

City of Garden Grove

INTER-DEPARTMENT MEMORANDUM

To: Matthew J. Fertal
From: Susan Emery
Dept: City Manager
Dept: Community Development
Subject: CONSIDERATION OF ADOPTION OF A MITIGATED NEGATIVE DECLARATION FOR RELOCATION OF AN ELECTRONIC BILLBOARD ALONG THE GARDEN GROVE (22) FREEWAY; AN ORDINANCE APPROVING CODE AMENDMENT NO. A-011-2014 TO AMEND SECTION 9.20.110 OF THE MUNICIPAL CODE TO ESTABLISH REGULATIONS PERTAINING TO THE CONVERSION OF EXISTING BILLBOARDS RELOCATED WITHIN THE GARDEN GROVE (22) FREEWAY CORRIDOR TO ELECTRONIC BILLBOARDS; AND A RESOLUTION APPROVING A BILLBOARD RELOCATION AGREEMENT WITH CLEAR CHANNEL OUTDOOR, INC.; (PUBLIC HEARING ITEM)
Date: October 14, 2014

OBJECTIVE

To transmit a Planning Commission recommendation to the City Council and to request the City Council take the following actions: (1) adopt a Resolution adopting a Mitigated Negative Declaration for a project involving the relocation and erection of a billboard structure containing two electronic sign faces on property located at west end of the Cardinal Circle cul-de-sac, west of Harbor Boulevard, along the south side of the Garden Grove (22) Freeway, at 11615 Cardinal Circle, Assessor's Parcel No. 100-122-01; (2) introduce and conduct the first reading of an Ordinance approving Amendment No. A-011-2014 to amend the existing billboard relocation provisions set forth in Section 9.20.110 of Chapter 9.20 of Title 9 of the Garden Grove Municipal Code (Code) to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards; (3) adopt a Resolution approving a Billboard Removal and Relocation Agreement with Clear Channel Outdoor, Inc. with respect to the electronic billboard relocation project.

BACKGROUND

A billboard is defined in the Code as a sign identifying a use, facility, or service not conducted on the premises, or a product that is produced, sold or manufactured off-site. The construction of new billboards is prohibited in the City of Garden Grove. However, pursuant to Code Section 9.20.110.B, the owner of an existing billboard located within the City may request City approval to relocate the existing billboard to a new location within the City by filing an application for a site plan approval with the City. Over the past few years, the City has received requests from outdoor advertising (billboard) companies that own existing vinyl billboards within the City to relocate the billboards along the Garden Grove (22) Freeway and convert them to electronic billboards.

Clear Channel Outdoor, Inc., which owns approximately 12 existing billboards within the City, submitted a Code Amendment request to amend Section 9.20.110 of the Code, to permit the owner of an existing billboard within the City to convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway corridor and meets specified size, spacing, distance, orientation, illumination, display, and requirements and complies with all applicable federal and state law.

Along with the Code Amendment request, the Applicant requested approval of a Site Plan application (SP-012-2014) to relocate three existing billboards (two single-sided billboard structures and one double-sided billboard structure) and convert them into one (1) 74-foot tall, two-sided electronic billboard structure located along the Garden Grove (22) Freeway, in the parking lot of an industrial project, at 11615 Cardinal Circle. The design of the sign includes a metal clad single-support with two (2), 14 foot by 48 foot (672 square feet) electronic reader board sign faces that will be oriented toward the Freeway, facing both east and west bound traffic. The sign height was determined through a flag test to determine the appropriate height in order to maintain adequate visibility to freeway traffic, as the grade of the Garden Grove Freeway is approximately 30-feet above the finished grade of the property the sign is to be located on and there are sound attenuation walls along a portion of the freeway that limit visibility to east bound freeway traffic. Based on the flag test, it was determined that in order to maintain visibility to the billboard sign from both east and west bound freeway traffic, the appropriate sign height is 74-feet, measured from the finish grade of the property the sign will be constructed on. The top of the billboard sign will be approximately 44-feet above the finished grade of the freeway.

The three (3) billboard structures to be relocated/removed consist of one (1) single-faced billboard located on the north side of Garden Grove Boulevard, at 9141 Garden Boulevard, east of Magnolia Street; one (1) single-faced billboard located on the north side of Garden Grove Boulevard, at 8841 Garden Grove Boulevard, west of Magnolia Street; and one (1) double-faced billboard at the southeast corner of Westminster Avenue and Flower Street, at 10152 Westminster Avenue. The Applicant provided a list of 6 billboard structure locations, some single-faced and some

double-faced, that they proposed for removal/relocation. Staff reviewed each location and believes that the three (3) structures that were chosen would have the most impact in improving the visual aesthetics in the areas in which they are located.

At their September 18, 2014 meeting, following a Public Hearing, the Planning Commission approved Site Plan No. SP-012-2014, subject to City Council's approval of Amendment No. A-011-2014, and recommended that City Council adopt a Mitigated Negative Declaration for the Project and approve the subject Code Amendment No. A-011-2014. The motion passed 4-2, with one Commissioner being absent. The motion to approve was made after a thorough discussion that included concerns over compensation, the percentages of advertising time donated for advertising community events, the potential for the approval of additional electronic billboards, the size of the sign and concern with slowing down traffic, and the thought that the Code Amendment would not benefit the City or Garden Grove businesses. The approval motion included a recommendation that Section 9.20.110.D.3.k of the proposed Code Amendment regarding execution of a relocation agreement, be modified to require the owner(s)/operator(s) of the electronic billboard donate up to ten (10) percent of the total advertising time on the electronic billboard to community events, as requested by the City Manager, from the originally proposed five (5) percent. One person came forward and spoke, requesting clarification on the number of sides the proposed electronic billboard would have and if Clear Channel would be removing the signs on Garden Grove Boulevard and Westminster Avenue at their own expense.

DISCUSSION

Code Amendment:

In order to facilitate implementation of the Site Plan approved by the Planning Commission, Section 9.20.110 of the Code would need to be amended. As previously stated, the Code allows outdoor advertising companies that own existing legal nonconforming billboards within the City to relocate those existing billboards to another location within the City via the Site Plan review process. However, the Code does not allow any of the billboards to be converted to electronic billboards. Therefore, the subject Code Amendment is proposed.

Specifically, the proposed Amendment would add a new Subsection 9.20.110.D (Electronic Billboards Within the Garden Grove (22) Freeway Corridor) to Section 9.20.110 (Billboards) and make minor related changes to the existing provisions of Section 9.20.110 for purposes of clarification and compatibility with new provisions pertaining to electronic billboards.

The proposed Amendment would define electronic billboards and the Garden Grove (22) Freeway Corridor; provide clarification as to where the relocated/converted billboards can be located along the Garden Grove (22) Freeway; require the removal of vinyl billboards located elsewhere within the city establish distance requirements between electronic billboards and other billboards and residentially

zoned property; limit the intensity of light of the electronic billboard face; limit the size and square footage of electronic billboards; require compliance with State and Federal law requirements; and require the applicant to enter into a relocation agreement with the City. The proposed revisions to the Code are shown in bold/underline and strikethrough text in the attached Ordinance.

The proposed Amendment is internally consistent with the goals, policies, and elements of the General Plan. The revisions to the billboard sign code and the proposed electronic billboard regulations will ensure compatibility of signage and land uses, and will support the purposes and intent of the sign code.

Billboard Relocation Agreement:

In regard to the proposed Billboard Removal and Relocation Agreement, the proposed Code Amendment requires the applicant, as a condition of approval of a Site Plan review application, to enter into a Billboard Relocation Agreement with the City. Pursuant to the proposed Code Amendment, the agreement must, at a minimum, require the permanent removal of a minimum of two (2) existing billboard faces within the City for each new electronic billboard face erected or installed; provide for mitigation by the owner of aesthetic and/or other impacts caused by the electronic billboard(s); require the owner to comply with any and all required mitigation measures, conditions of approval, and applicable provisions of the Code; provide for the payment by the owner of applicable fees and costs; require the owner to indemnify the City; and, per the Planning Commission's recommendation, require the owner(s)/operator(s) of the electronic billboard to donate up to ten (10) percent of the total advertising time on the electronic billboard to community events, as requested by the City Manager. Consistent with this requirement and the Planning Commission's recommendation, the proposed Billboard Removal and Relocation Agreement provides that Clear Channel Outdoor will permit the City to use a minimum of the equivalent of one spot in a standard 8-spot rotation on each of the two electronic billboard faces for a 4-week period each year, without charge, for public service announcements. Clear Channel Outdoor will also utilize advertising spaces on the signs for regional emergency announcements and alerts, Amber Alerts, and wanted criminal postings from law enforcement, as needed.

The term of the proposed Billboard Removal and Relocation Agreement is 30-years and can be extended by mutual agreement of the parties. The billboard structure must be removed upon expiration of the term of the Agreement or termination of the Agreement for cause by the City. In consideration for the City's approval of the Agreement to erect the electronic billboard along the 22 Freeway, Clear Channel Outdoor is agreeing to permanently remove three other billboard structures with four sign faces located elsewhere in the city, pay the City a \$10,000 processing fee to reimburse the City for its costs in negotiating and preparing the Agreement, and to pay the City an annual mitigation fee for each electronic sign face in an aggregate amount of approximately \$1,577,254 over the 30 year term of the Agreement to

assist in mitigating the aesthetic, cultural, economic, and other impacts of the project on the City.

FINANCIAL IMPACTS

Approval of the Agreement will result in the payment of a \$10,000 processing fee to the City and in the payment of annual mitigation fees to the City in the amount of approximately \$1,577,254 over 30 years.

RECOMMENDATION

It is recommended that the City Council:

- Approve the attached Resolution adopting a Mitigated Negative Declaration.
- Introduce and conduct the first reading of the attached Ordinance approving Code Amendment No. A-011-2014.
- Approve the attached Resolution approving the Billboard Removal and Relocation Agreement with Clear Channel Outdoor, Inc. attached thereto and authorizing the City Manager to execute and implement the Agreement on behalf of the City.




SUSAN EMERY
Assistant City Manager



By: Lee Marino
Senior Planner

- Attachment 1: Planning Commission Staff Report dated September 18, 2014
- Attachment 2: Planning Commission Resolution Nos. 5830-14 and 5831-14 with Exhibit "A" Conditions of Approval
- Attachment 3: Planning Commission Minute Excerpt of September 18, 2014
- Attachment 4: Draft City Council Resolution Adopting a Mitigated Negative Declaration
- Attachment 5: Draft City Council Ordinance for Code Amendment No. A-011-2014
- Attachment 6: Draft City Council Resolution approving the Billboard Removal and Relocation (including proposed Billboard Removal and Relocation Agreement) Agreement
- Attachment 7: Initial Study, Mitigated Negative Declaration

Approved for Agenda listing



Matthew J. Fertal
City Manager

COMMUNITY DEVELOPMENT DEPARTMENT PLANNING STAFF REPORT

AGENDA ITEM NO.: C.1	SITE LOCATION: Citywide/11615 Cardinal Circle
HEARING DATE: September 18, 2014	GENERAL PLAN: N/A (Amendment) Industrial (Site Plan-11615 Cardinal Circle)
CASE NO. Amendment No. A-011-2014 (City Wide) Site Plan No. SP-012-2014 (11615 Cardinal Circle)	ZONE: N/A (Amendment) M-1 [Limited Industrial] (Site Plan - 11615 Cardinal Circle)
APPLICANT: Clear Channel Outdoor, Inc.	APN: N/A (Amendment) 100-122-01 (Site Plan -11615 Cardinal Circle)
OWNER: Garden Harbor Industrial Park (Site Plan)	CEQA DETERMINATION: Mitigated Negative Declaration

REQUEST:

A request for Planning Commission recommendation to City Council to amend Chapter 20, Section 9.20.110 Billboards of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards, subject to special standards. The request also is in conjunction with a Site Plan review request to relocate certain specific existing billboards and convert them into one (1) two-sided electronic billboard located along the Garden Grove (22) Freeway at 11615 Cardinal Circle in the M-1(Limited Industrial) zone. A Mitigated Negative Declaration has been prepared for this project and will be considered for adoption along with the subject Code Amendment and Site Plan application.

BACKGROUND:

Over the past few years, the City has received requests from outdoor advertising (billboard) companies, that own billboards within the City, to relocate existing vinyl billboards along the Garden Grove (22) Freeway and convert them to electronic billboards. Currently, Chapter 20, Section 9.20.110 Billboards, does not allow the installation of new billboards, but does allow the relocation of existing billboards within the City via the Site Plan review process. Billboards are defined by the City Code as a sign identifying a use, facility, or service not conducted on the premises, or a product that is produced, sold or manufactured off-site.

Clear Channel Outdoor, Inc., who owns approximately 12 billboards within the City, has submitted a Code Amendment request to amend Chapter 20, Section 9.20.110 Billboards, of Title 9 of the Garden Grove Municipal Code to allow existing billboards

that are proposed to be relocated along the Garden Grove (22) Freeway Corridor, to be converted to electronic billboards, subject to special standards.

Along with the subject Code Amendment request, the applicant is requesting approval of a Site Plan application to relocate three existing billboards (two single-sided billboard structures and one double-sided billboard structure) and convert them into one, two-sided electronic billboard structure located along the Garden Grove (22) Freeway at 11615 Cardinal Circle.

DISCUSSION:

Amendment:

In order to facilitate the applicant's associated Site Plan review request, Chapter 20, Section 9.20.110 Billboards, of Title 9 of the Garden Grove Municipal Code would need to be amended. As previously stated, the Municipal Code allows outdoor advertising companies who own billboards within the City to relocate existing billboards within the City via the Site Plan review process. However, the Code does not allow any of the billboards to be converted to electronic billboards. Therefore, the subject Code Amendment is proposed.

