

CONDITIONS OF APPROVAL

Pursuant to Section 11.5.7 of the Los Angeles Municipal Code, the following conditions are hereby imposed upon the use of the subject property:

1. **Use.** All other use, height and area regulations of the Municipal Code, the Coliseum District Specific Plan, and all other applicable government/regulatory agencies shall be strictly complied with in the development and use of the property, except as such regulations are herein specifically varied or required.
2. **Development.** The use and development of the property shall be in substantial conformance with the application and with Exhibit "A", except as may be revised as a result of this action. Minor deviations may be allowed in order to comply with provisions of the Municipal Code, the subject conditions, and the intent of the subject authorization.
3. **Graffiti.** All graffiti on the site shall be removed or painted over to match the color of the surface to which it is applied within 24 hours of its occurrence.
4. A copy of the first page of this grant and all Conditions and/or any subsequent appeal of this grant and its resultant Conditions and/or letters of clarification shall be printed on the building plans submitted to the Development Services Center and the Department of Building and Safety for purposes of having a building permit issued.

Project Permit Compliance

5. **Site Development.** Except as modified herein, the project shall be in substantial conformance with the conceptual architectural and landscape plans, renderings, and materials submitted by the Applicant, stamped Exhibit "A". No change to the plans shall be made without prior review by the Department of City Planning and written approval of the Director of Planning. Each change shall be identified and justified in writing. Minor deviations may be allowed in order to comply with the provisions of the Municipal Code, or the project conditions.
6. **Modifications.** Modifications which increases the square footage of building(s) or structure(s) shall be required to comply with the requirements and obtain the necessary approvals pursuant to the Coliseum District Specific Plan.
7. **Lighting.** Outdoor lighting shall be designed and installed with shielding, such that the light source cannot be seen from adjacent residential properties, the public right-of-way, nor from above.
8. **On-Site Signs.** The project shall submit plans to the Expedited Processing Section that clearly show the size, shape, color, and dimensions of all proposed for review and approval.
9. **Trash and Recycling.**
 - a. All trash collection and storage areas shall be located on-site and shall be screened from visibility from the public right-of-way.
 - b. Trash receptacles shall be stored in a fully enclosed building or structure, constructed with a solid roof, at all times.
 - c. Trash/recycling containers shall be locked when not in use.

10. **Mechanical and Rooftop Equipment Screening.** Any structures on the roof, such as air conditioning units and other equipment, shall be fully screened from view of any abutting properties and the public right-of-way. All screening shall be setback at least five feet from the edge of the building.
11. **Electric Vehicle Parking.** The project shall include at least 20 percent of the total code-required parking spaces capable of supporting future electric vehicle supply equipment (EVSE). Plans shall indicate the proposed type and location(s) of EVSE and also include raceway method(s), wiring schematics and electrical calculations to verify that the electrical system has sufficient capacity to simultaneously charge all electric vehicles at all designated EV charging locations at their full rated amperage. Plan design shall be based upon Level 2 or greater EVSE at its maximum operating ampacity. Of the twenty percent EV Ready parking, five percent of the total code required parking spaces shall be further provided with EV chargers to immediately accommodate electric vehicles within the parking areas. When the application of either the required 20 percent or five percent results in a fractional space, round up to the next whole number. A label stating "EVCAPABLE" shall be posted in a conspicuous place at the service panel or subpanel and next to the raceway termination point.
12. **Solar Panels.** The project shall dedicate a minimum of 15 percent of the museum's roof for the installation of a photovoltaic system.
13. **Open Space.** The project shall include landscaped open space in substantial conformance approved plans in City Planning Department case file No. CPC-2016-4121-GPA-SP-SPP stamped Exhibit "A". The landscaped open space shall be generally accessible to the public and Museum and park guests, visitors, invitees and employees, subject to reasonable rules, regulations and security measures, including hours of use, as determined by the Museum in consultation with the Council office for the district in which the museum is located, as well as the General Manager for Exposition Park. The Museum may exclude individuals who do not comply with such rules and regulations from the landscaped open space. The Museum may use portions of the landscaped open space for displays and programs associated with the Museum, Museum collection, Museum activities and Museum sponsors. The Museum shall be responsible for all costs associated with maintaining and operating the landscaped open space, including security. The landscaped open space shall be maintained in good order and repair. The landscaped open space (and portions thereof) may be closed periodically by the Museum for special Museum events, including programs, openings, exhibitions, fundraisers, civic gatherings, exhibit installations, and periodic maintenance. The landscaped open space areas may include gardens, landscaping, hardscaping, pedestrian paths, walkways, walls, fences, fountains, gazebos, pergolas, lighting, and benches and other seating, and tables, whether or not shown on Exhibit A. The landscaped open space may include outdoor dining areas associated with restaurants that are part of the Museum. The Museum shall have the right to locate portions of the Museum building and associated structures over portions of the landscaped open space shown in Exhibit A, and the Museum shall have the right to modify the design of the landscaped open space, subject to the review of the Director of Planning as set forth in Section 6.A.1.a of the Coliseum Specific Plan.
14. **Soccer Field.** In connection with the development of the Museum, the Museum shall relocate and rebuild the existing soccer field on the Project site to the corner of Martin Luther King Boulevard and Vermont Street in substantial conformance with be the preliminary dimensioned plans for the soccer field set forth in approved plans in City Planning Department case file No. CPC-2016-4121-GPA-SP-SPP, included in Exhibit "A" and shall be subject to the following:

