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DRAFT CONDITIONS OF APPROVAL

Staff have identified draft conditions of approval which are recommended to be included within any project approval by the Planning Commission. Condition language would be finalized and incorporated within resolution(s) of any Commission action at the conclusion of any project approval.

Voluntary Traffic Improvement Measures -

Adaptive Traffic Control System: The system provided technology for the signalized intersections along State College Boulevard from Imperial Highway to Lambert Road. Benefits are described as including:

- Reductions in number of stops
- Smoothing of average travel speed
- Reduction of greenhouse gases
- Reduction in number of crashes

Connected Vehicle Technology Infrastructure: This system is utilized to improve commute times as well as enhance driver safety on the roadways via information transmission technology as well as communication between vehicle and traffic signal. Benefits include:

- Allow a traffic signal to communicate with the driver to provide timing on green, yellow, and red status
- Provides travel time information to allow drivers to operate in a more efficient manner
- Alternate routes can automatically be provided in vehicles that have the technology to improve commute times
- Travel times along State College Blvd. and Imperial Hwy & Lambert Rd. can be provided to drivers and the system can be set up to where alternate routes are immediately published to provide alternative route options to the driver

Wayfinding and Congestion Avoidance Program: Signage and circulation management and communication plan to direct people on-site to specific entrances or exits during peak periods to reduce congestion.

Holiday Traffic Parking & Shuttle Plan: Will serve to coordinate with Simon Properties and potential other nearby commercial properties to facilitate a holiday season overflow parking area on Brea Place surface parking, and providing a passenger shuttle program to reduce traffic on City streets during the busy November and December holiday season.

Dedicated Right Turn Lane: Applicant will provide for the construction of a free-flowing lane for southbound traffic on State College to make the west bound right turn movement on to Birch Street.

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Relocation and related improvements for Transit Stops on State College Blvd.: These improvements shall provide for bus loading and unloading without impeding the traffic movement in the travel lane.

Modify existing signal phasing: On State College Boulevard and Birch Street within the project vicinity to provide optimal traffic movement.

Increased width for project entry driveways on State College Blvd. and Birch Street: This improvement will allow for reduced deceleration and acceleration needs within the travel lanes of these streets, reducing traffic flow impacts.

Tree Planting on Tracks: Planting and maintenance of specimen sized screening trees within the Tracks at Brea trail area adjacent to the project.

Landscape Improvements: Specific review and improvements for final landscape and outdoor amenities plans for common areas.

Hotel Operator: Insuring the proposed Hotel is afforded quality facilities and operational characteristics.

Universal Design: Including Universal Design features within the residential units.

The complete list of draft conditions of approval is provided below:

PD & CUPs

- a. Development shall occur in substantial conformance with the plans and specifications submitted to the Planning Commission and dated February 28, 2017; site plan, floor plans, elevations, conceptual architectural elevations and associated details, conceptual landscape plans, conceptual wall and fence elevations, HWA Parking study, Sustainable Plan, etc. are all on file in the Planning Division, the conditions contained herein, and all applicable City regulations.
- b. The Project Proponent shall prepare a digital copy (suitable for archival storage) of the plans and specifications noted in Condition “a.” This product shall be received by the Brea Planning Division prior to the issuance of any building permits for the development.

COMMERCIAL USE

- c. Commercial uses within Buildings A and B shall fundamentally be project and neighborhood serving, and aligning with the project descriptions, characterizations, and vision statements expressed by the applicant and conveyed within the staff report, the presentation to the Planning Commission, the plans and specifications and the whole of the record, subject to the review and approval of the City Planner. Nothing in this condition shall be construed to limit commercial customers to be generated from on-site, but shall generally achieve the goal to focus on uses aligned with Mixed Use principals for services

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and retail uses in convenient proximity to residences and offices for use by residents and office workers.