The proposed Amendment will specifically amend Subsections 9.20.110.A (Prohibition), 9.20.110.B2b and c (Criteria) and add a new Subsection 9.20.110.D (Electronic Billboards Within the Garden Grove (22) Freeway Corridor) to Section 9.20.110 Billboards.

The proposed changes provide definitions for electronic billboards and the Garden Grove (22) Freeway Corridor; provides clarification as to where the relocated/converted billboards can be located along the Garden Grove (22) Freeway; requires the removal of vinyl billboards located elsewhere within the City of Garden Grove and spells out the number of existing billboard structures/faces to be relocated and removed in exchange for the conversion of a relocated billboard structure/face to an electronic billboard face along the Garden Grove (22) Freeway Corridor; establishes distance requirements between electronic billboards and other billboards as well as residential zones; limits the intensity of light of the electronic billboard face; limits the size and square footage of electronic billboards; requires the applicant to enter into a relocation agreement with the City; and requires compliance with State and Federal law requirements. The revisions to the Code are as follows with the changes in bold and underlined text:

SECTION 9.20.110: Billboards

- A. Prohibition. **Except for relocations of existing billboards and conversion of existing billboards to electronic billboards pursuant to this Section, No** new billboards shall be constructed within city limits.
- B. Relocations of Existing Billboards. An owner of an existing billboard located within the City may apply for a billboard relocation subject to the following procedure and criteria:

1. Process. An applicant for a billboard relocation shall file an application for a site plan approval with the city. The Planning Commission shall be empowered to approve, deny, or conditionally approve the site plan application. The Commission shall apply the criteria as set forth in this subpart in making its determination.
 - a. The Planning Commission shall hold a hearing on the matter and provide notice to property owners of the hearing located within three hundred feet of the relocation site.
 2. Criteria. The planning commission shall apply the following criteria in making its determination on the site plan:
 - a. The structure shall be constructed on two or less steel supports;
 - b. The relocation site shall be at least three hundred feet from any other existing billboard structure, **and shall also comply with the distance requirements set forth in Subsection D.3.e, if applicable;**
 - c. **Except as otherwise provided in Subsection D,** the height of the sign face shall not exceed fifty feet and the display area should not be less than eight feet from the ground;
 - d. The structure shall incorporate aesthetically pleasing architectural elements to the extent feasible so as to promote compatibility with surrounding properties;
 - e. The applicant shall present proof of compliance with any applicable State or Federal law requirements relating to billboard signing and freeway location;
 - f. The structure shall not result in an adverse aesthetic or illumination nuisance upon any surrounding residential neighborhood.
 3. Findings. The Planning Commission shall make a finding in approving such a request that the construction of the structure will not have an adverse effect on the public health, welfare, and safety of the community.
- C. Publicly Caused Billboard Relocations. Any proposal to relocate an existing billboard structure which relocation is caused by a city and/or redevelopment agency project shall be subject to the following site plan review process:
1. The City Council shall have sole jurisdiction in considering whether such an application should be approved;

2. The City Council shall hold a site plan review hearing and utilize the same criteria to be used by the planning commission, except that the city council reserves the right to make exceptions to any of the criteria set forth in Subpart B.2(a.)-(d.).
3. The City Council shall make the finding that the construction of the structure will not adversely affect the public health, welfare and safety of the community.

D. Electronic Billboards Within the Garden Grove (22) Freeway Corridor.

- 1. For purposes of this Subsection 9.20.020.D, the following terms shall have the following meanings:**
 - a. "Billboard" has the same meaning as defined in Subsection 9.20.020.C.**
 - b. "Electronic billboard" means an internally or externally illuminated billboard that utilizes digital message technology capable of instantaneously changing the static message or copy on the sign electronically.**
 - c. "Garden Grove (22) Freeway Corridor" means the area within the city comprised of the land within three hundred (300) feet of either edge of the California State Route 22 Freeway right-of-way.**
- 2. Notwithstanding any other provision of this Code, subject to the discretionary approval of a site plan application pursuant to Subsections 9.20.110.B or C, above, entry into a relocation agreement with the City in accordance with Business and Professions Code Section 5412, and compliance with the additional requirements set forth below, the owner of an existing billboard within the city may convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway Corridor. Conversion of an existing billboard to an electronic billboard shall be deemed to be a relocation of an existing billboard that is subject to approval of a site plan application pursuant to Subsection 9.20.110.B. Such relocated and/or converted electronic billboards shall be deemed legal non-conforming uses and structures.**
- 3. In addition to such conditions as may be imposed pursuant to approval of a site plan application for a billboard relocation pursuant to Subsections B and/or C, above, electronic billboards shall be subject to the following criteria and conditions:**

- a. An electronic billboard may only be located within the Garden Grove (22) Freeway Corridor.
- b. Electronic billboards shall comply with all applicable location, distance, size, operational, permit or licensing, and/or other requirements or limits imposed by Federal or State law, including, without limitation, the California Outdoor Advertising Act, California Business and Professions Code Section 5200, et. seq., and its implementing regulations, including applicable amendments thereto. To the extent a conflict arises between any provisions of this Section and applicable Federal or State law, State or Federal law shall control.
- c. Each sign face of an electronic billboard shall be oriented primarily for viewing from the Garden Grove (22) Freeway and shall be oriented away from any residentially zoned property.
- d. No electronic billboard shall be located on or within 350 feet of any residentially zoned property, as measured from the structural support column of the electronic billboard to the property line.
- e. No electronic billboard shall be located within 500 feet of any other billboard located on the same side of the freeway or within 1,000 feet of any other electronic billboard or on-premise electronic sign located on the same side of the freeway located on the same side of the freeway.
- f. The permitted height of an electronic billboard shall be determined through the site plan review process and shall be limited to the maximum height necessary to ensure adequate visibility of the display from the Garden Grove (22) Freeway. Requested height of an electronic billboard shall be justified through a balloon or flag test, or other similar test, conducted at the applicant's cost. Unless special circumstances necessitate a taller sign, as demonstrated through a balloon or flag test, or other similar test, no electronic billboard shall exceed sixty (60) feet in height, as measured from finished grade to the top of the billboard structure.
- g. The area of each electronic billboard sign face, including framing and trim, shall not exceed 680 square feet.
- h. Electronic billboard displays shall contain still or static messages or images only, and no part of the sign

structure or image being displayed may move or present the appearance or optical illusion of movement, or include flashing, blinking, or traveling lighting, the varying of light intensity, or any other means not providing constant illumination. Each static message or image shall be displayed for a minimum of eight (8) consecutive seconds before changing, and the transition or blank screen time between one display message and the next shall not exceed one (1) second.

- i. The maximum intensity of light output produced by an electronic billboard display shall be established in relation to the immediate ambient lighting, and each electronic billboard shall incorporate an automatic light sensing device that will adjust the brightness or intensity of light output as ambient light conditions change. The maximum measurable light output of an electronic billboard shall not exceed 0.3 foot-candles above the ambient light level at any time, as measured using a foot-candle meter at a pre-set distance perpendicular to the display face of the electronic billboard. The pre-set distance for measurement of intensity of light output with a foot-candle meter shall vary depending on the size of the sign face, as follows:

<u>Nominal Sign Face Size</u>	<u>Distance To Be Measured From</u>
<u>12' x 25'</u>	<u>150'</u>
<u>10'-6" x 36'</u>	<u>200'</u>
<u>14' x 48' or Greater</u>	<u>250'</u>

Notwithstanding the foregoing, if, at any time, the City Manager determines, in his or her reasonable discretion, that an electronic billboard is causing excessive glare to drivers or nearby businesses or residences, such that it results in a safety hazard or nuisance, the owner or operator of the electronic billboard shall reduce the intensity of light output of the electronic billboard display to the level determined by the City Manager to be necessary to effectively mitigate the safety hazard or nuisance.

- j. Electronic billboard owners and/or operators shall make space available for the display of emergency messaging in accordance with local, regional, and/or state protocols.
- k. As a condition to approval of the relocation and/or conversion of a billboard to an electronic billboard, the owner of the electronic billboard shall execute a

relocation agreement with the City pursuant to California Business and Professions Code Section 5412 on terms approved by the City Council in its sole and absolute discretion. At a minimum, such a relocation agreement shall (i) require the permanent removal of a minimum of two (2) existing billboard faces within the City for each new electronic billboard face erected or installed, (ii) provide for mitigation by the owner of aesthetic and/or other impacts caused by the electronic billboard(s), (iii) require the owner to comply with any and all required mitigation measures, conditions of approval, and applicable provisions of this Section and this Code; (iv) provide for the payment by the owner of applicable fees and costs; (v) require each owner to indemnify, defend and hold harmless the City from any and all claims, lawsuits, awards and judgments, including any reasonable attorney's fees and court costs, that may arise from the approval of the relocation and/or conversion of a billboard to an electronic billboard and/or the removal of other existing billboards, pursuant to this Section or any other provision of the Code, subject to the terms of the agreement; and (vi) require the owner(s)/operator(s) of the electronic billboard to donate up to five percent (5%) of the total advertising time on the electronic billboard to community events, as requested by the City Manager. Nothing herein shall be construed to require the City enter into such an agreement or to allow the relocation of an existing billboard or the conversion of an existing billboard to an electronic billboard.

- I. The owner of an electronic billboard authorized pursuant to this Section may, at its sole option, remove the digital display unit(s) from the billboard structure at any time, for any reason, and temporarily or permanently replace such digital display unit(s) with state-of-the-art non-electronic static sign faces of the same or smaller dimensions.

The proposed Amendment is internally consistent with the goals, policies, and elements of the General Plan. The revisions to the billboard sign code and the proposed electronic billboard regulations will ensure compatibility of signage and land uses, and will support the purposes and intent of the sign code.

Site Plan:

Along with the subject Amendment, the applicant has submitted a Site Plan review request, which proposes the relocation/removal of three existing billboard structures and convert them into one (1), 74-foot tall, two-sided electronic billboard located along the Garden Grove (22) Freeway Corridor, at 11615 Cardinal Circle. The three (3) billboard structures to be relocated/removed consists of one (1) single-faced billboard located on the north side of Garden Grove Boulevard, at 9141 Garden Boulevard, east of Magnolia Street; one (1) single-faced billboard located on the north side of Garden Grove Boulevard, at 8841 Garden Grove Boulevard, west of Magnolia Street; and one (1) double-faced billboard at the southeast corner of Westminster Avenue and Flower Street, at 10152 Westminster Avenue.

The proposed electronic billboard is proposed to be located within the parking lot of a 2.95 acre multi-tenant industrial property that is located at the west end of the Cardinal Circle cul-de-sac, east of Harbor Boulevard and adjacent to the south side of the Garden Grove (22) Freeway. The subject site is surrounded by industrially developed properties to the east and south, the OCTA right-of-way to the west, and the Garden Grove (22) Freeway to the north. In order to accommodate the proposed billboard on-site, one parking space will be be relocated. The parking space is required to be relocated in order to maintain the current number of parking spaces servicing the site. The design of the sign will include a metal clad single-support with two (2), 14 foot by 48 foot (672 square foot) electronic reader board sign faces that will be oriented toward the Freeway, facing both east and west bound traffic.

In regard to the height of the proposed billboard sign, the proposed Code Amendment requires the maximum height of a billboard sign to be 60-feet, measured from finished grade to the top of the sign structure, unless there are special circumstances that warrant a taller sign and the increased height is substantiated through a balloon/flag test. Due to the fact that the grade of the Garden Grove (22) Freeway is approximately 30-feet above the finished grade of the property the sign is to be located on and that there are sound attenuation walls along a portion of the freeway, the applicant conducted a flag test to determine how high the sign needed to be in order to maintain adequate visiblity. Based on the flag test, it was determined that in order to maintain visiblity to the billboard sign from both east and west bound freeway traffic, the appropriate sign height is 74-feet, measured from the finsih grade of the property the sign will be constructed on. The top of the billboard sign will be approximatley 44-feet above the finished grade of the freeway.

Finally, since it is recommended within the Code Amendment that for every billboard face proposed to be relocated/converted from within the city to an electronic billboard face along the Garden Grove (22) Freeway, two vinyl billboard faces shall be removed. The applicant has proposed that four billboard faces be removed elsewhere within the City in order to install the double-sided billboard along the freeway right-of-way. The applicant provided a list of 6 billboard structure locations, some single-faced and some double-faced) that they proposed for removal/relocation. Staff reviewed each location and believe that the three (3)

CASE NO. A-011-2014/SP-012-2014

structures that were chosen would have the most impact in improving the visual aesthetics in the areas in which they are located.

RECOMMENDATION:

Staff recommends that the Planning Commission take the following action:

- Adopt the attached Resolution recommending adoption of a Mitigated Negative Declaration and approval of Amendment No. A-011-2014 to the City Council; and
- Approve Site Plan No. SP-012-2014 subject to the recommended Conditions of Approval as well as subject to City Council approval of Amendment No. A-011-2014.

