

LATHAM & WATKINS LLP

355 South Grand Avenue
Los Angeles, California 90071-1560
Tel: +1.213.485.1234 Fax: +1.213.891.8763
www.lw.com

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January 13, 2015

Planning and Land Use Management Committee
Los Angeles City Council
City Hall
200 North Spring Street, Room 395
Los Angeles, CA 90012
Attn: Sharon Gin, Legislative Assistant

Re: Century City Center Project, Jan. 13, 2015
PLUM Committee Meeting, Agenda Item No. 12 (File No. 14-1130)

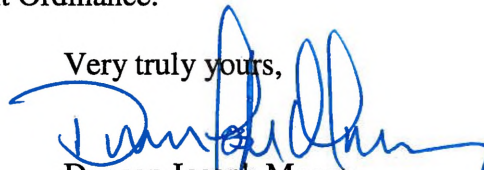
Dear Chair Huizar and Honorable Committee Members:

We write to respond to the latest last-minute letters submitted to the Committee yesterday by Benjamin M. Reznik of Jeffer Mangels Butler & Mitchell LLP ("JMBM") in opposition to the Century City Center Project. The two submittals offer comments on Planning Department's December 12, 2014 Errata to the Subsequent EIR for the Project.

The JMBM submissions offer nothing new. After waiting a month following the Errata's release, these letters recycle misleading and false claims and arguments that have been fully addressed by the City in the Subsequent EIR (including its Responses to Comments and the Errata), and in our prior communications during the Project's hearing process. Nothing in the JMBM letters changes or calls into question the robust analysis contained in the Subsequent EIR, and the conclusions regarding the Project's significant environmental effects are unchanged.

Due to the very short time between receipt of the JMBM letters yesterday and today's hearing, we are providing the Committee with summary responses to JMBM's claims in Attachment A hereto. As demonstrated in Attachment A, those claims are without merit and do not require further consideration. Based on this submission and the voluminous substantial evidence supporting the Project's approval in the Committee's record, we respectfully request that you deny the appeals, certify the EIR and the Planning Department's Errata, and approve the Project and the Development Agreement Ordinance.

Very truly yours,



Duncan Joseph Moore
of LATHAM & WATKINS LLP

Attachment

ATTACHMENT A

This attachment provides responses to two letters submitted to the PLUM Committee on January 12, 2015 by Benjamin M. Reznik of Jeffer Mangels Butler & Mitchell LLP (“JMBM”) and Environ Corp. These letters, which were submitted to the Committee less than 24 hours before the Committee’s hearing on the Century City Center Project (“Project”), were provided on behalf of One Hundred Towers, LLC/Entertainment Center, LLC, Watt Plaza, and Beverlywood Homes Association.

The first letter (“JMBM Letter”) is dated January 12, 2015 and is eight pages in length, with an attachment. The second letter, also dated January 12, 2015, attaches a five page letter from Environ Corp. (together, the “Environ Letter”).

JMBM Letter

- Claim: The trip generation study supporting the Project’s request under CCNSP Section 6 failed to “show its work” and therefore the City Planning Commission’s approval of the request is “unsupported.” (JMBM Letter, p. 2.)
 - Response: This claim repeats claims made on the draft Subsequent EIR, and has been fully addressed in Topical Response 5 of the Responses to Comments in the Final Subsequent EIR, and in several letters submitted by the Applicant, including the September 11, 2014 letter to the PLUM Committee. The trip generation study fully supported all of its assumptions, and the Planning Commission approved the Applicant’s request under CCNSP Section 6 based on substantial evidence.
- Claim: Traffic and parking count data for the traffic study are not provided in the record, and off-site parking data at Westfield are unverified. (JMBM Letter, pp. 2-3.)
 - Response: This claim has been fully addressed in the record numerous times, including in the Gibson Trip Generation Memo (Appendix F to the Transportation Study), Topical Response 5 in the Final Subsequent EIR, and several of the prior letters submitted by the Applicant, including the September 11, 2014 letter to the PLUM Committee. Traffic and parking count data have been provided, and all off-site parking data has been verified.
- Claim: Mr. Gibson’s testimony at the May 8, 2014 Planning Commission meeting regarding data relied upon for the trip generation study is unsupported because that data is not included in the record, including the 2011 Century City-wide traffic survey conducted by the Century City Transportation Management Organization. (JMBM Letter, p. 3.)
 - Response: This claim was fully addressed in the Applicant’s September 11, 2014 letter to the PLUM Committee, which explained that all supporting information for the trip generation study was provided to LADOT. Additionally, the 2011 Century City-wide employee density survey conducted by the Century City

Transportation Management Organization, which is apparently the information requested in the JMBM Letter, was attached to the Applicant's September 11, 2014 letter and has been included as Appendix AO to the Final Subsequent EIR.