HOTEL RELATED

- d. The approved hotel shall include architecture, public and guest room amenities, and features and operational characteristics consistent with the specifications and descriptions contained in the exhibits and information provided by the applicant. Said architecture, amenities, features and operational characteristics shall include:
1. Separate dining and bar areas with full meal and alcoholic beverage service
 2. Conference meeting room, available to hotel guests and outside groups with a capacity conducive to use for local service clubs.
 3. Public room/lobby area(s) with features promoting guest gathering in a comfortable and inviting design with amenities and features such as conversation seating, wi-fi service, reading areas, fireplace, food and beverage service, etc.
 4. Improved and enhanced public guest amenities including swimming pool, health club/spa, outdoor seating and gathering areas with fire pit, bocce court, or similar features.
 5. Exterior and interior architectural design incorporating a local Brea/Orange County/Southern California, inspired and comprehensive design approach which provides the building and facilities a distinction from generic hotel branding and design features.

Final consistency with this condition shall be subject to the review and approval of the City Planner prior to the issuance of construction permits.

ARCHITECTURE, LANDSCAPE AND DESIGN AND OPERATIONS

- e. Final Architectural plans and details shall be provided for the review and approval of the City Planner prior to the issuance of a construction permit. Architecture and design features shall be consistent with the specifications and details provided to the Planning Commission and shall include high quality materials, finishes, with complementing color palette. Any use of stucco surfacing within the development shall be smooth finished and final specifications and field samples shall be provided.
- f. Final architectural and landscape design options for Building A and for Site 1 and respective design and details near the NWC of Birch Street and State College Blvd shall return for the administrative review and approval of the Planning Commission within a Study Session meeting prior to the issuance of a construction permit.
- g. Final details regarding all window glazing and potentially reflective building surfaces shall be provided for the review and approval of the City Planner prior to the issuance of a construction permit. Said glazing and surfacing shall be treated or designed in a manner to reduce glare impacts to adjacent uses, motorists, pedestrians and wildlife (e.g. to reduce bird window strikes).
- h. The project shall include Universal Design features for residential units. These features include physical improvements that make a dwelling unit more accessible to older or physically challenged tenants. The goal of this condition shall be to provide for as many

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universal design features as possible as contained and described within the City's Universal Design checklist. The Project Proponent shall submit details for its Universal Design Program for the review and approval of the City Planner prior to the issuance of a construction permit.

- i. Final landscape, hardscape, and outdoor lighting plans and details shall be provided for the review and approval of the City Planner prior to the issuance of a construction permit. Said landscaping plan shall include water conserving irrigation meeting applicable City of Brea standards. Approved landscaping and irrigation shall be installed prior to any building occupancy. Said plan details shall include:
 1. Screening quality landscape treatments shall be incorporated along the western property line, adjacent to the parking garage. The screening shall additionally serve the paseo area adjacent to the east elevation of the parking garage.
 2. Details for decorative paving, hardscape, outdoor furniture, lighting and associated features. Outdoor amenities for the residential and commercial areas shall incorporate seating amenities, tables, planters and similar details as generally depicted within the concept plans and specifications provided to the Planning Commission.
 3. Open space areas along Birch Street shall be provided with plazas, courtyards, street furniture, outdoor dining, lounge areas and similar details to activate the Birch Street frontage which shall be available for general use by patrons of the businesses and pedestrians. Gates, fencing or similar materials restricting public access to the commercial frontage shall be prohibited to insure that areas are open and available for general use.
 4. Project bicycle racks with unique design attributes, similar to depictions within the concept plans and specifications provided to the Planning Commission.
 5. The number of trees, shrubs, groundcover and vines provided shall not be less than the amount depicted on the conceptual landscape plans contained within the Plans and Specifications.
 6. Details shall include the quantity, size, species type and placement of final trees for all trail locations and linear park and common open space areas for each planning area of the project.
 7. A landscape installation phasing plan which provides for select, initial placement and planting of trees and shrubs prior to building construction with a goal to provide visual softening of the site from adjacent neighborhoods and public view areas.
 8. Final outdoor lighting details incorporating designs and fixtures consistent with the concept plans and specifications provided to the Planning Commission.
 9. Wall & Fencing details with construction materials which are decorative and enduring such as Gabion, split-face, decorative masonry or of similar caliber.

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All low walls adjacent to the city trail shall be Gabion walls.