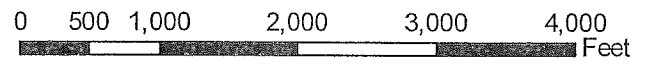
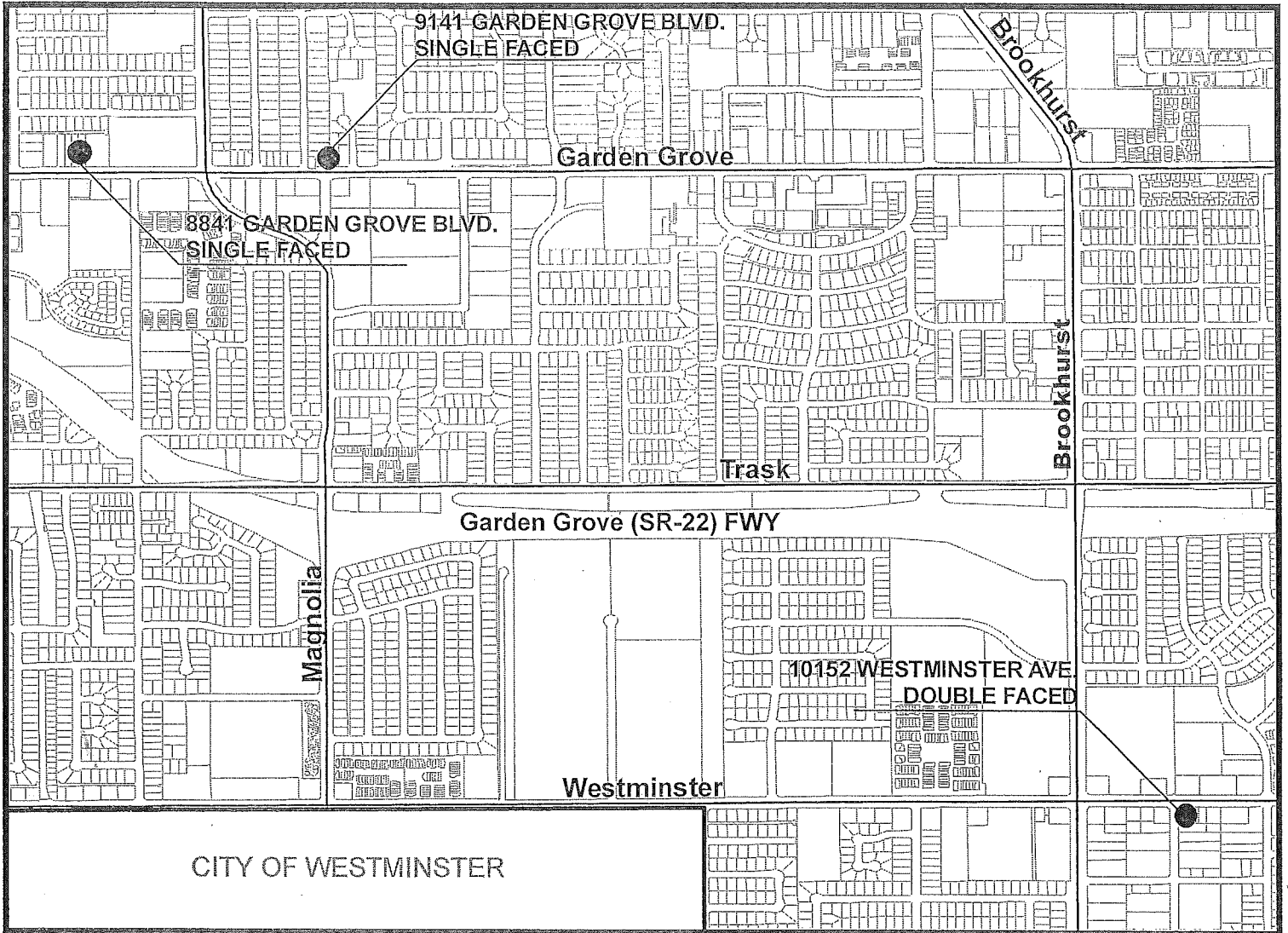


KARL HILL
Planning Services Manager



By: Lee Marino
Senior Planner

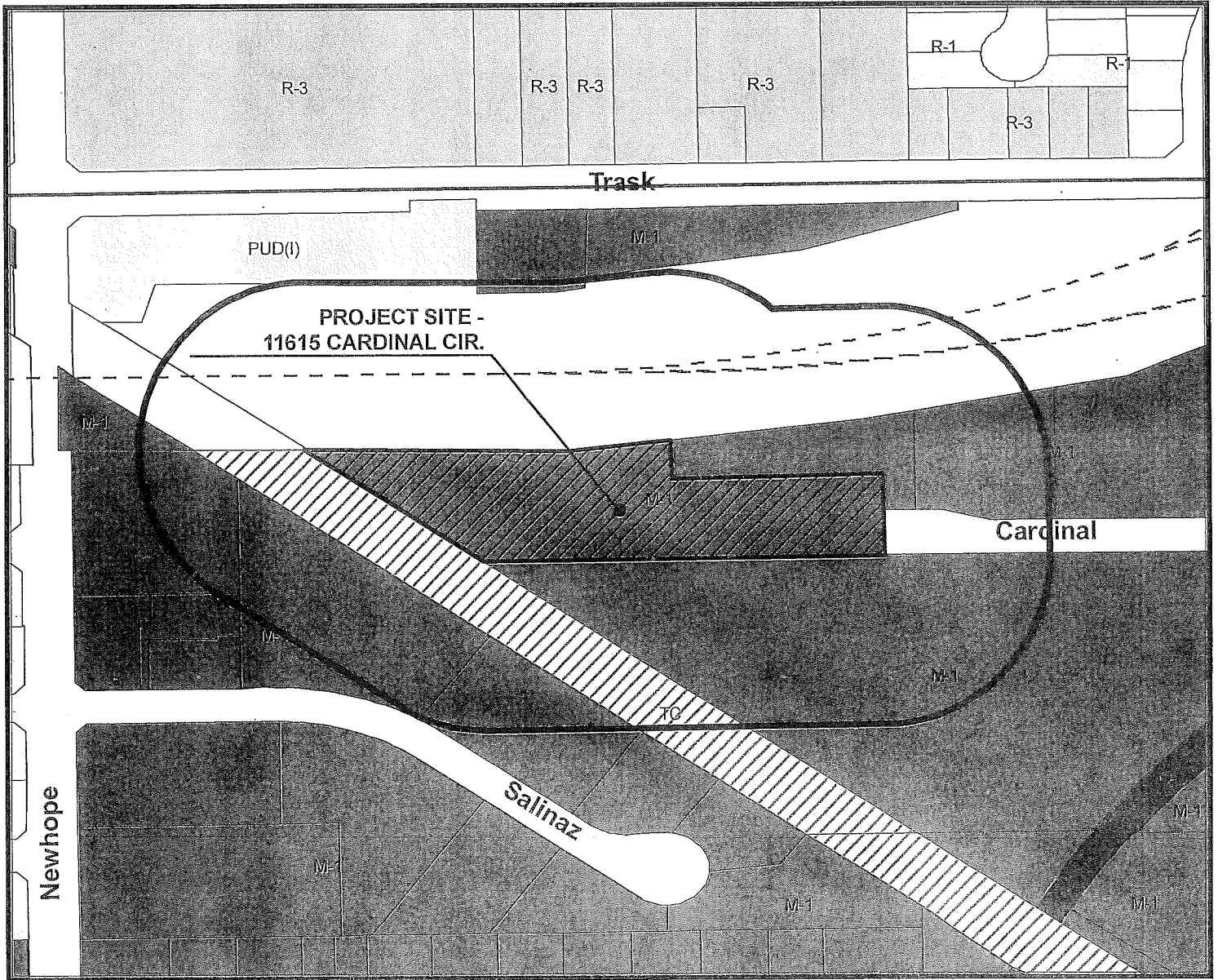
LOCATION OF EXSITING BILLBOARDS TO BE REMOVED




CITY OF GARDEN GROVE
COMMUNITY DEVELOPMENT DEPARTMENT
PLANNING DIVISION
GIS SYSTEM




SITE PLAN NO. SP-012-2014 ASSOCIATED ENTITLEMENTS A-011-2014



LEGEND

 PROJECT SITE - 11615 CARDINAL CIRCLE

 300 FEET RADIUS



NOTES

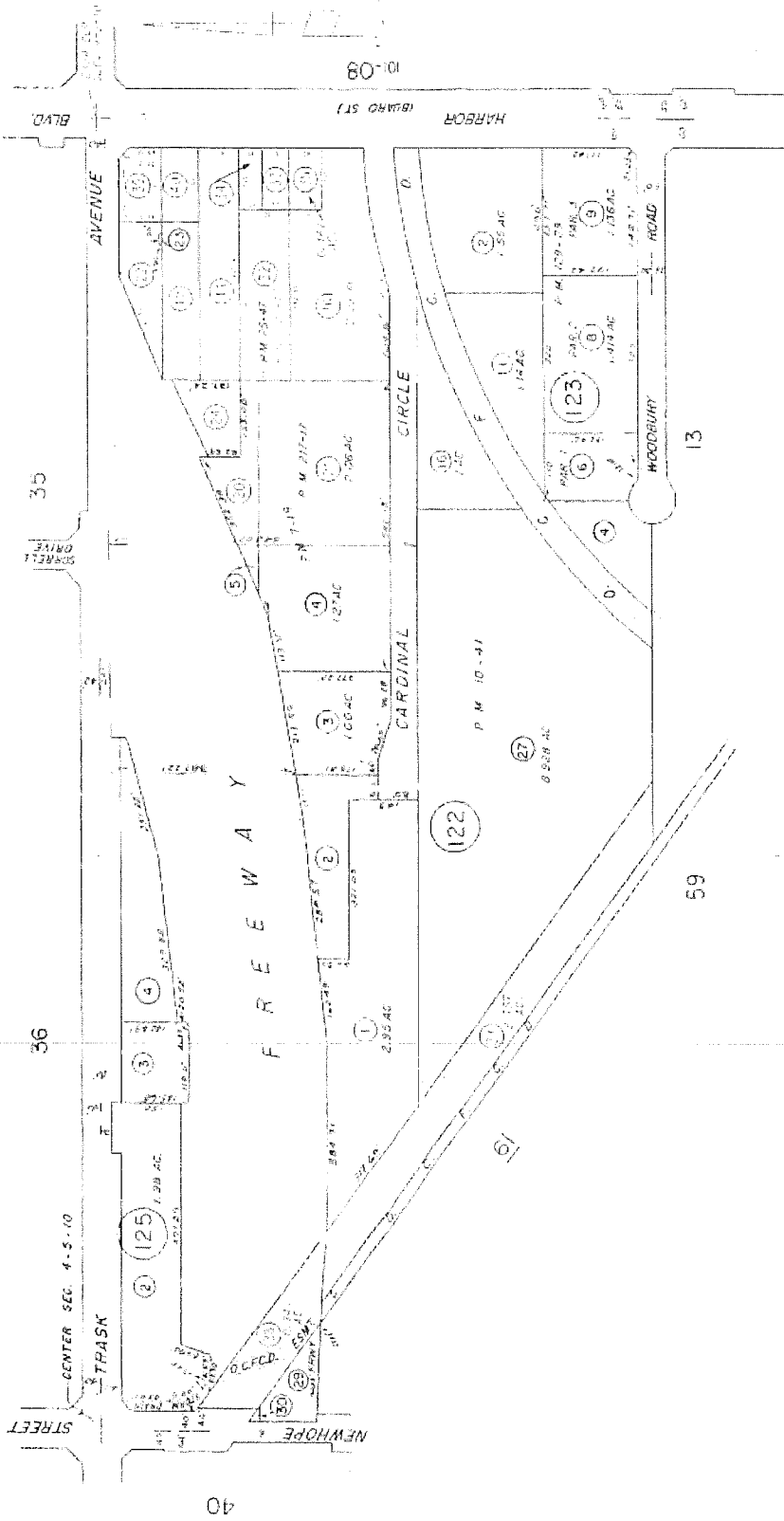
- 1. GENERAL PLAN: INDUSTRIAL
- 2. ZONE: M-1 (LIMITED INDUSTRIAL)

