and the central activity spine that filters into the movie theater. The large parking field needed to serve the theater has been strategically located on the north side of the building keeping those vehicles largely away from the pedestrian dominated south side of the movie theater. This was

important in the design of the center because the south side of the theater includes the main social gathering place created by the small amphitheater, play area, water features, lawn areas and landscaping at the "end of main street". This area, combined with the theater, will be a major hub of social activities within the center.

SUMMARY

The development of a community shopping center at this location will attract and serve consumers from all over North County. The varied sizes and types of tenants that can be accommodated in this regional setting will create a vibrant "lifestyle center" bringing together entertainment, shopping, dining and recreational amenities. The success of this shopping center will significantly benefit the City by generating revenue through sales tax dollars, creating employment opportunities for local residents, and providing convenient services for residents and visitors in a high quality shopping environment.

ATTACHMENT "A"

FINDINGS FOR THE DEVELOPMENT PLAN
THE PAVILION AT OCEANSIDE

The City of Oceanside Zoning Ordinance stipulates that five specific findings must be made before a Development Plan can be adopted. This proposal meets those conditions as follows:

1. The site plan and physical design of the proposed project is consistent with the purposes of the Zoning Ordinance because it meets the intent of the development regulations and design standards over the entire site and it provides amenities in excess of those required.

2. The Development Plan as proposed, conforms to the City's General Plan because the proposed uses and intensity are consistent with the Land Use Element requirements established for the site, it will provide valuable services to the surrounding communities, and it will be a great source of tax revenue dollars for the City.

3. The area covered by the Development Plan can be adequately, reasonably and conveniently served by existing and planned public services, utilities and public facilities because said provisions have been successfully incorporated into the proposed design.

4. The proposed development is compatible with existing surrounding land uses because the site is proposed to be developed under the regulations the City previously established for the site. The project design includes two key features that will provide a buffer between the residential uses to the east and the new commercial development: a 100-foot open space corridor along the eastern property line, which is closest to the residential community to the east (located another 100 feet from the project boundary); and a solid wall that will also serve as a visual and acoustical barrier.

5. The site plan and physical design of the proposed project is consistent with Section 1.24 and 1.25 of the General Plan Land Use Element because it has very minimal impact to sensitive habitats and the site does not contain significant topographical features as defined by the Ordinance.

ATTACHMENT "B"

FINDINGS FOR THE CONDITIONAL USE PERMITS
THE PAVILION AT OCEANSIDE

The City of Oceanside Zoning Ordinance stipulates that five specific findings must be made before the 5 proposed Conditional Use Permits can be adopted. This proposal meets those conditions as follows:

1. The three drive-through uses, health club, and movie theater will be located on a commercially designated and zoned property which provides for a variety of commercial uses, including those proposed. The site is regionally oriented, located just north of, and visible from, Highway 76, with access via the Circulation Element roadways of Mission Avenue and Foussat Road/ Pala Extension. The individual sites for these uses include ample, centrally located parking to meet the needs of the customers while not impacting other uses. The proposed uses are therefore in compliance with the Zoning Ordinance and appropriate for a site of this nature.

2. The five (5) conditional use permits are consistent with the General Plan in that they contribute to the ability of the project to provide a variety of retail and commercial services in an efficient manner at a major intersection. These uses will not be detrimental to the public health, safety or welfare of neighbors nor will they be detrimental to improvements in the vicinity. They will comply with all codes and regulations that apply to their use.

3. The proposed conditional uses will comply with appropriate City Ordinances and conditions as approved by the Planning Commission and/or City Council.