- a. The field shall be constructed using an all-weather turf field and sub-base drainage.
- b. Continuous foundation grade curbing shall be installed around the entire perimeter of the field.
- c. The field shall include the appropriate soccer field markings.
- d. The field shall include appropriate lighting.
- e. The new field shall include electrical to support the field lighting and shall include electrical outlets within the restrooms and storage units.
- f. The field shall include any necessary irrigation for the all-weather turf and landscape planted areas.
- g. Construction of the field shall also include a concrete path around soccer field.
- h. The perimeter of the field shall include landscaped planting.
- i. The newly constructed restroom and storage facilities shall not to exceed the square footages of the existing facilities.
- j. The new field shall include a drinking fountain.
- k. Fencing shall be installed around the field, consistent with City regulations.
- l. The field area shall include a vehicle gate and a pedestrian gate.
- m. Movable bleachers shall be installed with a capacity not to exceed that of the existing bleachers. The existing bleachers may be relocated if feasible.

The Museum shall secure from the State of California such rights as are necessary to complete the relocating and rebuilding of the soccer field. The Museum shall be responsible for all costs associated with relocating and rebuilding the soccer field. Upon completion of the rebuilding of the soccer field and the determination of the State of California that the soccer field has been relocated and rebuilt in substantial conformance with the requirements of Exhibit A, the Museum's obligations with respect to the soccer field shall be completed, and the Museum shall have no further obligations with respect to the soccer field.

15. **Museum of Narrative Art Local Access and Education Program.** The Museum shall establish a Local Access and Education Program (LEAP) to inspire and educate neighborhood students and residents generally located within a three-mile radius of the Museum. The LEAP will engage with area residents and students through innovative programs to explore the many narrative art forms represented in the Museum's collection and exhibitions. Participants may engage with artists, educators, and staff, and be afforded opportunities for creative expression through the many forms of narrative art. LEAP elements will include collaborations with area schools, cultural institutions, and organizations, faith institutions and civic organizations designed to offer diverse opportunities for arts participation and to enhance the creative capacity of the community. The LEAP will be flexible, evolving and developing in order to meet the changing needs and desires of local students and residents. The LEAP will coordinate with area school districts, community colleges, universities and the Department of Cultural Affairs to supplement and augment existing programs in the primary outreach area for the Museum and to expand the reach of the Museum to other areas of the City.
16. **Engaging Local Artists.** The Museum will establish a Local Artists Program to engage local and community artists who live and/or work within a three-mile radius of the Museum in a broad spectrum of programs within the Museum. In connection with the Local Artist Program, artists in a range of media and technologies may provide instruction in Museum education programs, demonstrations in public events, or mentoring roles in apprenticeship programs onsite or at other locations. Local artists' works will be considered for curated temporary exhibition projects, and for the permanent collection, as appropriate through the Museum's professionally curated review process and acquisitions procedure. The Local Artists Program will coordinate with area school districts, community colleges, universities, and the Department of Cultural Affairs to supplement and augment existing

programs in the primary outreach area for the Museum and to expand the reach of the Museum to other areas of the City.