- j. The applicant shall provide final detailed plans and associated agreements to construct and install a decorative pedestrian path/bridge within Tracks at Brea to connect the project to the trail, subject to the review and approval of the City Planner and City Engineer prior to the issuance of a construction permit.
- k. The applicant shall provide for the plans and details and Installation of mature, specimen quality and sized (e.g. 60" box) trees within the Tracks at Brea site adjacent to the project site and modification of existing irrigation system in Tracks at Brea to irrigate the proposed trees, subject to the review and approval of the City prior to the issuance of any occupancy.
- l. Applicant shall enter into a Maintenance and Reimbursement Agreement ("MRA") with the City for the improvements within the Tracks at Brea. The MRA shall be recorded prior to any occupancy. The MRA shall state that the Project Proponent(s) or Project Proponent's Association (POA) shall be responsible to fund, maintain, repair and reconstruct the proposed pedestrian path/bridge connections to the trails and shall reimburse City for the on-going maintenance cost of the proposed trees.
- m. All landscaped areas shall be kept free from weeds and debris, maintained in a healthy growing condition and shall receive regular pruning, fertilizing, mowing and trimming. Unhealthy, dead or damaged plant materials shall be removed and replaced within thirty (30) days following written notice from the City Planner.

TRAFFIC AND PARKING RELATED

- n. The applicant shall provide plans for the review of voluntary traffic Improvements consistent with representations provided to the Planning Commission, as memorialized at the public hearing, and subject to the further definition and review and approval of the City Planner and City Engineer prior to the issuance of any construction permit for the project. Implementation of said plans shall occur prior to any occupancy. Said improvements shall include:
 - 1. Adaptive Traffic Signal Control System for the signalized intersections on State College Blvd between Imperial Highway and Lambert Road.
 - 2. Connected Vehicle Technology infrastructure for roadways and signals in the project vicinity.
 - 3. Wayfinding and Congestion Avoidance program for the on-site circulation system.
 - 4. Holiday Traffic Parking & Shuttle Plan to serve the Brea Mall and Marketplace shopping center during peak November and December holiday season.
 - 5. A dedicated right turn lane improvement for southbound State College Blvd to west bound Birch Street.
 - 6. Relocation and related improvements for transit stops on north and south

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bound State College Blvd along the project frontage. Said improvements shall provide for bus loading and unloading without impeding vehicles in the travel lane, subject to coordination with OCTA.

7. Increased width of project driveways beyond minimum City standard to facilitate optimal and more efficient ingress and egress of the site.
 8. Modification of existing traffic signal synchronization phasing for signalized intersections near the project site.
- o. The applicant shall provide a plan for the programming of the flexible parking/event space at the office buildings on Site 1. Said plan shall include the proposed types of events, number of events, schedule of events, maintenance of event site, parking management and similar operational details for this flexible parking/event space feature. All gathering space details shall be included in the Brea Place conditions, covenants and restrictions. Final operational details, design, colors, materials and finishes shall be subject to the review and approval of the City Planner prior to the issuance of construction permits.
 - p. Final plans for the details for the expansion of the existing parking garage structure shall be provided for the review and approval of the City Building and Safety Manager prior to the issuance of a construction permit. Said plans shall provide for structural retrofitting to meet current structural design standards per 2016 CA Building Code or an alternative method of means that is deemed structurally acceptable by the Building and Safety Manager. Final parking stall inventory shall be consistent with the findings and recommendations of the parking analysis provided for the project, including any applicable review recommendations from Gibson Transportation, as contained as exhibits to the staff report.
 - q. Final parking plans and details for Sites 1 and 2 shall be consistent with the findings and recommendations of the parking analysis provided for the project, including any applicable review recommendations from Gibson Transportation, as contained as exhibits to the staff report. Any reduction of on-site parking, change of tenant spaces/uses, restriping or circulation modifications shall be reviewed and approved by the City Planner prior to any modifications.
 - r. The applicant shall provide a Parking Management Plan (PMP) for the review and approval of the City Planner prior to the issuance of any occupancy for the new buildings. Said PMP shall:
 1. Address the use of all on-site parking details and operations and shall incorporate management strategies to maximize the use of available parking (i.e. parking time limitations and transition from a day time use of the office building to a night time need for other uses).
 2. Identify a process and central contact to address and resolve any on-site parking discrepancies or issues in a timely fashion.
 3. Provide strategies to assure that on-site uses maintain on-site parking and preclude the potential for off-site parking impacts to the adjacent residential neighborhoods.