- Claim: The City failed to provide responses to comments submitted after release of the Final EIR. (JMBM Letter, p. 3.)
 - Response: This claim was fully addressed in the Applicant's September 11, 2014 letter to the PLUM Committee. First, virtually all of the comment letters submitted by this appellant and its consultants at every stage of the environmental review process for the Project were substantively identical, and comments which received full and complete responses in the Responses to Comments in the Final Subsequent EIR were raised again at each subsequent stage of the process. Second, nothing in CEQA or the LAMC requires the City Planning Commission to respond to every comment made in its Determination, after publication of the Final Subsequent EIR and the responses to comments contained therein.
- Claim: The traffic study identifies only the leased rates of office buildings used in the empirical study, and not actual occupancy rates. Appendix AO provides total occupancy amounts, but not occupancy rates. (JMBM Letter, p. 3.)
 - Response: JMBM has made erroneous claims regarding the role of building occupancy in the trip generation study on many occasions, all of which have been fully addressed in the Subsequent EIR. Topical Response 5 explains the methodology used in the trip generation study, including the surveys of peer buildings, and how the study adjusted traffic counts to account for actual occupancy rates of Century City buildings when the study was conducted in 2011.
- Claim: Leased rates of buildings including 10250 Constellation Boulevard and 1999 Avenue of the Stars understated actual occupancy in those buildings, because of the departure of MGM and layoffs in law and business firms. (JMBM Letter, pp. 3-4.)
 - Response: Again, this incorrect statement has been debunked in numerous places in the Subsequent EIR. Response to Comment O-27-54 in the Final Subsequent EIR explained that the traffic counts for the trip generation study were conducted in January 2011, more than eight months prior to MGM vacating its lease at 10250 Constellation Boulevard. Topical Response 5 explained the methodology used in the trip generation study, which accurately accounted for trip generation characteristics of Century City office buildings during the economic downturn of 2011.
- Claim: The assumption in the Gibson Memo of just over two employees per 1,000 square feet is at the low end of peer buildings studied, and is unsupported. (JMBM Letter, p. 4.)
 - Response: The assumptions used in the Transportation Study regarding employee density in Century City are clearly explained in the Trip Generation Memo

(Appendix F to the Transportation Study), and supported by data in the Century City-wide survey of employee density (Appendix AO to the Subsequent EIR). These assumptions are therefore fully supported by substantial evidence in the record.

- Claim: The Errata does not include CalEEMod runs or output files for the air quality and GHG analyses.
 - Response: The CalEEMod input summary sheets included in Appendix AN to the Final Subsequent EIR identify any changes to the CalEEMod defaults. Accordingly, by applying the input parameters listed in the Errata and maintaining all other CalEEMod default parameters, the commenter could produce the CalEEMod model runs, but those model runs are not necessary to understand the GHG impacts analysis provided in the Errata.
- Claim: The additional information provided regarding greenhouse gas emissions fails to substantiate the assumptions used in assessing GHG impacts. (JMBM Letter, p. 4-5.)
 - Response: See response below to Environ Letter.
- Claim: The GHG analysis understates project impacts by failing to include the Renewables Portfolio Standard and by using overly high assumed efficiencies for water and waste. (JMBM Letter, p. 5.)
 - Response: See response below to Environ Letter.
- Claim: The additional information regarding noise fails to correct previous errors and understates project impacts. (JMBM Letter, p. 5-6.)
 - Response: See response below to Environ Letter.
- Claim: Among the changes in the Errata was a split of Mitigation Measure 4.2.5 into two mitigation measures and reduction of its monitoring requirements by several months; the public was deprived of meaningful opportunity to comment on this significant change. (JMBM Letter, p. 6.)
 - Response: The change made to Mitigation Measure 4.2.5, splitting it into Mitigation Measures 4.2.5.1 and 4.2.5.2, was not made in the Errata. Rather, Mitigation Measures 4.2.5.1 and 4.2.5.2 were approved by the Planning Commission in June 2014 (see Planning Commission Determination, August 4, 2014), and the public has had ample opportunity to comment on these mitigation measures.
- Claim: The modifications to the Development Agreement would permit development of the Approved Residential Project, and therefore no basis exists for rejecting the Approved Residential Project as an alternative. (JMBM Letter, p. 6.)