17. **On-site Infiltration.** The first flush runoff from the plaza will be directed to a vertical drywell along Vermont Street. The project will seek to incorporate additional infiltration and/or reuse of runoff within the areas between the western perimeter of the garages and Vermont Street and between the two garage, and will also explore other opportunities for infiltration on the project site. Such infiltration may occur on the surface or below the surface via perforated infiltration pipes, drywells, or other measures.
18. **Recreation and Parks - Lease Agreement.** The Department of Recreation and Parks shall modify the Ground Lease – Athletic Field Agreement with the State of California to release Lots 101 and 102, owned by the Department of Recreation and Parks, from the lease agreement. The Department of Recreation and Parks shall transfer Lots 101 and 102 to the State. The lease agreement is necessary to facilitate control of the property to the State as part of the project.

Environmental Conditions

19. Air Quality and Greenhouse Gas Emissions

a. Construction Phase

- i. Haul trucks shall be staged on-site in the vacant parking areas within Exposition Park. Haul truck staging plan shall be subject to review by the City of Los Angeles Department of Building and Safety and the Department of Transportation. Trucks shall be called to the site by radio dispatch.
- ii. Diesel-powered equipment shall be located as far away as possible from sensitive land uses and areas.
- iii. Grading activities shall be restricted on exceedingly windy days (winds in excess of 25 mph) when fugitive dust emissions are likely to be carried off-site. All truckloads of export debris shall be covered or shall provide at least 2 feet of freeboard.
- iv. Ground wetting shall be required in accordance with SCAQMD Rule 403 for dust control during grading and construction.
- v. Contractors shall cover any stockpiles of soil, sand and similar materials.
- vi. Equipment engines shall be maintained in proper tune.
- vii. Construction equipment shall be shut off to reduce idling when not in direct use for extended periods of time.
- viii. Contractors shall discontinue construction activities during second-stage smog alerts.
- ix. Off-road diesel-powered equipment used on-site for an aggregate of 40 or more hours during any portion of the construction activities shall meet Tier 4 standards.

b. Operational Phase Mitigation

- i. To reduce the traffic-related air quality impact on the affected intersections, the Proposed Project shall implement the required traffic management measures described in Section IV.C.6 of the EIR (Traffic, Parking, and Access) the Traffic Study.
- ii. The Proposed Project applicant shall comply with all requirements of the South Coast Air Quality Management District's Regulation 15, which attempts to reduce employee vehicle trips through the implementation of various transportation management strategies.

20. Archaeological and Paleontological Resources

- a. Recordation. Demolition of any historic fabric shall be documented in a report consistent with Historic American Buildings Survey (HABS) standards. The report shall document the significance and physical condition of the historic resources proposed for demolition, both historic and current, photographs, written data, and text. The documentation shall include:
 - iii. A brief written historic and descriptive report shall be completed in narrative format, including an architectural data form.
 - iv. A site plan on 8" x 11" paper showing the location of the buildings should be included. This site plan shall include a photo-key.
 - v. A sketch floor plan on 8" x 11" paper shall accompany each architectural data form.
 - vi. Large format (4" x 5" or larger negative size) photographs in accordance with HABS guidelines. Views shall include several contextual views, all exterior elevations, detailed views of significant exterior architectural features, and interior views of significant historical architectural features or spaces.
 - vii. Field photographs (35 mm) based on HABS guidelines. Views as detailed in large format photographs.
 - viii. The report shall include copies or prints of any available original plans and historic photographs.
 - ix. Archival stable reproductions of any available significant historic construction drawings and photographs.
- b. A qualified paleontologist shall be retained to perform periodic inspections of excavation and grading activities of the Project Site where excavations into any older Quaternary Alluvium may occur. The services of a qualified paleontologist shall be secured by contacting the Natural History Museum of Los Angeles County. The frequency of inspections shall be based on consultation with the consulting paleontologist and will depend on the rate of excavation and grading activities, the materials being excavated, and if found, the abundance and type of fossils encountered. Monitoring shall consist of visually inspecting fresh exposures of rock for larger fossil remains and, where appropriate, collecting wet or dry screened sediment samples of promising horizons for smaller fossil remains.