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4. Include a process by which the City of Brea is afforded the ability to require the ownership to provide additional parking analysis and amendments to the PMP to provide for new or modified parking management or solutions should the City of Brea identify any future parking shortfall or problems at the site.
- s. The use of the integrated parking garages for Buildings A and B shall be limited to the parking of operable, resident owned, motor vehicles (i.e. cars, trucks, SUV's, motorcycles). The parking or storage of recreational vehicles is prohibited.
- t. The final configuration for vehicle parking design, layout and any other applicable garage or surface parking area, shall be subject to the review and approval of the City Planner prior to issuance of construction permits.
- u. A recorded reciprocal access and parking agreement between and among Site 1 and Site 2, and parcels within the sites, shall be executed to the satisfaction of the City Attorney, City Planner and City Engineer and implemented by the applicant prior to final occupancy. This agreement shall be included in the CC&Rs and recorded against all parcels subject to the agreement.

CCRS

- v. Covenants, Codes and Restrictions (CC&R's) shall be provided for the review and approval of the City prior to the issuance of any construction permits. The CC&R's shall address the common area, including but not limited to the maintenance and responsibility on-site art piece(s), site drainage, fire service lines, uses, and associated piping and appurtenances, lighting, on-site landscaping, off-site: bio-swale, bridges, improvements and tree grove within the public right-of-way maintained by the Project Proponent.
 1. The CC&R's shall include a list of acceptable and/or prohibited uses for the commercial space. Said uses shall be consistent with the project descriptions and vision provided to the Planning Commission through the project entitlement process and reflected within the staff reports, presentations, and specifications.
 2. The CC&R's shall require: that parking garages are utilized for the parking of vehicles at all times; and include provisions for the creation of an on-site association/property management; establishment and use of patios/balconies, including but not limited to, storage and permitted outdoor furniture.
 3. CC&R's shall be recorded within 30 days of the approved final tract map for Tentative Parcel Map No. 2016-178. A copy of the recorded CC&R's shall be provided to the Community Development Department within thirty (30) days of recordation.
 4. All residential and commercial tenants shall be informed of the CC&Rs. A copy of the recorded CC&Rs shall be provided to each residential and commercial tenant upon signature agreement of lease contract.

TRASH

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- w. A final trash removal service plan shall be submitted for the review and approval of the City Planner prior to first occupancy. Said plan shall provide for and limit trash removal vehicles and servicing of facilities in a manner to reduce associated noise and nuisance impacts to on-site and off-site residents.
- x. All outdoor trash facilities shall be shielded from view within a decorative enclosure with walls a minimum six (6) feet in height and provided with metal gates. The design of enclosures shall be in a manner consistent with the architecture used for the buildings and shall require a separate review and approval by the City Planner prior to the issuance of a construction permit.