- Response: While the entitlements for the original Approved Project, a residential project of 483 condominiums in two 47-story towers and one 12-story building on the Project Site approved by the City in 2006, remain valid, the City properly rejected Alternative 2 in the Subsequent EIR (which is substantively identical to the Approved Project) because it would impose greater environmental impacts than the Modified Project or Enhanced Retail Alternative analyzed in the Subsequent EIR. In addition, Alternative 2 would not meet the Project Objectives of the Modified Project to the same extent as the Enhanced Retail Alternative, which was the alternative ultimately approved by the Planning Commission. Therefore, there was ample basis for rejecting Alternative 2, even though the entitlements for the Approved Project remain valid. There is no requirement under CEQA or the LAMC that the Applicant must relinquish existing entitlements for a development approved in 2006 because it is now pursuing to develop a different project on the same site.
- Claim: The supplemental analysis of the alley to the east of the Project Site fails to recognize and evaluate several characteristics of the alley necessary to determine a significant impact, including the proximity of the alley to queuing on Constellation Boulevard and the flow patterns that differ between signalized and unsignalized intersections. (JMBM Letter, pp. 6-7.)
 - Response: The supplemental analysis of the traffic and circulation impacts in the alley to the east of the Project Site complied fully with all applicable LADOT guidelines and impact criteria, and the JMBM Letter does not dispute that. Nor does the JMBM Letter identify any purported new or increased significant impact in the alley that could result from implementation of the Project. The analysis contained in Appendix AQ and in Section 3.1 of the Additional Information Chapter of the Errata to the Final Subsequent EIR is therefore complete, and nothing more is required.

Environ Letter

- Claim: There is no explanation provided for the different “fleet mix” assumptions for different analyses in Appendix AN. (Environ Letter, p. 1.)
 - Response: Appendix AN shows that all CalEEMod fleet mix parameters are identical for Alternative 9 modeling. These are the default fleet mix parameters from the CalEEMod v2013.2.2 model. The Appendix also shows that the CalEEMod fleet mix parameters are identical for the CalEEMod runs that are updates of the earlier EIR analyses that used the previous version of CalEEMod. Because these modeling runs are included specifically to update the original EIR modeling, the fleet mix parameters were changed to be consistent.
- Claim: The fleet mix percentages in pages 1-3 of Appendix AN do not appear to be CalEEMod defaults. (Environ Letter, p. 1.)

- Response: The values are precisely the CalEEMod defaults.
- Claim: The fleet mix applied for Tables 3.B through 3.G of Appendix AN are different than the fleet mix applied for Tables 3.I through 3.K, and the basis for these differences is not clear. (Environ Letter, pp. 1-2.)
 - Response: As these runs are included to show the results from the updated CalEEMod model, the fleet mix values are set to the CalEEMod v2011.1.1 defaults, which are what have been used in both the Draft and Final Subsequent EIR.
- Claim: Section 3.4 of the Errata Additional Information Chapter (Tables 3.I and Table 3.K) provides a GHG summary comparison by source, which shows a difference in the construction GHG emissions estimate for the “As-Proposed” and “Business-As-Usual” scenarios. This difference is not explained. (Environ Letter, p. 2.)
 - Response: Consistent with the original analytical methodology used in the Draft Subsequent EIR, the “business-as-usual” analysis for GHGs was conducted by comparing the CalEEMod analyses for the Approved Project, the proposed Modified Project and Alternative 9 scenarios to a Project if no action were taken to improve environmental practices and reduce GHG emissions. The difference between construction emissions shown for the “As-Proposed” and “Business-As-Usual” scenarios is from the differences in construction equipment exhaust that would occur from equipment complying only with 2005 regulations and equipment complying with all regulations currently in place. This is the fundamental basis for the “As-Proposed” and “Business-As-Usual” scenario comparison.
- Claim: It appears that the analysis does not include the benefit of the Renewables Portfolio Standard (RPS), which results in a larger projected energy-related GHG reduction for all scenarios. The analysis should have included the RPS. (Environ Letter, p. 2.)
 - Response: The benefits of RPS were included in both the “As-Proposed” and “Business-As-Usual” scenarios in the CalEEMod input parameters for the Los Angeles Department of Water & Power utility that were from the LADWP 2011 Power Integrated Resource Plan, Appendix C. Please note that ARB staff prepared a revised and expanded environmental analysis of the alternatives, and the Supplemental FED to the Climate Change Scoping Plan was approved on August 24, 2011 (Supplemental FED). As part of the Supplemental FED, ARB updated the projected 2020 BAU emissions inventory based on economic forecasts and emission reduction measures in place, and replaced its prior 2020 BAU emissions inventory. Emission reduction measures included are the million-solar-roofs program, the AB 1493 (Pavley I) motor vehicle GHG emission standards, and the Low Carbon Fuels Standard. In addition, ARB has factored into the 2020 BAU inventory emissions reductions associated with 33 percent