If a potential fossil is found, the paleontologist shall be allowed to temporarily divert or redirect grading and excavation activities in the area of the exposed fossil to facilitate evaluation and, if necessary, salvage. At the paleontologist's discretion and to reduce any construction delay, the grading and excavation contractor shall assist in removing rock samples for initial processing. Any fossils encountered and recovered shall be prepared to the point of identification and catalogued before they are donated to their final repository. Any fossils collected should be donated to a public, non-profit institution with a research interest in the materials, such as the Natural History Museum of Los Angeles County. Accompanying notes, maps, and photographs shall also be filed at the repository. If fossils are found, following the completion of the above tasks, the paleontologist shall prepare a report summarizing the results of the monitoring and salvaging efforts, the methodology used in these efforts, as well as a description of the fossils collected and their significance. The report shall be submitted by the applicant to the lead agency, the Natural History Museum of Los Angeles County, and representatives of other appropriate or concerned agencies to signify the satisfactory completion of the Project and required mitigation measures.

21. Geology/Seismic Hazards

- a. All structures to be constructed or renovated as part of the Proposed Project shall be designed as required by either the Uniform Building Code for structures within Seismic Zone 4, or other pertinent State and/or City building codes (such as Division 23, Section 91.2305 of the City of Los Angeles Building Code), to withstand the expected ground motions.
- b. A comprehensive geotechnical investigation shall be prepared to the satisfaction of the responsible State and/or City reviewing agencies. The investigation shall verify the soil conditions under the proposed structures and derive the pile capacities.
- c. All grading activities shall be in compliance with specific recommendations and requirements provided in the geotechnical report prepared for the Proposed Project, subject to review and approval by the appropriate State and/or City responsible agencies.
- d. A copy of the foundation report and/or supplements and approval letter shall be attached to the State and/or City office and field sets of plans, with one copy of the foundation report and/or supplements submitted to the State and/or City plan checker prior to the issuance of the permit.
- e. During construction, all grading shall be carefully observed, mapped, and tested by the project engineer. All grading shall be performed under the supervision of a certified engineering geologist and/or soils engineer in accordance with the applicable provisions of the State and/or City Building Codes to the satisfaction of the State and/or City building and safety authorities. The responsible engineer shall review and approve the foundation plan and/or the excavation/shoring plan prior to the issuance of any permits.
- f. The geologist or the soils engineer shall inspect and approve all fill and subdrain placement areas prior to placing fill.
- g. Haul route approval for the transport of graded and excavated earth materials and removed building materials to receptor sites and/or local landfills shall be obtained from the City of Los Angeles Department of Building and Safety and/or other responsible City agencies. Haul routes for the transport of such materials shall be established, where possible, through nonresidential areas so as to minimize the effects of noise, and shall maximize, where possible, the distance traveled on major arterials.
- h. Discarded building and/or earth materials containing any hazardous materials, primarily asbestos, shall be disposed of in accordance with all applicable local, state, and federal regulations.
- i. To the maximum extent feasible, uncontaminated graded materials shall be transported off-site to a receptor site needing imported fill material. Landfills shall only be considered as a last resort disposal option for materials from the site.
- j. Prior to the issuance of building permits, if the soils and/or perched groundwater beneath the site are found to be contaminated, the City of Los Angeles Fire Department shall be notified and provided with a summary of all local, state, county, and federally required remediation activities and submit evidence of compliance.

- k. Where encountered on the site, perched groundwater or saturated soils should be removed to the extent feasible or necessary.
- l. During the construction plan and haul route approval process, the project contractor shall consult with the LAUSD Transportation Branch to address potential impacts upon existing pedestrian and school bus routes. Contractors must guarantee that safe and convenient pedestrian routes to school are maintained. The project contractor shall install appropriate traffic controls (signs and signals) as needed to ensure pedestrian and vehicular safety. The project contractor shall fund crossing guards for safety of students, as needed, during construction activities at impacted crossings.