MISC

- y. The applicant shall provide a final construction phasing plan and a timeline of each phase planned in project implementation for the review and approval of the City Planner prior to the issuance of each construction permit.
- z. The applicant shall provide a comprehensive sign program subject to the review and approval of the City Planner prior to the issuance of any sign permits. Said program shall include pertinent details regarding residential entry signage, commercial space and project wayfinding. Details shall include the maximum sign area, letter sizes, location, and number of signs, lighting techniques and associated details. Deviations from the signage criteria of the zoning ordinance may be considered within the Sign Program, subject to the review and approval of the City Planner. Signage shall be designed to minimize aesthetic and light and glare impacts to the residential units within and surrounding the project.
- aa. The applicant shall provide final plans for surface treatments for any underground electrical vaults and screening treatments for above ground vaults shall be subject to the review and approval of the City Planner and Edison prior to the issuance of a construction permit.
- bb. Hold Harmless: To the fullest extent permitted by law, the applicant shall indemnify, defend and hold the City, its elected officials, officers, contractors serving as City officers, agents, and employees ("Indemnitees") free and harmless from: (i) any and all claims, liabilities and losses whatsoever occurring or resulting to any and all persons, firms, entities, or corporations furnishing or supplying work, services, materials, or supplies in connection with, or related to, the performance of work or the exercise of rights authorized by approval of Precise Development No. 16-04 and Conditional Use Permit Nos. 16-10 and 16-11; and (ii) any and all claims, lawsuits, liabilities, and/or actions arising out of, or related to the approval of the Precise Development and Conditional Use Permits or the granting or exercise of the rights authorized by said approval; and (iii) from any and all claims, liabilities and losses occurring or resulting to any person, firm, entity, corporation for property damage, personal injury, or death, arising out of or related to the approval of, or exercise of rights granted by, this Precise Development and Conditional Use Permit. Project Proponent's obligation to indemnify, defend, and hold the Indemnitees free and harmless as required hereinabove shall include, but is not limited to, paying all fees and costs incurred by legal counsel of the Indemnitees' choice in representing the Indemnitees in connection with any such claims, losses, lawsuits, or actions, and any award of damages, judgments, verdicts, court costs or attorneys' fees in any such lawsuit

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or action.

MAP

- a. Development shall occur in substantial conformance with the plans and specifications submitted to the Planning Commission and dated February 28, 2017; site plan, conceptual grading plans, tentative maps, utility plans conceptual landscape plans and associated details are all on file in the Planning Division, the conditions contained herein, and all applicable City regulations.
- b. The applicant shall prepare a digital copy (suitable for archival storage) of the plans and specifications noted in Condition "a." This product shall be received by the Brea Planning Division and the Engineering Division prior to the issuance of any building permits for the development.

PRIOR TO FINAL MAP

- c. Applicant shall submit Final Map (Parcel Map 2016-178) for the property area located on the west side of State College Boulevard, prepared by a Licensed Surveyor or Registered Civil Engineer authorized to practice land surveying in the State of California for review and approval.
- d. The following easements shall be vacated by City of Brea:
 1. Existing 10-ft wide City of Brea Water Easement, except for the existing 12" water line located along the southwest corner of the property proposed to remain.
 2. Existing 30-ft wide City of Brea Storm Drain Easement along the northerly property line.
- e. The following easement shall be dedicated to the City of Brea:
 1. Public water easement for the proposed domestic water services and fire services location within the property along the first reach of northerly and southerly driveways on State College Boulevard. The exact width and limit of the easement shall be determined at the time of improvement plan review and approval process.
 2. Additional public right-of-way dedication for the proposed right-turn only lane on the west side of State College Boulevard at Birch Street. The exact width and limits of dedication, which includes the corner cut-off, shall be determined at the time of improvement plan review and approval process.
- f. Applicant shall prepare water easement abandonment and dedication documents for the relocation of the existing 8" public water line within the proposed hotel site (Site 2) located on the east side of State College Boulevard. These documents shall be prepared by a Licensed Surveyor or Registered Civil Engineer authorized to practice land surveying in the State of California for review and approval.