CITY OF GARDEN GROVE
COMMUNITY DEVELOPMENT DEPARTMENT
PLANNING DIVISION
GIS SYSTEM
SEPTEMBER 2014

A. Area Map

POR N1/2, SE1/4, SEC. 4, T5S. R10W

100-12



NOTE - ALL DIMENSIONS IN FEET
 PARCELS RECORDED
 UNDER THE
 1908 ACT

P.M. 25-47, 125-29

PARCEL MAP

MARCH 1951

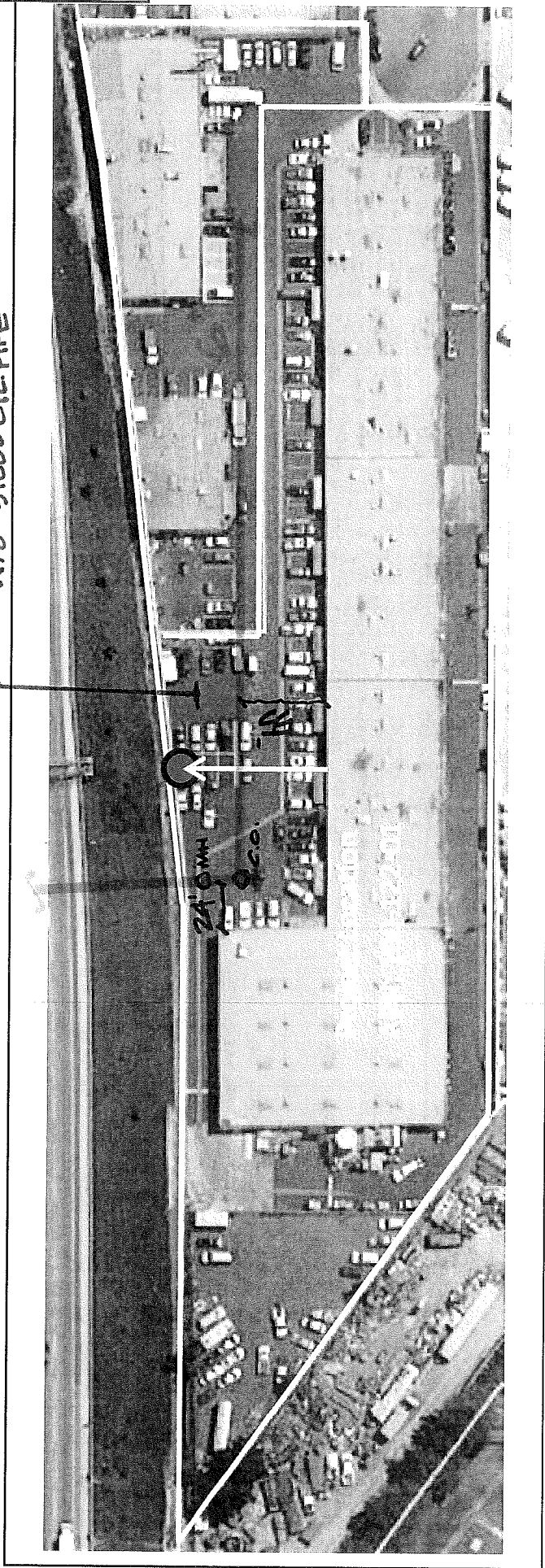
A-011-2014
SP-012-2014

B. Existing Facility Plan

3/20/2018

11615 CARDINAL CIR., GARDEN GROVE, CA 92843

RCP
18" ~~RCP~~ CASING
W/8" STEEL CN. PIPE



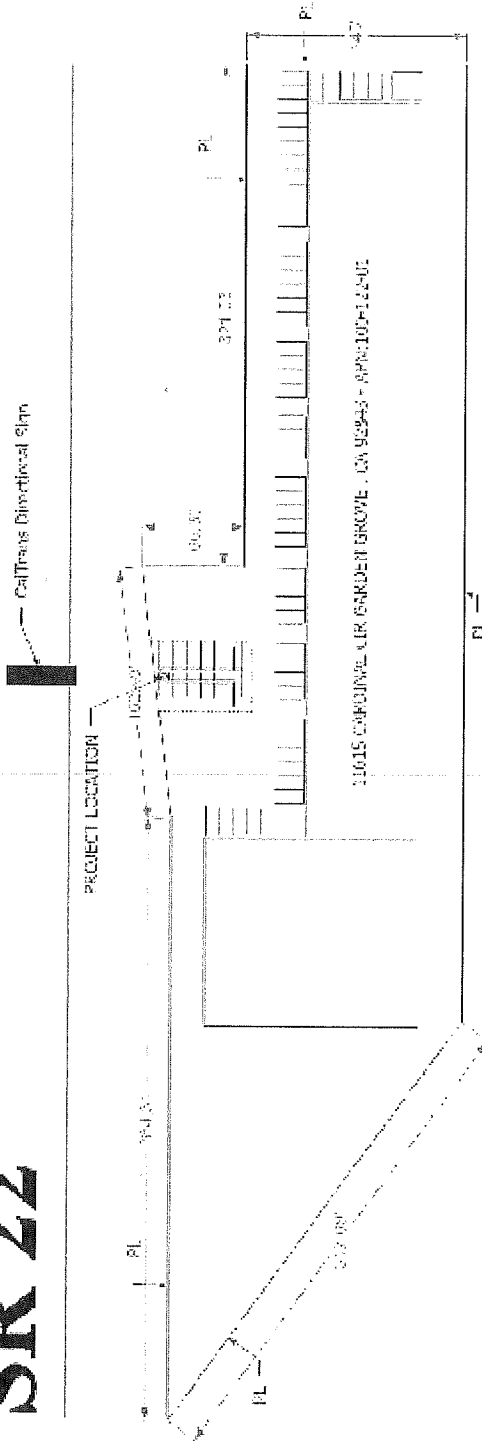
C. Site Plan

SR 22



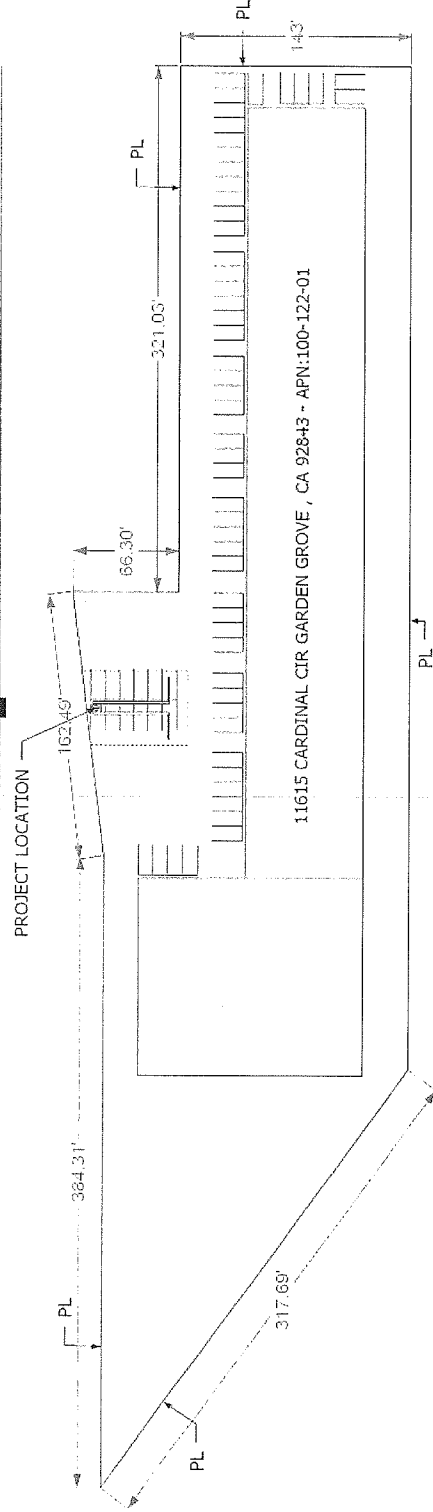
Harbor Blvd

Cardinal Cir



SR 22

CallTrans Directional Sign



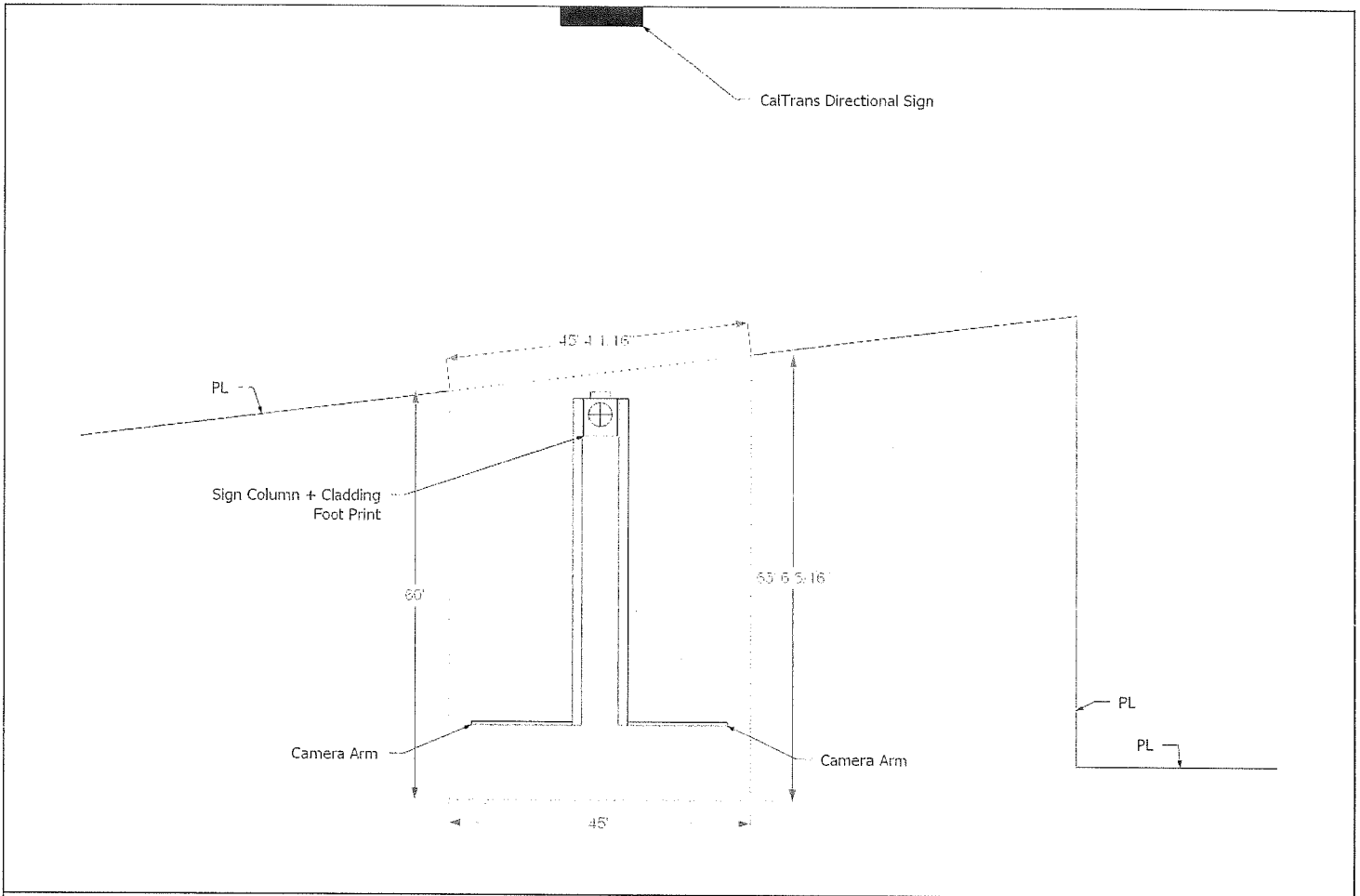
Cardinal Cir

Harbor Blvd

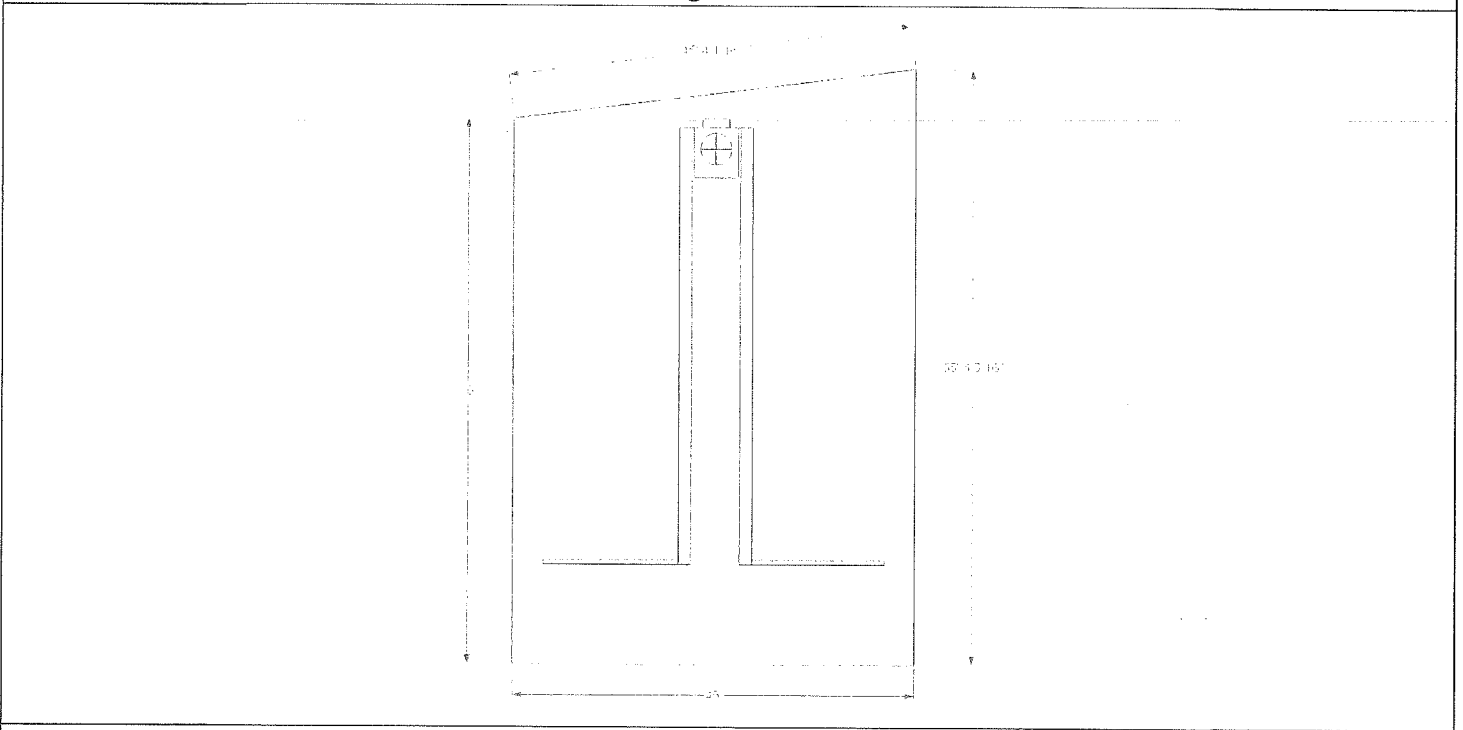
E. Floor Plan

11615 CARDINAL CIR., GARDEN GROVE, CA 92843

APN: 100-122-01



Sign Area

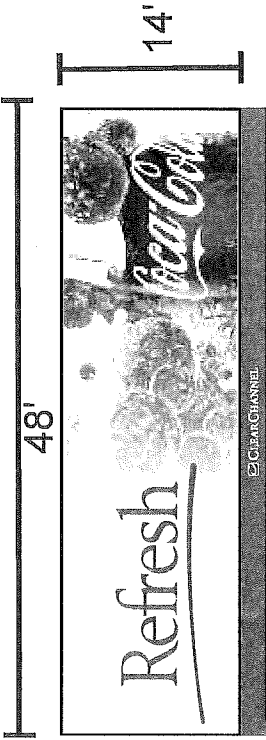


Sign Column + Cladding Foot Print

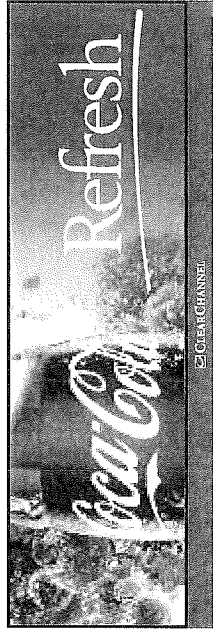
For Reference Only

F. Elevation

West Facing



East Facing



↑
FREEWAY SIDE

74'

↑
FREEWAY SIDE

RESOLUTION NO. 5830-14

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF GARDEN GROVE RECOMMENDING THAT THE CITY COUNCIL ADOPT A MITIGATED NEGATIVE DECLARATION AND APPROVE AMENDMENT NO. A-011-2014, AN AMENDMENT TO CHAPTER 20, SECTION 9.20.110 BILLBOARDS, OF TITLE 9 OF THE GARDEN GROVE MUNICIPAL CODE TO ALLOW EXISTING BILLBOARDS THAT ARE PROPOSED TO BE RELOCATED ALONG THE GARDEN GROVE (22) FREEWAY CORRIDOR TO BE CONVERTED TO ELECTRONIC BILLBOARDS, SUBJECT TO SPECIAL STANDARDS.