22. Noise

- a. The Applicant shall comply with the construction hours as specified by the City LAMC Noise Ordinance, Chapter IV, Section 41.40, which prohibits construction before 7:00 a.m. or after 9:00 p.m. Monday through Friday, before 8:00 a.m. or after 6:00 p.m. on Saturday or any national holiday, and at anytime on Sunday.
- b. The Applicant shall prepare a construction-related traffic plan detailing proposed haul routes and staging areas for the transportation of materials and equipment, with consideration for sensitive uses in the neighborhood. A traffic and parking plan for the construction phase will be submitted for approval by LADOT and the Department of Building and Safety prior to the issuance of any permits. Haul trucks shall not be permitted to travel along local residential streets.
- c. Adjacent museums and residents shall be given regular notification of major construction activities and their durations. A visible and readable sign (at a distance of 50 feet) shall be posted on the construction site identifying a telephone number where residents can inquire about the construction process and register complaints.
- d. During construction, the Project contractors shall muffle and shield intakes and exhaust, shroud and shield impact tools, and use electric-powered rather than diesel-powered construction equipment, as feasible.
- e. The perimeter of the Project Site (including the ancillary outbuildings proposed to be demolished) shall be enclosed with a temporary barrier wall for security and noise protection purposes. This barrier wall shall consist of a solid, heavy vinyl material or 0.75-inch plywood positioned to block direct line of sight from the active construction. The noise barrier shall provide a minimum 5 dBA reduction at Receptor Locations R5 and R7, a minimum 8-dBA reduction at Receptor Location R1, a minimum 9-dBA reduction at Receptor Location R6, a minimum 11-dBA reduction at Receptor R2, and a minimum 13-dBA reduction at Receptor Location R3, as shown in the Fourth Addendum.
- f. The outdoor amplified sound systems shall be designed so as not to exceed a maximum noise level of 80 dBA Leq-1hr at a distance of 25 feet from the amplified sound systems within the fifth level outdoor space and 88 dBA Leq-1hr at a distance of 25 feet for the amplified sound system associated with special events at the ground level.

23. Public Services

- a. Plot plans for the proposed renovation shall be submitted to the Los Angeles Police Department's Crime Prevention Section for review and comment. Security features subsequently recommended by the LAPD shall be implemented to the extent feasible.
- b. Building plans shall be filed with the LAPD Southwest Area Commanding Officer. Plans shall include access routes, floor plans, evacuation routes, and any additional information that might facilitate prompt and efficient police response.
- c. Security features shall be provided on the construction site(s), such as guards, fencing, and locked entrances.
- d. Landscaping shall not be planted in a way that could provide cover for persons tampering with doors or windows of commercial facilities, or for persons lying in wait for pedestrians or parking lot users.
- e. Additional lighting shall be installed where appropriate as determined in consultation with the LAPD.
- f. Safety features shall be incorporated into Proposed Project to assure pedestrian safety, assist in controlling pedestrian traffic flows, and avoid pedestrian/vehicular conflicts on-site. Safety measures may include provision of security and traffic control personnel; clearly designated, well-lighted pedestrian walkways on-site; special street and pedestrian-level lighting; physical barriers (e.g., low walls, landscaping), particularly around the perimeter of the Coliseum, to direct pedestrians to specific exit locations that correspond to designated crosswalk locations on adjacent streets.
- g. A Security Plan shall be developed and implemented by the Applicant, in consultation with the LAPD, outlining the security services and features to be provided in conjunction with the Proposed Project. Security features may include but are not limited to the provision of a private on-site security force, implementation of a surveillance system, installation of locks and alarms on entryways where appropriate, security and parking lot lighting, "spotters" to survey parking lots, and maximum accessibility for emergency service personnel. The plan shall be reviewed by the LAPD, and any provisions pertaining to access shall be subject to review by the LADOT. A copy of the Plan shall be provided to the LAPD Southwest Area Commanding Officer.
- h. An Emergency Procedures Plan shall be established and implemented by the Applicant outlining guidelines and procedures in the event of civil disturbance, evacuation, and other types of emergencies. The plan shall be subject to review by the LAPD, and any provisions pertaining to access shall be subject to review by the LADOT. A copy of the Plan shall be provided to the LAPD Southwest Area Commanding Officer.
- i. Traffic control personnel may be provided on adjacent roadways and in parking areas during Coliseum events and immediately preceding and following events to help prevent vehicles and pedestrians from obstructing emergency access.