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- g. Applicant shall conduct a detailed operational analysis of the proposed traffic signals at the proposed driveway (Project Driveway C) on Birch Street prior to design of any improvements. The purpose of the operational analysis will be to demonstrate that fully actuated traffic signal can be satisfactorily incorporated into the City's regional traffic corridor signal synchronization systems on Birch Street without creating vehicle queues that would potentially block or disrupt the efficient operation of the other traffic signals on Birch Street corridor. It is anticipated that incorporation of the new traffic signals will incorporate the installation of adaptive traffic control technology, as such, the operational analysis shall be based on an adaptive traffic control system compatible with existing City equipment and incorporating up to a total of ten signalized intersections on State College Boulevard and Birch Street, as recommended by the Project Proponent and approved by the City Engineer.
- h. Applicant shall submit public and private improvement plans, final sewer study and final drainage study for review and approval by City Engineer. Said plans and studies shall be prepared by a Registered Civil Engineer. The public improvements shall include, but are not limited to, the following:
 - 1. Widening of the west side of State College Boulevard to accommodate the right-turn only lane. Project Proponent shall be responsible to remove, relocate, modify and reconstruct any existing improvements, including the traffic signal, impacted by the proposed improvement.
 - 2. Relocation of existing on-site 60" public storm drains along the northerly property line into the City owned property (APN 319-022-28), also identified as Tracks at Brea. Project Proponent is responsible to replace all damaged or disturbed portion of the existing improvements (including the bio-swale) in the Tracks at Brea in-kind.
 - 3. Removal of existing on-site 8" public water line, located in the apartment site west side of State College Boulevard, interfering with the proposed improvements. Project Proponent could reuse and/or reconstruct the remaining portion of the existing water line for private fire water line purposes per Fire Department review and approval.
 - 4. Relocation of existing on-site 8" public water line, located in hotel site east of State College Boulevard, interfering with the proposed improvements. Project Proponent shall submit public water easement abandonment and dedication documents for review and approval by City Engineer. These documents shall be prepared by a Licensed Surveyor or Registered Civil Engineer authorized to practice land surveying in the State of California.
 - 5. Relocation of the existing water quality monitoring station on the existing 8" water line located in the southwest corner of the project. The new location shall be determined by City Engineer at the time of improvement plan review and approval process.
 - 6. Upsizing the existing connector pipe between the catch basins on State College Boulevard and Birch Street (at the south east corner of the development area

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located on the west side of State College Boulevard), if the final drainage study indicates that the existing connector pipe is deficient to accept the proposed on-site runoff

7. Proposed improvements at Project Driveway A (existing northerly signalized driveway) on State College Boulevard are as follow:
 - i. Restriping to provide an exclusive left turn lane and a right and through combination lane in the eastbound direction and modification of the existing signal heads as necessary to accommodate the restriping.
8. Proposed improvements at Project Driveway B (existing southerly non-signalized driveway) on State College Boulevard are as follow:
 - i. Construction of a raised center median on State College Boulevard to allow right turns in and out of the driveway, as shown in the Traffic Impact Analysis (TIA). The exact length and width of the raised median to be determined by City Engineer at the time of improvement plan review and approval process.
9. Proposed improvements at Project Driveway C (existing non-signalized driveway) on Birch Street are as follow:
 - i. If the traffic operational analysis is demonstrated to the satisfaction of the City Engineer that the proposed traffic signal at Project Driveway C can be incorporated into the City's signal synchronization system, then design of the traffic signal can proceed. Additionally, the Project Proponent shall include an adaptive traffic control system in the Birch Street corridor.
 - ii. The Project Proponent shall monitor and report on the traffic signal synchronization operation of the Birch Street corridor on a regular basis during the course of the construction and occupancy of the project up to 100% occupancy and for a period of two (2) years after 100% occupancy; and, to make improvements to the traffic signals on the Birch Street corridor, as required by the City Engineer, to ensure that the traffic signal synchronization continues to operate at an optimal level of service. For the purposes of the monitoring, it shall be the Project Proponent's obligation to retain a traffic engineering consultant qualified to conduct the monitoring and approved by the City Engineer.
 - iii. However, if the traffic operational analysis does not demonstrate to the satisfaction of the City Engineer, that the proposed traffic signal at Project Driveway C can be incorporated into the City's signal synchronization system, then further analysis shall be conducted at the Project Proponent's expense by a qualified Traffic Engineer approved the City Engineer to

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determine an alternative traffic mitigation solution acceptable to the City Engineer shall be provided.