Renewable Energy Portfolio Standard (RPS) for electricity generation. The updated BAU estimate of 507 million MTCO_{2e} by 2020 requires a reduction of 80 million MTCO_{2e}, or a 15.8 percent reduction below the estimated BAU levels to return to 1990 levels (i.e., 427 million MTCO_{2e}) by 2020. When this lower forecast is used, the necessary reduction from BAU is approximately 15.8 percent. See California Air Resources Board, Supplement to the AB 32 Scoping Plan FED, Table 1.2-2, Updated 2020 Business-as-Usual Emissions Forecast. The version of CalEEMod used in the analysis (version 2013.2.2) incorporates the benefits of the RPS when using a reduction from BAU of approximately 15.8 percent. As such, a credit was not taken for RPS as applied to the Project.

- Claim: Rounding of results from CalEEMod appears to bias the results to make them look more favorable than they would be without the rounding. (Environ Letter, p. 2.)
 - Response: This same comment was addressed in the Errata. Numbers are often rounded to avoid reporting insignificant figures and to better communicate the results. Any time any sort of model results are reported they must be rounded to reflect the accuracy of the analysis. Any rounding of CalEEMod results did not significantly impact the conclusions of the GHG analysis or bias the results in this matter.

- Claim: The adjustment factor developed based on review of the AB 32 Scoping Plan and applied to the area, energy, mobile, waste and water emissions sources is not explained, and changes in water and waste conservation measures are similarly not explained. (Environ Letter, p. 2.)
 - Response: The sentence quoted in the comment is an introductory sentence only. All factors used in the analysis in the Errata analysis are documented in the discussion following that introductory paragraph. Specifically, the percentages of 35 and 50 percent for water and waste, respectively, are based on a combination of the 25% improvement that is achieved just by complying with the current 2013 CBC combined with the Project Design Features described in the Draft Subsequent EIR, including WTR-1 Water Conservation and the description on page 4.5-36 of the Draft Subsequent EIR: “Materials strategies for the building will include Forest Stewardship Council-certified timber, recycled content in steel and concrete, interior materials with low volatile organic compound content, rapidly renewable materials for interior finishes, and construction and waste management environmental plans, to the extent feasible or if needed to achieve LEED Platinum certification or its equivalent.”

- Claim: The noise measurements do not adequately characterize the 24-hour sound levels, and there are no measurements over all daytime and nighttime hours to show existing fluctuations in noise. The EIR has also not identified CNEL levels, which are required by the L.A. CEQA Thresholds Guide. (Environ Letter, pp. 2-3.)

- Response: The City's noise standards in terms of 24-hour weighted average CNEL are used to evaluate potential noise impacts from mobile sources, such as vehicular traffic, airport operations, or train noise. For construction activity and stationary sources, the L.A. CEQA Thresholds Guide uses noise scales in terms of the equivalent continuous noise level (Leq). It is not warranted to conduct 24-hour ambient noise measurements to document existing CNEL because there would be no corresponding City standards for the stationary sources or construction activity.
- Claim: The construction noise analysis in the Errata fails to add construction sound level to the ambient level to identify the new overall sound level before subtracting the ambient level to estimate the increase. Performing the calculation correctly would yield an increase of 6 dBA over ambient, or a new significant noise impact. (Environ Letter, p. 3.)
 - Response: For purposes of determining whether or not violation of the noise regulations is occurring, the sound level measurements of an offending noise are averaged over a minimum duration of 15 minutes and compared with the baseline ambient noise level. (See Los Angeles Municipal Code sections 111.01, 112.04.) The baseline ambient noise level is the actual measured ambient noise level (without the offending noise source) or the City's presumed ambient noise levels. Therefore, the "sound level measurements" (or projected sound levels) of an offending noise are averaged over a minimum duration of 15 minutes and compared with the baseline ambient noise level without adding the baseline ambient noise level to it. The comment misinterprets the City's noise regulations. The noise analysis provided in the Errata correctly demonstrates that project construction activities would not yield an increase of 6 dBA over ambient and would not result in a significant noise impact.
- Claim: The construction noise analysis in the Errata should not have attributed any sound energy to the tire/ground interaction, and instead should have attributed all construction equipment noise to the engine and exhaust stack, or two source heights rather than three. Doing these calculations the way suggested would result in a construction sound level of 75.3 dBA, or an increase of 7.3 dBA over ambient, and a new significant noise impact. (Environ Letter, pp. 3-4.)
 - Response: Noise from construction equipment, such as front end loaders, graders, scrapers, and dozers, includes the interaction of the equipment with the ground. Therefore, assigning a portion of the construction equipment to ground height is appropriate. The noise analysis provided in the Errata correctly demonstrates that project construction activities would not yield a construction sound level that exceeds 5 dBA over ambient and would not result in a significant noise impact.
- Claim: In the construction noise analysis, the use of less conservative engine and exhaust stack heights would still lead to an increase of greater than 5 dBA, and perhaps even higher if appropriate ambient noise levels were presented. (Environ Letter, p. 4.)