24. Public Utilities

- a. During the design process, the Applicant should consult with the Los Angeles Department of Water and Power, Efficiency Solutions Business Group, regarding

possible energy efficiency measures. The Applicant shall incorporate measures to meet or, if possible, exceed minimum efficiency standards for Title XXIV of the California Code of Regulations.

- b. The Project Applicant shall be required to comply with any improvements necessary to meet Los Angeles Fire Department fire-flow requirements for the Proposed Project.
- c. The Proposed Project shall incorporate water saving techniques as required by the City of Los Angeles' mandatory water conservation program (Ordinance Nos. 166,080 and 163,532). Water conservation measures described in the ordinance include, but are not limited to, the following:
 - i. As necessary, the Project Site shall be landscaped with drought-tolerant/indigenous species (xeriscape).
 - ii. Low flow flush valves and shower head water-conservation devices shall be installed in all restroom and/or locker room facilities.
 - iii. Automatic sprinkler systems should be set to irrigate landscaping during early morning hours or during the evening to reduce water losses from evaporation. However, care must be taken to reset sprinklers to water less often in cooler months and during the rainfall season so that water is not wasted by excessive landscape irrigation.
 - iv. Reclaimed water should be investigated as a source to irrigate large landscaped areas, including the grass playing field.
 - v. On-site recycling of drainage from water used for playing field irrigation should be investigated.
 - vi. Recirculating hot water systems which can reduce water waste in long piping systems where water must be run for considerable periods before hot water is received at the outlet should be investigated.
Plumbing fixtures should be selected which reduce potential water loss from leakage due to excessive wear of washers.

25. Transportation/Traffic.

- a. To facilitate movement of vehicles, the LAPD and LADOT staff shall have the authority to implement turn restrictions, parking prohibitions, lane closures, barriers/cones, and flexible signage. There shall be a temporary command post available on the site to control and monitor traffic conditions. The area shall be split up into zones, with an engineer assigned to each zone. These engineers would have the authority to react to situations and change restrictions if necessary.
- b. Real time radio alerts and broadcasts via Highway Advisory Radio (HAR) shall be located where LADOT deems appropriate.
- c. Project implementation shall include the development of a carpool incentive system to reduce the number of overall vehicle trips.
- d. Turn prohibitions shall remain in place on game days. Such prohibitions are changed both within and between game days based on the most current traffic conditions and to reflect current best practices based on the City's extensive experience implementing traffic control for Coliseum events.
- e. Prior to the start of construction, a Construction Management Plan shall be prepared and submitted to the City for review and approval. The Construction Management Plan will formalize how construction would be carried out and identify specific actions that

would be required to reduce effects on the surrounding community. The Construction Management Plan shall be based on the nature and timing of the specific construction activities and other projects in the vicinity of the Project Site, and shall include, but not be limited to, the following elements, as appropriate:

- Provision of on-site parking for all construction workers.
- Staging of all construction vehicles, equipment, and materials on the Project Site.
- Scheduling of construction activities (worker schedules, haul truck traffic, and deliveries) to reduce the effect on traffic flow on surrounding arterial streets.
- Scheduling of construction-related deliveries, haul trips, etc. so as to occur outside the commuter peak hours to the extent feasible.
- Coordinate construction activities with LAFC construction to minimize traffic and other cumulative impacts.