WHEREAS, the City of Garden Grove has received an application for (1) Code Amendment No. A-011-2014 to amend Chapter 20, Section 9.20.110 Billboards, of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards; and (2) Site Plan No. SP-012-2014 for a billboard relocation in accordance with Garden Grove Municipal Code Section 9.20.110 to land located at west end of the Cardinal Circle cul-de-sac, west of Harbor Boulevard, along the south side of the Garden Grove (22) Freeway, at 11615 Cardinal Circle, Assessor's Parcel No. 100-122-01; and

WHEREAS, if Amendment No. A-011-2014 and Site Plan No. SP-012-2014 are approved, it is contemplated that the City Council will also consider approval of a Relocation Agreement pursuant to Business Professions Code Section 5412 pertaining to the removal of three existing billboard structures within the City and the erection and maintenance of the relocated electronic billboard pursuant to Site Plan No. SP-012-2014; and

WHEREAS, Amendment No. A-011-2014, Site Plan No. SP-012-2014, and the Relocation Agreement are collectively referred to herein as the "Project"; and

WHEREAS, pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 *et seq.* ("CEQA") and CEQA's implementing guidelines, California Code of Regulations, Title 14, Section 15000 *et seq.*, an initial study was prepared and it has been determined that the proposed Project qualifies for a Mitigated Negative Declaration because the proposed Project with the proposed mitigation measures cannot, or will not, have a significant effect on the environment; and

WHEREAS, the Mitigated Negative Declaration with mitigation measures was prepared and circulated in accordance with CEQA and CEQA's implementing guidelines; and

WHEREAS, the Planning Commission of the City of Garden Grove held a duly noticed public hearing on September 18, 2014 and considered all oral and written testimony presented regarding the Project, the initial study, and the Mitigated Negative Declaration.

NOW, THEREFORE, BE IT RESOLVED, FOUND, AND DETERMINED as follows:

1. The Planning Commission has considered the proposed Mitigated Negative Declaration together with comments received during the public review process.
2. The Planning Commission finds on the basis of the whole record before it, including the initial study and comments received, that there is no substantial evidence that the project will have a significant effect on the environment with mitigation measures.
3. The Planning Commission recommends adoption of the Mitigated Negative Declaration to City Council.
4. The record of proceedings on which the Planning Commission's decision is based is located at the City of Garden Grove, 11222 Acacia Parkway, Garden Grove, California. The custodian of record of proceedings is the Director of Community Development.

BE IT FURTHER RESOLVED that the Planning Commission of the City of Garden Grove, in regular session assembled on September 18, 2014, does hereby recommend that the City Council approve Amendment No. A-011-2014.

BE IT FURTHER RESOLVED in the matter of Amendment No. A-011-2014, the Planning Commission of the City of Garden Grove does hereby report as follows:

1. The case was initiated by Clear Channel Outdoor, Inc.
2. The applicant is requesting approval to amend Chapter 20, Section 9.20.110 Billboards, of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards.
3. The Community Development Department has prepared a Mitigated Negative Declaration for the Project that (a) concludes that with the appropriate mitigation measures the proposed project cannot, or will not, have a significant adverse effect on the environment, and (b) was prepared and circulated in accordance with applicable law, including CEQA and CEQA's implementing guidelines.
4. Report submitted by City staff was reviewed.
5. Pursuant to legal notice, a public hearing was held on September 18, 2014, and all interested persons were given an opportunity to be heard.
6. The Planning Commission gave due and careful consideration to the matter during its meeting of September 18, 2014; and

BE IT FURTHER RESOLVED, FOUND AND DETERMINED that the facts and reasons supporting the conclusion of the Planning Commission, as required under Municipal Code Sections 9.32.030 are as follows:

FACTS:

Over the past few years, the City had received requests from outdoor advertising (billboard) companies, that own billboards within the City to relocate existing vinyl billboards along the Garden Grove (22) Freeway and convert them to electronic billboards. The construction of new billboards is prohibited in the City of Garden Grove. However, pursuant to Garden Grove Municipal Code Section 9.20.110.B, the owner of an existing billboard located within the City may seek to relocate the existing billboard to a new location within the City by filing an application for a site plan approval with the City. The Planning Commission is empowered to approve, deny, or conditionally approve such a site plan application in accordance the criteria set forth in Section 9.20.110.B.

Billboards are defined by the City Code as a sign identifying a use, facility, or service not conducted on the premises, or a product that is produced, sold or manufactured off-site.

Clear Channel Outdoor, Inc., which owns approximately 12 billboards within the City, has submitted a Code Amendment request to amend Chapter 20, Section 9.20.110 (Billboards), of Title 9 of the Garden Grove Municipal Code to permit the owner of an existing billboard within the City to convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway corridor and meets specified size, spacing, distance, orientation, illumination, display, and requirements and complies with all applicable Federal and State law.

Specifically, the proposed Amendment would add a new Subsection 9.20.110.D (Electronic Billboards Within the Garden Grove (22) Freeway Corridor) to Section 9.20.110 (Billboards) and make minor related changes to the existing provisions of Section 9.20.110 for purposes of clarification and compatibility with new provisions pertaining to electronic billboards.

The proposed Amendment would define electronic billboards and the Garden Grove (22) Freeway Corridor and provide clarification as to where the relocated/converted billboards can be located along the Garden Grove (22) Freeway, establish distance requirements between electronic billboards and other billboards and residentially zoned property, limit the intensity of light, require the removal of vinyl billboards located elsewhere within the City of Garden Grove, limit the size of electronic billboards, require the applicant to enter into a relocation agreement with the City, and require compliance with State and Federal law requirements.

FINDINGS AND REASONS:

1. The proposed Code Amendment is internally consistent with the goals, policies, and elements of the General Plan.

The proposed Amendment includes amendments to Chapter 20, Section 9.20.110 (Billboards), of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards. The General Plan does not contain specific policies pertaining to the relocation/removal of existing billboards or the conversion of them to electronic billboards. However, the General Plan does contain policies that promote the use of appropriate and compatible signage within commercial centers and encourages the development of new sign standards that are up to date with current industry designs. Goal LU-6 of the General Plan Land Use Element calls for the "revitalization of aging, underused or deteriorated commercial corridors, centers, and properties in the City", Policy LU-6.6 provides that the City should "ensure appropriate and compatible signage is provided within commercial centers", and Policy CD-IMP-2D "encourages the development of new sign standards that are up to date with current industry designs". Pursuant to the proposed Code Amendment, an owner seeking to relocate an electronic billboard to the Garden Grove (22) Freeway Corridor will be required to remove at least two existing billboard faces in the City for each converted electronic billboard face installed. The removal of old legal nonconforming billboard signs that are located within established commercial areas, adjacent to residential zones and their relocation to the Garden Grove (22) Freeway Corridor, along with the conversion so the signs to a newer industry standard, will contribute to the overall improvement to the commercial areas and reduce visual blight. Goal LU-4 of the General Plan Land Use Element states that "the City seeks to develop uses that are compatible with one another." Large billboard signs are generally more compatible with commercial/industrial areas adjacent to the Garden Grove (22) Freeway than with the areas in which existing legal non-conforming signs to be removed are located.

2. The proposed Code Amendment will promote the public health, safety, and welfare.

The proposed Amendment to the regulations pertaining to the electronic billboards along the Garden Grove (22) Freeway Corridor make clear and uniform standards for location, size, frequency of copy change, intensity of light, and removal/relocation of existing billboards within the City of Garden Grove. The standards and requirements are consistent with the both State and Federal guidelines that govern off-premise signage and ensure that that the signs do not create nuisances to the public and adjacent properties.

INCORPORATION OF FACTS AND FINDINGS SET FORTH IN STAFF REPORT

In addition to the foregoing, the Planning Commission incorporates herein by this reference, the facts and findings set forth in the staff report.

BE IT FURTHER RESOLVED that the Planning Commission does conclude:

1. The Code Amendment possesses characteristics that would indicate justification of the request in accordance with Municipal Code Section 9.32.030.D (General Plan Amendment/Code Amendment).
2. The Planning Commission recommends that the City Council adopt an Ordinance approving Amendment No. A-011-2014 and amending Garden Grove Municipal Code Section 9.20.110 as follows (deletions shown in strikeout, additions shown in bolded and underlined text).

SECTION 9.20.110: Billboards

A. Prohibition. **Except for relocations of existing billboards and conversion of existing billboards to electronic billboards pursuant to this Section,** ~~No~~ new billboards shall be constructed within City limits.

B. Relocations of Existing Billboards. An owner of an existing billboard located within the City may apply for a billboard relocation subject to the following procedure and criteria:

1. Process. An applicant for a billboard relocation shall file an application for a site plan approval with the city. The Planning Commission shall be empowered to approve, deny, or conditionally approve the site plan application. The Commission shall apply the criteria as set forth in this subpart in making its determination.
 - a. The Planning Commission shall hold a hearing on the matter and provide notice to property owners of the hearing located within three hundred feet of the relocation site.
2. Criteria. The Planning Commission shall apply the following criteria in making its determination on the site plan:
 - a. The structure shall be constructed on two or less steel supports;
 - b. The relocation site shall be at least three hundred feet from any other existing billboard structure, **and shall also comply with the distance requirements set forth in Subsection D.3.e, if applicable;**
 - c. **Except as otherwise provided in Subsection D,** ~~the~~ height of the sign face shall not exceed fifty feet and the display area should not be less than eight feet from the ground;
 - d. The structure shall incorporate aesthetically pleasing architectural elements to the extent feasible so as to promote compatibility with surrounding properties;

- e. The applicant shall present proof of compliance with any applicable State or Federal law requirements relating to billboard signing and freeway location;
 - f. The structure shall not result in an adverse aesthetic or illumination nuisance upon any surrounding residential neighborhood.
3. Findings. The Planning Commission shall make a finding in approving such a request that the construction of the structure will not have an adverse effect on the public health, welfare, and safety of the community.
- C. Publicly Caused Billboard Relocations. Any proposal to relocate an existing billboard structure which relocation is caused by a city and/or redevelopment agency project shall be subject to the following site plan review process:
- 1. The City Council shall have sole jurisdiction in considering whether such an application should be approved;
 - 2. The City Council shall hold a site plan review hearing and utilize the same criteria to be used by the planning commission, except that the city council reserves the right to make exceptions to any of the criteria set forth in Subpart B.2(a.)-(d.).
 - 3. The City Council shall make the finding that the construction of the structure will not adversely affect the public health, welfare and safety of the community.

D. Electronic Billboards Within the Garden Grove (22) Freeway Corridor.

- 1. For purposes of this Subsection 9.20.020.D, the following terms shall have the following meanings:**
- a. "Billboard" has the same meaning as defined in Subsection 9.20.020.C.**
 - b. "Electronic billboard" means an internally or externally illuminated billboard that utilizes digital message technology capable of instantaneously changing the static message or copy on the sign electronically.**
 - c. "Garden Grove (22) Freeway Corridor" means the area within the city comprised of the land within three hundred (300) feet of either edge of the California State Route 22 Freeway right-of-way.**

- 2. Notwithstanding any other provision of this Code, subject to the discretionary approval of a site plan application pursuant to Subsections 9.20.110.B or C, above, entry into a relocation agreement with the City in accordance with Business and Professions Code Section 5412, and compliance with the additional requirements set forth below, the owner of an existing billboard within the city may convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway Corridor. Conversion of an existing billboard to an electronic billboard shall be deemed to be a relocation of an existing billboard that is subject to approval of a site plan application pursuant to Subsection 9.20.110.B. Such relocated and/or converted electronic billboards shall be deemed legal non-conforming uses and structures.**
- 3. In addition to such conditions as may be imposed pursuant to approval of a site plan application for a billboard relocation pursuant to Subsections B and/or C, above, electronic billboards shall be subject to the following criteria and conditions:**

 - a. An electronic billboard may only be located within the Garden Grove (22) Freeway Corridor.**
 - b. Electronic billboards shall comply with all applicable location, distance, size, operational, permit or licensing, and/or other requirements or limits imposed by Federal or State law, including, without limitation, the California Outdoor Advertising Act, California Business and Professions Code Section 5200, et. seq., and its implementing regulations, including applicable amendments thereto. To the extent a conflict arises between any provisions of this Section and applicable Federal or State law, State or Federal law shall control.**
 - c. Each sign face of an electronic billboard shall be oriented primarily for viewing from the Garden Grove (22) Freeway and shall be oriented away from any residentially zoned property.**
 - d. No electronic billboard shall be located on or within 350 feet of any residentially zoned property, as measured from the structural support column of the electronic billboard to the property line.**
 - e. No electronic billboard shall be located within 500 feet of any other billboard located on the same side of the**

freeway or within 1,000 feet of any other electronic billboard or on-premise electronic sign located on the same side of the freeway located on the same side of the freeway.