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- Response: The construction noise analysis included in the Errata used typical engine and exhaust elevations for the size and type of equipment that would be used on the project site. Therefore, the noise analysis is appropriate. There is no evidence or justification supporting the use of the commenter's proposed engine and exhaust stack heights over those used in the Errata.
- Claim: In the construction noise analysis in the Errata, the assumed exhaust stack heights are likely too low for the type of equipment that would be used for construction of the Project. (Environ Letter, p. 5.)
 - Response: Please refer to the response above. Appropriate exhaust and engine heights for the project site were used in calculating the construction noise levels.

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January 23, 2015

Los Angeles City Council
City Hall
200 North Spring Street, Room 360
Los Angeles, CA 90017
Attn: Holly L. Wolcott, City Clerk

Re: Century City Center Project (Council File Nos. 14-1130, 14-1130-S1);
Case Nos. 2013-210-SPP-SPR-MSC, CPC-2009-817-DA-M1; ENV-
2004-6269-SUP1

Dear Honorable Councilmembers:

We write to respond to the letter submitted by Susan Healy Keene, Director of the Community Development Department of the City of Beverly Hills, dated January 8, 2015, regarding the Century City Center Project ("Project"). We did not receive a copy of this letter until after the Planning and Land Use Management (PLUM) Committee approved the Project at its January 13, 2015, meeting, so this response is addressed to the full Council in advance of the upcoming hearing on the Project on January 27, 2015.

The Beverly Hills letter does not raise any new issues that have not already been fully addressed in the City's record. Beverly Hills has had ample time and opportunity to submit public comments on the Project, including the Project's Subsequent EIR and proposed mitigation program. Indeed, as Beverly Hills acknowledges in its letter, it has taken advantage of those opportunities by submitting comment letters on the Project's Notice of Preparation (in a letter dated July 28, 2011) and on the Draft Subsequent EIR (in a letter dated April 29, 2013). On both occasions, Beverly Hills raised virtually the same concerns as those raised in its letter of January 8.

In particular, the Beverly Hills' letter on the Draft Subsequent EIR (dated April 29, 2013), offered Beverly Hills' comments on the EIR's traffic and air quality analyses, as well as Beverly Hills' comments on the proposed alternative Trip generation factor under Section 6 of the Century City North Specific Plan. The City provided fulsome responses to those comments in the Responses to Comments in the Final Subsequent EIR. While Beverly Hills' January 8 letter offers to work with the City and the Applicant concerning the Project's mitigation program, Beverly Hills does not identify any concerns with particular mitigation measures. Notably, Beverly Hills has had almost two years to either express concerns about or work with

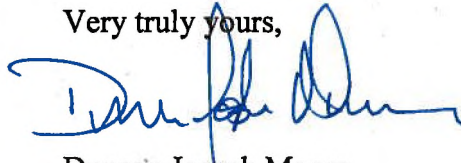
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the City on the Project's mitigation program, but has chosen not to do so. Beverly Hills' last minute request, which does not raise specific concerns about any mitigation measures, does not merit further consideration.

The Planning Commission and PLUM Committee have now affirmed the conclusions reached in the extensive environmental review process for the Project, including those related to traffic and air quality. The City has imposed mitigation measures in both of these areas, which the Planning Commission and PLUM Committee found do all that is feasible to reduce or avoid environmental impacts in these areas. Nothing in the City of Beverly Hills' letter changes or calls into question these conclusions.

Based on this submission and the voluminous record for this Project, which provide substantial evidence supporting the Project's approval, we respectfully request that you approve the Project, certify the EIR, and adopt the Development Agreement Ordinance.

Very truly yours,



Duncan Joseph Moore
of LATHAM & WATKINS LLP

cc: Patrick Meara and Sarah Shaw, Century City Realty
George Muhlsten