Administrative Conditions of Approval

26. **Approval, Verification and Submittals.** Copies of any approvals, guarantees or verification of consultations, review or approval, plans, etc., as may be required by the subject conditions, shall be provided to the Department of City Planning for placement in the subject file.
27. **Covenant.** Prior to the issuance of any permits relative to this matter, an agreement concerning all the information contained in these conditions shall be recorded in the County Recorder's Office. The agreement shall run with the land and shall be binding on any subsequent property owners, heirs or assign. The agreement must be submitted to the Department of City Planning for approval before being recorded. After recordation, a copy bearing the Recorder's number and date shall be provided to the Department of City Planning for attachment to the file.
28. **Definition.** Any agencies, public officials or legislation referenced in these conditions shall mean those agencies, public officials, legislation or their successors, designees or amendment to any legislation.
29. **Enforcement.** Compliance with these conditions and the intent of these conditions shall be to the satisfaction of the Department of City Planning and any designated agency, or the agency's successor and in accordance with any stated laws or regulations, or any amendments thereto.
30. **Building Plans.** Page 1 of the grants and all the conditions of approval shall be printed on the building plans submitted to the Department of City Planning and the Department of Building and Safety.
31. **Corrective Conditions.** The authorized use shall be conducted at all time with due regards to the character of the surrounding district, and the right is reserved to the City Planning Commission, or the Director pursuant to Section 12.27.1 of the Municipal Code to impose additional corrective conditions, if in the Commission's or Director's opinion such conditions are proven necessary for the protection of persons in the neighborhood or occupants of adjacent property.
32. **Expediting Processing Section.** Prior to the clearance of any conditions, the applicant shall show that all fees have been paid to the Department of City Planning Expedited Processing Section.

33. **Indemnification and Reimbursement of Litigation Costs.**

Applicant shall do all of the following:

- a. Defend, indemnify and hold harmless the City from any and all actions against the City relating to or arising out of, in whole or in part, the City's processing and approval of this entitlement, including but not limited to, an action to attack, challenge, set aside, void or otherwise modify or annul the approval of the entitlement, the environmental review of the entitlement, or the approval of subsequent permit decisions or to claim personal property damage, including from inverse condemnation or any other constitutional claim.
- b. Reimburse the City for any and all costs incurred in defense of an action related to or arising out of, in whole or in part, the City's processing and approval of the entitlement, including but not limited to payment of all court costs and attorney's fees, costs of any judgments or awards against the City (including an award of attorney's fees), damages and/or settlement costs.
- c. Submit an initial deposit for the City's litigation costs to the City within 10 days' notice of the City tendering defense to the Applicant and requesting a deposit. The initial deposit shall be in an amount set by the City Attorney's Office, in its sole discretion, based on the nature and scope of action, but in no event shall the initial deposit be less than \$50,000. The City's failure to notice or collect the deposit does not relieve the Applicant from responsibility to reimburse the City pursuant to the requirement in paragraph (b).
- d. Submit supplemental deposits upon notice by the City. Supplemental deposits may be required in an increased amount from the initial deposit if found necessary by the City to protect the City's interests. The City's failure to notice or collect the deposit does not relieve the Applicant from responsibility to reimburse the City pursuant to the requirement (b).
- e. If the City determines it necessary to protect the City's interests, execute an indemnity and reimbursement agreement with the City under terms consistent with the requirements of this condition.

The City shall notify the applicant within a reasonable period of time of its receipt of any action and the City shall cooperate in the defense. If the City fails to notify the applicant of any claim, action or proceeding in a reasonable time, or if the City fails to reasonably cooperate in the defense, the applicant shall not thereafter be responsible to defend, indemnify or hold harmless the City.

The City shall have the sole right to choose its counsel, including the City Attorney's office or outside counsel. At its sole discretion, the City may participate at its own expense in the defense of any action, but such participation shall not relieve the applicant of any obligation imposed by this condition. In the event the Applicant fails to comply with this condition, in whole or in part, the City may withdraw its defense of the action, void its approval of the entitlement, or take any other action. The City retains the right to make all decisions with respect to its representations in any legal proceeding, including its inherent right to abandon or settle litigation.

For purposes of this condition, the following definitions apply:

“City” shall be defined to include the City, its agents, officers, boards, commission, committees, employees and volunteers.

“Action” shall be defined to include suits, proceedings (including those held under alternative dispute resolution procedures), claims or lawsuits. Actions includes actions, as defined herein, alleging failure to comply with any federal, state or local law.

Nothing in the definitions included in this paragraph are intended to limit the rights of the City or the obligations of the Applicant otherwise created by this condition.