- f. The permitted height of an electronic billboard shall be determined through the site plan review process and shall be limited to the maximum height necessary to ensure adequate visibility of the display from the Garden Grove (22) Freeway. Requested height of an electronic billboard shall be justified through a balloon or flag test, or other similar test, conducted at the applicant's cost. Unless special circumstances necessitate a taller sign, as demonstrated through a balloon or flag test, or other similar test, no electronic billboard shall exceed sixty (60) feet in height, as measured from finished grade to the top of the billboard structure.
- g. The area of each electronic billboard sign face, including framing and trim, shall not exceed 680 square feet.
- h. Electronic billboard displays shall contain still or static messages or images only, and no part of the sign structure or image being displayed may move or present the appearance or optical illusion of movement, or include flashing, blinking, or traveling lighting, the varying of light intensity, or any other means not providing constant illumination. Each static message or image shall be displayed for a minimum of eight (8) consecutive seconds before changing, and the transition or blank screen time between one display message and the next shall not exceed one (1) second.
- i. The maximum intensity of light output produced by an electronic billboard display shall be established in relation to the immediate ambient lighting, and each electronic billboard shall incorporate an automatic light sensing device that will adjust the brightness or intensity of light output as ambient light conditions change. The maximum measurable light output of an electronic billboard shall not exceed 0.3 foot-candles above the ambient light level at any time, as measured using a foot-candle meter at a pre-set distance perpendicular to the display face of the electronic billboard. The pre-set distance for measurement of intensity of light output with a foot-candle meter shall vary depending on the size of the sign face, as follows:

<u>Nominal Sign Face Size</u>	<u>Distance To Be Measured From</u>
<u>12' x 25'</u>	<u>150'</u>
<u>10'-6" x 36'</u>	<u>200'</u>
<u>14' x 48' or Greater</u>	<u>250'</u>

j. Electronic billboard owners and/or operators shall make space available for the display of emergency messaging in accordance with local, regional, and/or state protocols.

k. As a condition to approval of the relocation and/or conversion of a billboard to an electronic billboard, the owner of the electronic billboard shall execute a relocation agreement with the City pursuant to California Business and Professions Code Section 5412 on terms approved by the City Council in its sole and absolute discretion. At a minimum, such a relocation agreement shall (i) require the permanent removal of a minimum of two (2) existing billboard faces within the City for each new electronic billboard face erected or installed, (ii) provide for mitigation by the owner of aesthetic and/or other impacts caused by the electronic billboard(s), (iii) require the owner to comply with any and all required mitigation measures, conditions of approval, and applicable provisions of this Section and this Code; (iv) provide for the payment by the owner of applicable fees and costs; (v) require each owner to indemnify, defend and hold harmless the City from any and all claims, lawsuits, awards and judgments, including any reasonable attorney's fees and court costs, that may arise from the approval of the relocation and/or conversion of a billboard to an electronic billboard and/or the removal of other existing billboards, pursuant to this Section or any other provision of the Code, subject to the terms of the agreement; and (vi) require the owner(s)/operator(s) of the electronic billboard to donate up to ten percent (10%) of the total advertising time on the electronic billboard to community events, as requested by the City Manager. Nothing herein shall be construed to require the City enter into such an agreement or to allow the relocation of an existing billboard or the conversion of an existing billboard to an electronic billboard.

l. The owner of an electronic billboard authorized pursuant to this Section may, at its sole option, remove the digital display unit(s) from the billboard structure at any time, for any reason, and temporarily or permanently replace

such digital display unit(s) with state-of-the-art non-electronic static sign faces of the same or smaller dimensions.

Adopted this 18th day of September, 2014

ATTEST:

/s/ GARY LAZENBY
CHAIR

/s/ TERESA POMEROY
SECRETARY

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS:
CITY OF GARDEN GROVE)

I, TERESA POMEROY, Secretary of the City of Garden Grove Planning Commission, do hereby certify that the foregoing Resolution was duly adopted by the Planning Commission of the City of Garden Grove, California, at a meeting held on September 18, 2014, by the following vote:

AYES: COMMISSIONERS: (4) ALEJANDRO, LAZENBY, MARGOLIN, SILVA
NOES: COMMISSIONERS: (2) BRIETIGAM, ZAMORA
ABSENT: COMMISSIONERS: (1) NGUYEN

/s/ TERESA POMEROY
SECRETARY

PLEASE NOTE: Any request for court review of this decision must be filed within 90 days of the date this decision was final (See Code of Civil Procedure Section 1094.6).

A decision becomes final if it is not timely appealed to the City Council. Appeal deadline is October 9, 2014.

RESOLUTION NO. 5831-14

A RESOLUTION OF THE PLANNING COMMISSION OF THE CITY OF GARDEN GROVE APPROVING SITE PLAN NO. SP-012-2014 FOR A BILLBOARD RELOCATION TO 11615 CARDINAL CIRCLE, ASSESSOR'S PARCEL NO. 100-122-01.

WHEREAS, the City of Garden Grove has received an application for (1) Code Amendment No. A-011-2014 to amend Chapter 20, Section 9.20.110 Billboards, of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards; and (2) Site Plan No. SP-012-2014 for a billboard relocation in accordance with Garden Grove Municipal Code Section 9.20.110 to land located at west end of the Cardinal Circle cul-de-sac, west of Harbor Boulevard, along the south side of the Garden Grove (22) Freeway, at 11615 Cardinal Circle, Assessor's Parcel No. 100-122-01; and

WHEREAS, pursuant to Resolution No. 5830-14, adopted September 18, 2014, the Planning Commission has recommended that the City Council adopt a Mitigated Negative Declaration for the project and approve Code Amendment No. A-011-2014.

NOW THEREFORE, BE IT RESOLVED that the Planning Commission of the City of Garden Grove, in regular session assembled on September 18, 2014, does hereby approve Site Plan No. SP-012-2014, subject to the adoption of a Mitigated Negative Declaration for the project by the Garden Grove City Council, the adoption and effectiveness of an Ordinance by the Garden Grove City Council approving Code Amendment No. A-011-2014 in substantially the same form as recommended by the Planning Commission pursuant to Resolution No. 5830-14, and approval by the City Council of a Relocation Agreement between the City and the Applicant.

BE IT FURTHER RESOLVED in the matter of Site Plan No. SP-012-2014, the Planning Commission of the City of Garden Grove does hereby report as follows:

1. The subject case was initiated by Clear Channel Outdoor, Inc.
2. The applicant requests approval of Site Plan No. SP-012-2014 to relocate three (3) existing billboard structures and convert them into one (1) two-sided electronic billboard located along the Garden Grove (22) Freeway at 11615 Cardinal Circle in the M-1(Limited Industrial) zone.
3. Pursuant to the California Environmental Quality Act (CEQA), Public Resources Code Section 21000 et. seq., and the CEQA guidelines, 14 California Code of Regulations Sec. 15000 et. seq., an initial study was prepared and it has been determined that the proposed project qualifies for a Mitigated Negative Declaration because the proposed project with the proposed mitigation

measures cannot, or will not, have a significant effect on the environment. The Mitigated Negative Declaration with mitigation measures was prepared and circulated in accordance with CEQA and CEQA's implementing guidelines. Pursuant to Resolution No. 5830-14, adopted September 18, 2014, the Planning Commission recommended that the City Council adopt the Mitigated Negative Declaration for the project.

4. The property has a General Plan Land Use designation of Industrial and is currently zoned M-1 (Limited Industrial). The site is currently developed with a multi-tenant industrial development.
5. Existing land use, zoning, and General Plan designation of property in the vicinity of the subject property have been reviewed.
6. Report submitted by City staff was reviewed.
7. Pursuant to a legal notice, a public hearing was held on September 18, 2014, and all interested persons were given an opportunity to be heard.
8. The Planning Commission gave due and careful consideration to the matter during its meeting of September 18, 2014 and considered all oral and written testimony presented regarding the project.

BE IT FURTHER RESOLVED, FOUND AND DETERMINED that the facts and reasons supporting the conclusion of the Planning Commission, as required under Municipal Code Sections 9.12.020 and 9.24.030, are as follows:

FACTS:

The construction of new billboards is prohibited in the City of Garden Grove. However, pursuant to Garden Grove Municipal Code Section 9.20.110.B, the owner of an existing billboard located within the City may seek to relocate the existing billboard to a new location within the City by filing an application for a site plan approval with the City. The Planning Commission is empowered to approve, deny, or conditionally approve such a site plan application in accordance the criteria set forth in Section 9.20.110.B.

The project applicant proposes to permanently remove four (4) existing non-electronic billboard sign faces and associated structures in the City and to construct and operate one (1) new electronic billboard in the City utilizing a state-of-the-art two-sided digital display.

The locations of the existing billboards that will be removed are:

- 9141 Garden Grove Boulevard (single faced sign);

- 8841 Garden Grove Boulevard (single faced sign); and
- 10152 Westminster Avenue (double faced sign).

The proposed new digital billboard will be located on a parcel along the south side of the Garden Grove (22) Freeway. Column placement of the billboard is located at 11615 Cardinal Circle, in the northern side of the parking lot of an industrial site. The site is 2.95 acres in area, and currently developed with a multi-tenant industrial development.

The site has a General Plan Land Use designation of Industrial and is zoned M-1 (Limited Industrial). Surrounding land uses include industrial uses to the south and west, the OCTA right-of-way to the west, and the SR-22 Freeway to the north. There are no adjacent residential areas near the proposed billboard location.

Various federal and state laws and regulations apply to digital signs and billboards located along highways. The proposed new electronic billboard has been sited and designed to comply with all applicable size, spacing, and distance limits imposed by Federal and/or State law. In addition, the sign will be subject to all applicable operational limits and requirements imposed by Federal and/or State law. The applicant will be required to obtain a permit from the California Department of Transportation prior to erecting and operating the proposed electronic billboard.

The application for Site Plan No. SP-012-2014 is being processed in conjunction with Code Amendment No. A-011-2014. On September 18, 2014, the Planning Commission adopted Resolution No. 5830-14, recommending that the City Council approve Amendment No. A-011-2014. Approval of the subject Site Plan No. SP-012-2014 application will not be effective until and unless the City Council adopts an Ordinance approving Amendment No. A-011-2014.

The Garden Grove Municipal Code currently does not permit relocated billboards to be converted to electronic billboards. Amendment No. A-011-2014 would amend Garden Grove Municipal Code Section 9.20.110 to permit the owner of an existing billboard within the City to convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway corridor and meets specified size, spacing, distance, orientation, illumination, display, and requirements and complies with all applicable Federal and State law. The proposed new electronic billboard has been sited and designed to comply with the development requirements that would be established pursuant to proposed Amendment No. A-011-2014 and would be subject to the operational requirements that would be established pursuant to proposed Amendment No. A-011-2014 for the life of the sign.

In addition, pursuant to proposed Amendment No. A-011-2014, as a condition to approval of the relocation and/or conversion of a billboard to an electronic billboard, the owner of the electronic billboard will be required to enter into a relocation

agreement with the City pursuant to Business Professions Code Section 5412 on terms approved by the City Council, which, among other things, requires the permanent removal of a minimum of two (2) existing billboard faces within the City for each new electronic billboard face erected or installed, provides for mitigation of aesthetic or other impacts by the owner, requires the owner to comply with all required mitigation measures and conditions of approval imposed through the site plan review process, and requires the owner(s)/operator(s) of the electronic billboard to donate up to 10% of the total advertising time on the electronic billboard to community events.

Pursuant to proposed Amendment No. A-11-2014, the permitted height of an electronic billboard within the Garden Grove (22) Freeway Corridor is to be determined through the site plan review process and shall be limited to the maximum height necessary to ensure adequate visibility from the Garden Grove (22) Freeway. The maximum permitted height of such an electronic billboard would be limited to 60 feet, as measured from finished grade to the top of the billboard structure, unless special circumstances necessitate a taller sign, as demonstrated through a balloon or flag test, or other similar test.

In addition to sound attenuation walls located along the freeway, there is an approximately 30-foot differential between the finished grade on which the base of the support structure of the proposed sign is to be located and the grade of the adjacent Garden Grove (22) Freeway. A flag test conducted on August 7, 2014 demonstrated that, due to these and other special circumstances, the minimum height of a sign at the proposed locations necessary to ensure adequate visibility of the displays from the Garden Grove (22) Freeway is approximately 74 feet, as measured from the finished grade on which the base of the support structure will be erected. At this height, the top of the sign would be approximately 44 feet above the grade of the Garden Grove (22) Freeway at the point adjacent to the sign.

FINDINGS AND REASONS:

Site Plan:

1. The Site Plan complies with the spirit and intent of the provisions, conditions and requirements of Title 9 and the General Plan.

Approval of the proposed Site Plan will result in the permanent removal of three (3) existing legal non-conforming billboard structures and four (4) billboard sign faces from commercial corridors and areas in the City and the relocation of a single freeway-oriented sign structure to an industrial property, which is located adjacent to the Garden Grove (22) Freeway, is surrounded by other industrial uses and the OCTA right-of-way, and is not located in proximity to any residential areas or sensitive receptors,

While the General Plan does not specifically contain policies pertaining to the relocation/removal of existing billboards or the conversion of them to electronic billboards, the General Plan does contain policies that promote the use of appropriate and compatible signage in commercial areas and encourages the development of new signs that are up to date with current industry designs. Goal LU-6 of the General Plan Land Use Element calls for the "revitalization of aging, underused or deteriorated commercial corridors, centers, and properties in the City", Policy LU-6.6 provides that the City should "ensure appropriate and compatible signage is provided within commercial centers," and Policy CD-IMP-2D "encourages the development of new sign standards that are up to date with current industry designs. The removal of the existing old legal non-conforming billboards located in established commercial areas, adjacent to residential zones, and their relocation to the Garden Grove (22) Freeway Corridor, along with the conversion of the signs to a new industry standard, will contribute to the overall improvement to these commercial areas, thereby reducing visual blight. Goal LU-4 of the General Plan Land Use Element states that "the City seeks to develop uses that are compatible with one another." Large billboard signs are more compatible with the proposed freeway-adjacent industrial relocation site than with the areas in which the existing legal non-conforming signs to be removed are located.