- i. Applicant shall complete the required improvements or enter into a Subdivision Improvement Agreement with the City. All public improvements required to construct within these Conditions of Approval, including proposed trees and irrigation modification improvements in Tracks at Brea, shall be guaranteed to be installed by providing bonds or sureties (cash deposit) for both Faithful Performance and Labor and Materials as required by the Subdivision Map Act in a form approved by the City Attorney. The bonds shall also include the costs associated with monthly traffic monitoring and reporting based during the course of the construction and occupancy of the project up to 100% occupancy and for a period of two (2) years after 100% occupancy.
- j. Applicant shall submit a Baseline Traffic Monitoring Report. Applicant shall consult with City Traffic Engineer for the monitoring and the report format. The monitoring and report shall be conducted by a traffic engineering consultant qualified to perform the monitoring and approved by the City Traffic Engineer.
- k. Applicant shall provide CC&Rs for the review and approval of the Public Works Department, Fire Department, Community Development Department and City Attorney. The CC&Rs shall address the common areas, including but not limited to the maintenance and responsibility: site drainage; shared utility lines and associated piping and appurtenances; lighting; on-site landscaping & irrigation maintained by the Project Proponent and/or Project Proponent's Association (POA). This requirement shall be included in the CC&Rs as described for the Precise Development No. 16-04 and Conditional Use Permit Nos. 16-10 and 16-11.
- l. Said CC&R shall include a statement that "the recorded copy of the Maintenance and Reimbursement Agreement entered into by the Project Proponent and City is made a part of these CC&R's thereof."

Prior to issuance of any grading permit:

- m. Applicant shall submit final Water Quality Management Plan for review and approval.
- n. Applicant shall submit grading and demolition plans as prepared by Registered Civil Engineer for review and approval by the City Engineer and Building Official.

Upon the issuance of first construction (demo, grading or building) permit:

- o. Applicant shall start the regular Traffic Monitoring Report process. Applicant shall consult with City Traffic Engineer for the monitoring and the report format. The monitoring and report shall be conducted by a traffic engineering consultant qualified to perform the monitoring and approved by the City Traffic Engineer and submit the report on a regular basis.

Prior to issuance of residential (non-parking structure) building permit for building fronting Birch Street or Hotel Site:

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- p. Applicant shall complete the construction of the following required improvements to the satisfaction of City Engineer:
 - i. Raised center median on State College Boulevard at Project Driveway B.
 - ii. Traffic signal and adaptive traffic system or alternately approved traffic mitigation on Project Driveways C.

Prior to issuance of building permit of the proposed structures fronting the Tracks at Brea:

- q. Applicant shall complete the construction of the following required improvements to the satisfaction of City Engineer:
 - i. Restriping and signal modification at Project Driveway A.
 - ii. Relocation of 60" storm drain line.
 - iii. Installation of tree and irrigation in the Tracks at Brea.

Prior to release of all Faithful Performance Bond:

- r. Applicant shall provide regular Traffic Monitoring Report through the course of construction and up to a minimum of 24 months (2 years) from the time of 100% occupancy of the project. If the installed traffic signal on Project Driveway C is determined to not function to the satisfaction of the City Engineer, then the traffic signal shall be removed and an alternative traffic mitigation solution acceptable to the City Engineer shall be provided.
- s. All improvements shall be completed and accepted by the City and warranty bond shall be provided in accordance with the Subdivision Improvement Agreement.
- t. Hold Harmless: To the fullest extent permitted by law, the Applicant shall indemnify, defend and hold the City, its elected officials, officers, contractors serving as City officers, agents, and employees ("Indemnitees") free and harmless from: (i) any and all claims, liabilities and losses whatsoever occurring or resulting to any and all persons, firms, entities, or corporations furnishing or supplying work, services, materials, or supplies in connection with, or related to, the performance of work or the exercise of rights authorized by approval of Tentative Parcel Map No. 2016-178; and (ii) any and all claims, lawsuits, liabilities, and/or actions arising out of, or related to the approval of this Tentative Parcel Map and/or the granting or exercise of the rights authorized by said approval; and (iii) from any and all claims, liabilities and losses occurring or resulting to any person, firm, entity, corporation for property damage, personal injury, or death, arising out of or related to the approval of, or exercise of rights granted by, this Tentative Parcel Map. Project Proponent's obligation to indemnify, defend, and hold the Indemnitees free and harmless as required hereinabove shall include, but is not limited to, paying all fees and costs incurred by legal counsel of the Indemnitees' choice in representing the Indemnitees in connection with any such claims, losses, lawsuits, or actions, and any award of damages, judgments, verdicts, court costs or attorneys' fees in any such lawsuit or action.