Although the construction of new billboards in the City is prohibited by Title 9, the relocation of existing billboards within the City is permitted pursuant to site plan approval by Garden Grove Municipal Code Section 9.20.110. The proposed Site Plan is being processing in conjunction with Code Amendment No. A-011-2014. On September 18, 2014, the Planning Commission adopted Resolution No. 5830-14, recommending that the City Council approve Amendment No. A-011-2014. Approval of the subject Site Plan No. SP-012-2014 application will not be effective until and unless the City Council adopts an Ordinance approving Amendment No. A-011-2014. Proposed Amendment No. A-011-2014 would amend Garden Grove Municipal Code Section 9.20.110 to permit the owner of an existing billboard within the City to convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway corridor and meets specified size, spacing, distance, orientation, illumination, display, and requirements and complies with all applicable federal and state law. The proposed new electronic billboard has been sited and designed to comply with the development requirements that would be established pursuant to proposed Amendment No. A-011-2014 and would be subject to the operational requirements that would be established pursuant to proposed Amendment No. A-011-2014 for the life of the sign. Provided Amendment No. A-011-2014 is approved and becomes effective, the Site Plan and proposed relocated sign will be in full compliance with the provisions and requirements of Title 9.

2. The project will not adversely affect essential on-site facilities such as off-street parking, loading and unloading areas, traffic circulation, and points of vehicular and pedestrian access.

The installation of the proposed billboard structure will require the relocation of one parking space. The parking space will be relocated, thereby maintaining the number of parking spaces that were originally approved for the development. Sufficient parking is provided, and adequate pedestrian access will remain within the project.

3. The project will not adversely affect essential public facilities such as streets and alleys, utilities and drainage channels.

The installation of the proposed billboard structure will not negatively impact the existing public facilities and will not require additional improvements to public facilities to accommodate the sign. The existing streets, utilities and drainage facilities within the area are adequate to accommodate the existing development and proposed billboard structure. The on-site circulation and parking are sufficient for the existing and proposed development.

4. The project will not adversely impact the Public Works Department's ability to perform its required function.

The project has been reviewed by the Public Works Department. The installation of the billboard structure will not require any on or off-site improvements. Therefore, no impact to the Public Work Departments ability to perform is required functions is anticipated.

5. The project is compatible with the physical, functional and visual quality of the neighboring uses and desirable neighborhood characteristics.

The proposed electronic billboard is proposed to be located within an existing industrial area, along the Garden Grove (22) Freeway Corridor. The billboard structure has been designed to comply with all the standards setforth the associated Code Amendment No. A-011-2014 as well as with State and Federal Guidelines for off-premise advertising signs. Provided that that the billboard complies with all City, State, and Federal requirements the billboard will be compatible with the physical, functional and visual quality of the neighboring uses. Additionally, the removal of the three existing billboard structures located within the City will assist in improving the visual and physical quality of neighborhoods they are located in.

6. That through the planning and design of buildings and building placement, the provision of open space, landscaping and other site amenities will attain an attractive environment for the occupants of the property. The project only

involves the removal and relocation of billboard sign structures and does not include the construction of any buildings. The proposed electronic billboard will be located on an industrial site. Accordingly, the project will not impact the attractiveness of the environment of any occupants of the property.

7. Construction of the proposed electronic billboard structure will not have an adverse effect on the public health, welfare, and safety of the community.

The proposed electronic billboard will be located on a 2.95 acre industrially zoned parcel that is located along the south side of the Garden Grove (22) Freeway, is developed with an existing multi-tenant industrial development, and is surrounded by other industrial uses and the OCTA right-of-way. There are no adjacent residential areas or sensitive receptors near the proposed billboard location, and the display surfaces of the proposed billboard will be oriented toward the freeway and away from other properties. The proposed electronic billboard structure has been sited and designed to comply with all applicable development standards, and will be subject to all operational requirements, imposed by Federal and/or State law and to be established pursuant to proposed Amendment No. A-011-2014. These provisions will impose limits and requirements on the size, spacing, distance, orientation, illumination, and display characteristics of the electronic billboard sign in a manner that will minimize the potentially adverse impacts on other land uses and drivers. In addition, approval of the Site Plan has been made subject to Conditions of Approval to further ensure construction and operational impacts are minimized. Further, the applicant and its successors will be required to comply with and implement all mitigation measures identified in the Mitigated Negative Declaration to mitigate potentially significant environmental impacts. Due to special circumstances, the 74-foot height of the proposed electronic billboard sign is the minimum necessary to ensure adequate visibility of the display from the Garden Grove (22) Freeway. The location and orientation of the proposed billboard sign, the requirement that the applicant enter into a relocation agreement with the City, and the required compliance by the applicant and its successors with applicable State and Federal laws, the provisions of the Garden Grove Municipal Code, and the required mitigation measures, will ensure that any potentially adverse light, glare, or aesthetic impacts on surrounding properties are avoided or minimized.

INCORPORATION OF FACTS AND FINDINGS SET FORTH IN THE STAFF REPORT

In addition to the foregoing, the Planning Commission incorporates herein by this reference, the facts and findings set forth in the staff report.

BE IT FURTHER RESOLVED that the Planning Commission does conclude:

1. The Site Plan possesses characteristics that would indicate justification of the request in accordance with Municipal Code Sections 9.24.030 (Site Plan) and 9.20.110 (Billboards).

- 2. In order to fulfill the purpose and intent of the Municipal Code, and, thereby, promote the health, safety, and general welfare, the following Conditions of Approval, attached as "Exhibit A", shall apply to Site Plan No. SP-012-2014.
- 3. Approval of this Site Plan shall be contingent upon the approval of Code Amendment No. A-011-2014 by the Garden Grove City Council. Site Plan No. SP-012-2014 shall not become effective until and unless an Ordinance adopted by the Garden Grove City Council approving Amendment No. A-011-2014 in substantially the same form as recommended by the Planning Commission becomes effective and the City Council approves a Relocation Agreement with the Applicant. In the event that Code Amendment No. A-011-2014 and/or a Relocation Agreement with the Applicant is not approved by the City Council, the City's approval for SP-012-2014 shall be deemed null and void and of no effect.

Adopted this 18th day of September, 2014

ATTEST:

/s/ GARY LAZENBY
CHAIR

/s/ TERESA POMEROY
SECRETARY

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS:
CITY OF GARDEN GROVE)

I, TERESA POMEROY, Secretary of the City of Garden Grove Planning Commission, do hereby certify that the foregoing Resolution was duly adopted by the Planning Commission of the City of Garden Grove, California, at a meeting held on September 18, 2014, by the following vote:

AYES:	COMMISSIONERS:	(4)	ALEJANDRO, LAZENBY, MARGOLIN, SILVA
NOES:	COMMISSIONERS:	(2)	BRIETIGAM, ZAMORA
ABSENT:	COMMISSIONERS:	(1)	NGUYEN

/s/ TERESA POMEROY
SECRETARY

PLEASE NOTE: Any request for court review of this decision must be filed within 90 days of the date this decision was final (See Code of Civil Procedure Section 1094.6).

A decision becomes final if it is not timely appealed to the City Council. Appeal deadline is October 9, 2014.

EXHIBIT "A"

CONDITIONS OF APPROVAL

For

Site Plan No. SP-012-2014

11615 Cardinal Circle

General Conditions

1. The Applicant and each owner of the property shall execute, and the applicant shall record a "Notice of Agreement with Conditions of Approval and Discretionary Permit Approval," as prepared by the City Attorney's Office, on the property. Proof of such recordation is required within 30 days of this approval.
2. The term "Applicant", as used herein, shall mean and refer to each of the following: the project applicant, Clear Channel Outdoor, Inc., the owner(s) of the property on which the relocated billboard is located, any future tenant of said property operating under this Site Plan approval, and each of their respective successors and assigns.
3. All Conditions of Approval set forth herein shall be binding on and enforceable against the "Applicant" as defined above. All Conditions of Approval are required to be adhered to for the life of the project, regardless of property ownership. Except as otherwise expressly provided in these Conditions of Approval, any changes to the Conditions of Approval require approval by the Planning Commission.
4. Site Plan No. SP-012-2014 shall not become effective until and unless an Ordinance adopted by the Garden Grove City Council approving Amendment No. A-011-2014 in substantially the same form as recommended by the Planning Commission becomes effective and the City Council approves a Billboard Relocation Agreement with the Applicant. In the event that Code Amendment No. A-011-2014 and/or a Billboard Relocation Agreement with the Applicant is not approved by the City Council, the City's approval for SP-012-2014 shall be deemed null and void and of no effect. Approval of this Site Plan shall not be construed to mean any waiver of applicable and appropriate zoning and other regulations. Unless otherwise expressly specified, all other requirements of the Garden Grove Municipal Code shall apply. The Applicant shall obtain and abide by any necessary permits or licenses required to demolish and remove the existing billboards and to erect and operate the proposed electronic billboard structure, in compliance with all applicable laws.

FINAL

5. Minor modifications to the site plan or these Conditions of Approval may be approved by the Community Development Director, in his or her discretion. Proposed modifications to the site plan or to these Conditions of Approval determined by the Community Development Director not to be minor in nature shall be subject to approval of new and/or amended land use entitlements by the Planning Commission or other applicable City hearing body.
6. The approved site plan, elevations and the use of the subject property as represented by the Applicant are integral parts of the decision approving this Site Plan. Before major modifications may be made to the approved plans or use that result in the intensification of the approved use or create impacts that have not been previously addressed, the proper entitlements shall be obtained reflecting such changes.

Building Services Division

7. The billboard structure shall comply with the California Building Standards Code.

Fire Department

8. The proposed sign shall not encroach into any required fire lane. Adequate emergency vehicle access shall be maintained at all times.

Community Development Department

9. This approval shall be for a billboard relocation pursuant to Garden Grove Municipal Code Section 9.20.110.B. Specifically, this approval authorizes the demolition and permanent removal of three existing legal non-conforming billboard structures in the City and the installation of a relocated double-faced freeway oriented electronic billboard sign along the Garden Grove (22) Freeway in compliance with the approved set of plans submitted with the subject Site Plan request and the requirements of Garden Grove Municipal Code Section 9.20.110 (Billboards), as amended pursuant to Amendment No. A-011-2014. The Applicant's rights and obligations regarding maintenance and removal of the relocated billboard structure and sign faces shall be as established in the Relocation Agreement approved by the City Council. This Site Plan approval shall not result in the granting of any rights to the Applicant with respect to maintenance and removal of the relocated billboard than are greater than as established in the Relocation Agreement or possessed with respect to any of the legal non-conforming billboards to be removed pursuant to this Site Plan approval.

10. The maximum height of the billboard sign shall be 74-feet as measured from grade to top of sign. The electronic billboard faces shall not be larger than 14-feet high x 48-feet wide (672 square feet).
11. The design of the sign shall be consistent with the design approved by the Planning Commission and shown on the submitted plans. Color and material samples of the metal cladding shall be submitted to, and approved by, the Planning Division prior to issuance of building permits.
12. The sign faces of the relocated billboard shall be oriented toward the freeway and shall not cause excessive light and glare impacts on the freeway, adjacent streets or adjacent properties. The sign shall comply with all standards, requirements and limits applicable to illumination, light output, and message/image display set forth in Garden Grove Municipal Code Section 9.20.110.
13. The Applicant and the proposed relocated billboard shall comply with all applicable location, distance, size, operational, permit or licensing, and/or other requirements for off-premise electronic signs adjacent to the freeway right-of-way imposed by Federal or State law, including without limitation, the California Outdoor Advertising Act, California Business and Professions Code Section 5200, et. seq., and its implementing regulations, including applicable amendments thereto. To the extent such State or Federal requirements are stricter or more limiting than the requirements imposed pursuant to these Conditions of Approval, the stricter or more limiting State or Federal requirements shall apply. The Applicant shall demonstrate compliance with all applicable State and Federal requirements to the reasonable satisfaction of the Community Development Director prior to issuance of building permits and for as long as the relocated billboard remains in place on the property.
14. The Applicant shall make space available for the display of emergency messaging in accordance with local, regional, and/or state protocols.
15. In accordance with Garden Grove Municipal Code Section 9.20.110.D Applicant's permanent removal of at least four (4) existing billboard sign faces and associated structures located within the City is an express condition to the City's approval of this Site Plan. Pursuant to the Applicant's proposal, three (3) existing billboard structures with a total of four (4) sign faces located within the City of Garden Grove will be permanently removed. The removal of these existing billboard structures shall be completed prior to issuance of building permits for the construction and installation of the proposed relocated electronic billboard sign.

16. The applicant shall enter into a Billboard Relocation Agreement with the City pursuant to Garden Grove Municipal Code Section 9.20.110.D. Said Agreement shall be approved by the City Council and fully executed prior to issuance of building permits for the relocated billboard sign. The schedule of performance for removal of existing billboards and installation/relocation of new electronic billboard, the time frame for Applicant's maintenance and eventual removal of the relocated billboard on the subject property, the implementation of applicable mitigation measures, and the donation of advertising time on the billboard for community events to the City shall be as set forth in the Billboard Relocation Agreement.
17. Permissible hours and days of construction of the proposed electronic billboard and demolition/removal of existing billboards shall be as set forth in the City of Garden Grove's Municipal Code Section 8.47.010, referred to as the Noise Control Ordinance.
18. The Applicant shall fully comply with and implement all mitigation measures identified in the Mitigated Negative Declaration adopted in conjunction with the approval of Site Plan No. SP-012-2014 and Code Amendment No. A-011-2014. Specifically, and without limitation, such mitigation measures include the following:
 - a. The Applicant shall demonstrate compliance with a maximum 0.3 foot candle increase over ambient light at 250 feet from the sign face at all times upon initial start-up through field testing. If subsequent complaints consisting of direct personal impacts are received by the City of Garden Grove, the applicant shall be required to fund follow-up field testing by an independent contractor or City staff trained in the use of a handheld photometer to demonstrate continued compliance and/or to determine the light intensity level that is necessary to reduce the direct personal impacts to a non-nuisance level.
 - b. The electronic billboard shall be installed with sensors which automatically lower light output in accordance with atmospheric conditions (i.e., cloudy or overcast weather). Throughout sign operation, the dimness setting of the LED sign shall be adjusted in real time so it does not exceed the level of illumination identified under Mitigation Measure AE-1.
 - c. The operation of the electronic billboards shall comply with the following at all times:

- No special visual effects that include moving or flashing lights shall accompany the transition between two successive messages, and no special visual effects shall accompany any message display;
 - The minimum display duration time for messages shall be not less than 8 seconds, and the minimum display time between messages shall be not more than 1 second;
 - The minimum font size shall be established for the maximum speed on SR-22 freeway. The font size standard shall be in accordance with the sign industry's best practices formula.
 - Prior to implementing any of the following, the operator shall submit a request and obtain permission from the City: installing, implementing or using any technology that will allow interaction with drivers, vehicles or any device located in vehicles, including, but not limited to, a radio frequency identification device, geographic positions system, or other device.
 - In the event of any failure or combination of failures that affect the digital billboards' luminance, the operator shall impose a default to an output level no higher than 4 percent of the maximum luminance of the billboard. If this cannot be achieved, then the display shall be required to default to an "off" position until the problem can be resolved.
- d. The operator of any digital billboard operated within the City of Garden Grove shall submit, within 30 days following June 30 of each year, a written report regarding operation of each digital billboard during the preceding period of July 1 to June 30. The operator may submit a combined report for all such digital billboards operated by such operator within the City limits. The report shall, when appropriate, identify incidents or facts that relate to specific digital billboards. The report shall be submitted to the Office of the City Manager and the City Attorney, and shall include the following information:
- Status of the operator's license as required by California Business and Professions Code Section 5300 et seq.;
 - Status of the required permit for individual digital billboards, as required by California Business and Professions Code Section 5350 et seq.;
 - Compliance with the California Outdoor Advertising Act, California Business and Professions Code Section 5200 et. seq. and all regulations adopted pursuant to such Act;
 - Compliance with California Vehicle Code Sections 21466.5 and 21467;
 - Compliance with provisions of written agreements between the U.S. Department of Transportation and the California Department of

- Transportation pursuant to the Federal Highway Beautification Act (23 U.S.C. § 131);
- Compliance with mitigation measures and/or conditions of approval adopted as part of the project approval;
 - Each written or oral complaint received by the operator, or conveyed to the operator by any government agency or any other person, regarding operation of digital billboards within the City of Garden Grove;
 - Each malfunction or failure of a digital billboard operated by the operator within the City of Garden Grove, which shall include only those malfunctions or failures that are visible to the naked eye, including reason for the malfunction, duration and confirmation of repair; and
 - Operating status of each digital billboard operated by the operator within the City of Garden Grove, including estimated date of repair and return to normal operation of any digital billboard identified in the report as not operating in normal mode.
- e. During excavation and grading activities, if archaeological resources are discovered the project contractor shall stop all work and shall retain a qualified archaeologist to evaluate the significance of the finding and appropriate course of action. Salvage operation requirements pursuant to Section 15064.5 of the *CEQA Guidelines* shall be followed and the treatment of discovered Native American remains shall comply with State codes and regulations of the Native American Heritage Commission.
19. The Applicant shall, as a condition of project approval, at its sole expense, defend, indemnify and hold harmless the City, its officers, employees, agents and consultants from any claim, action, or proceeding against the City, its officers, agents, employees and/or consultants, which action seeks to set aside, void, annul or otherwise challenge any approval by the City Council, Planning Commission, or other City decision-making body, or City staff action concerning Site Plan No. SP-012-2014 and Amendment No. A-011-2014, as it relates to this project encompassed by Site Plan No. SP-012-2014. The Applicant shall pay the City's defense costs, including reasonable attorney fees and all reasonable other litigation related expenses, and shall reimburse the City for court costs, which the City may be required to pay as a result of such defense. The Applicant shall further pay any adverse financial award, which may issue against the City including, but not limited to, any award of attorney fees to a party making such challenge. The applicant shall retain the right to select its counsel of choice in any action referred to herein, which shall be reasonably satisfactory to the City. In the event that any third party brings any challenge, the City shall give sufficiently prompt notice to the

Applicant of such challenge and shall in all events give such notice within 10 days of the date that the Office of the City Attorney first learns of the challenge. Notwithstanding the foregoing, in the event any legal action or proceeding is filed against the City and/or applicant, seeking to attack, set aside, void or annul any of Site Plan No. SP-012-2014 or Amendment No. A-011-2014, as it relates to the project encompassed by Site Plan No. SP-012-2014, applicant shall have the right and obligation to either: (1) defend the City with legal counsel selected by the applicant and reasonably satisfactory to the office of the City Attorney; or (2) request that the City rescind Site Plan No. SP-012-2014 approval and Amendment No. A-011-2014, in which case the applicant would have no obligation to defend or indemnify the City and no obligation to make any payments described above; however, applicant shall reimburse the City for any costs incurred or assessed against the City as a result of the filing of such legal action or proceeding, provided the City acts promptly to rescind Site Plan No. SP-012-2014 approval and Amendment No. A-011-2014. The City will not voluntarily assist in any such third-party challenge or take any position adverse to the Applicant in connection with such third party challenge.

EXCERPT FROM THE MINUTES
GARDEN GROVE PLANNING COMMISSION REGULAR MEETING OF
SEPTEMBER 18, 2014
Community Meeting Center
11300 Stanford Avenue, Garden Grove, CA 92840

CONVENE OPEN SESSION

At 7:03 p.m., Chair Lazenby convened the meeting in the Council Chamber.

ROLL CALL PRESENT: (6) Chair Lazenby
Vice Chair Margolin
Commissioner Alejandro
Commissioner Brietigam
Commissioner Silva
Commissioner Zamora

ABSENT: (1) Commissioner Nguyen

PUBLIC HEARING – MITIGATED NEGATIVE DECLARATION, AMENDMENT NO. A-011-2014, SITE PLAN NO. SP-012-2014. THE CODE AMENDMENT IS CITYWIDE AND THE SITE PLAN RELATES TO PROPERTY LOCATED ON THE WEST END OF CARDINAL CIRCLE CUL-DE-SAC, SOUTH OF GARDEN GROVE 22 FREEWAY, AND WEST OF HARBOR BOULEVARD AT 11615 CARDINAL CIRCLE

Applicant: Clear Channel Outdoor, Inc.
Date: September 18, 2014

Request: A Citywide Code Amendment to amend Title 9 of the City of Garden Grove Municipal Code, Chapter 20, Section 9.20.110 Billboards, to allow existing billboards that are proposed to be relocated along the Garden Grove 22 Freeway Corridor, to be converted to electronic billboards subject to special standards. This request is in conjunction with a Site Plan request to relocate certain specific existing billboards and convert each billboard into one (1), two-sided electronic billboard located along the Garden Grove 22 Freeway at 11615 Cardinal Circle in the M-1 (Limited Industrial) zone. Also, a Mitigated Negative Declaration has been prepared for this project and will be considered for adoption along with the subject Code Amendment and Site Plan application. The Mitigated Negative Declaration also addresses City Council's consideration of a Billboard Relocation Agreement at a later meeting.

Action: Public Hearing held. Speakers: Mr. John Duong, Maureen Blackmun.

Action: Resolution No. 5830-14, as amended by both staff and the Planning Commission, adopted; and Resolution No. 5831-14, as amended by staff, adopted.

Motion: Silva Second: Alejandro

Ayes: (4) Alejandro, Lazenby, Margolin, Silva,

Noes: (2) Brietigam, Zamora

Abstain: (0) None

Absent: (1) Nguyen

STATE OF CALIFORNIA)
COUNTY OF ORANGE) SS:
CITY OF GARDEN GROVE)

I, TERESA POMEROY, Deputy City Clerk of the City of Garden Grove, California, do hereby certify that the foregoing is a true, full, and correct copy of the Minute Entry on record in this office, said minutes being subject to Planning Commission approval.

IN WITNESS WHEREOF, I hereunto set my hand seal this 23rd day of September 2014.


Teresa Pomeroy, CMC
Deputy City Clerk

GARDEN GROVE CITY COUNCIL

RESOLUTION NO.

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GARDEN GROVE
ADOPTING A MITIGATED NEGATIVE DECLARATION FOR GARDEN GROVE
MUNICIPAL CODE AMENDMENT FOR CONVERSION OF RELOCATED BILLBOARDS
WITHIN SR-22 FREEWAY CORRIDOR TO ELECTRONIC BILLBOARDS AND
RELOCATION AND RECONSTRUCTION OF ELECTRONIC BILLBOARD AT 11615
CARDINAL CIRCLE, GARDEN GROVE

WHEREAS, the City of Garden Grove has received an application for (1) Code Amendment No. A-011-2014 to amend Section 9.20.110 (Billboards) of Chapter 20 of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards; (2) Site Plan No. SP-12-2014 for a billboard relocation in accordance with Garden Grove Municipal Code Section 9.20.110 to land located at west end of the Cardinal Circle cul-de-sac, west of Harbor Boulevard, along the south side of the Garden Grove (22) Freeway, at 11615 Cardinal Circle, Assessor's Parcel No. 100-122-01; and (3) approval of a Relocation Agreement pursuant to Business and Professions Code Section 5412 pertaining to the removal of three existing billboard structures within the city and the erection and maintenance of the relocated electronic billboard pursuant to Site Plan No. SP-12-2014 (collectively referred to herein as the "Project");

WHEREAS, pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 et seq. ("CEQA") and CEQA's implementing guidelines, California Code of Regulations, Title 14, Section 15000 et seq., an initial study was prepared and it has been determined that the proposed Project qualifies for a Mitigated Negative Declaration because the proposed Project with the proposed mitigation measures cannot, or will not, have a significant effect on the environment;

WHEREAS, the Mitigated Negative Declaration was prepared and circulated in accordance with CEQA and CEQA's implementing guidelines;

WHEREAS, the Planning Commission of the City of Garden Grove held a duly noticed Public Hearing on September 18, 2014 and considered all oral and written testimony presented regarding the initial study, the Mitigated Negative Declaration, and the Project;

WHEREAS, the Planning Commission of the City of Garden Grove recommended approval of the Mitigated Negative Declaration and the Project during its meeting on September 18, 2014;

WHEREAS, a duly noticed Public Hearing was held by the City Council on October 14, 2014, and all interested persons were given an opportunity to be heard; and

WHEREAS, the City Council gave due and careful consideration to the matter during its meeting of October 14, 2014.

NOW, THEREFORE, BE IT RESOLVED, FOUND, AND DETERMINED by the City Council of the City of Garden Grove of as follows:

1. The City Council of the City of Garden Grove has considered the proposed Mitigated Negative Declaration, together with comments received during the public review process.

2. The City Council of the City of Garden Grove finds on the basis of the whole record before it, including the initial study and comments received, that there is no substantial evidence that the Project will have a significant effect on the environment.

3. The City Council further finds that the adoption of the Mitigated Negative Declaration reflects the City Council's independent judgment and analysis.

4. Therefore, the City Council of the City of Garden Grove, in regular session assembled on October 14, 2014, does hereby adopt the Mitigated Negative Declaration.

5. The record of proceedings on which the City Council of the City of Garden Grove's decision is based is located at the City of Garden Grove, 11222 Acacia Parkway, Garden Grove, California. The custodian of record of proceedings is the Director of Community Development.

ORDINANCE NO.

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF GARDEN GROVE ADOPTING A MITIGATED NEGATIVE DECLARATION AND APPROVING AMENDMENT NO. A-011-2014, A ZONING TEXT AMENDMENT TO SECTION 9.20.110 OF THE GARDEN GROVE MUNICIPAL CODE TO ALLOW EXISTING BILLBOARDS THAT ARE PROPOSED TO BE RELOCATED ALONG THE GARDEN GROVE (22) FREEWAY CORRIDOR TO BE CONVERTED TO ELECTRONIC BILLBOARDS

City Attorney Summary

This Ordinance approves a text amendment to Section 9.20.110 of Chapter 20 of Title 9 of the Garden Grove Municipal Code to allow the owner of an existing billboard within the city to convert and/or relocate and convert the billboard to an electronic billboard, provided (i) such relocated and/or converted billboard is located within 300 hundred feet of the Garden Grove (22) Freeway, (ii) the billboard meets specified development and operational standards, (iii) the City approves a Site Plan for the electronic billboard, (iv) the City and the billboard owner enter into a relocation agreement pursuant to California Business and Professions Code Section 5412, and (v) the electronic billboard owner agrees to remove at least two existing billboard faces located elsewhere in the city for each new electronic billboard face installed along the Garden Grove (22) Freeway.

THE CITY COUNCIL OF THE CITY OF GARDEN GROVE FINDS AND DETERMINES AS FOLLOWS:

WHEREAS, the subject case, initiated by the Clear Channel Outdoor, Inc., proposes to amend Section 9.20.110 (Billboards) of Chapter 20 of Title 9 of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (SR-22) Freeway to be converted to electronic billboards, subject to special standards;

WHEREAS, pursuant to Resolution No. 5830-14, the Planning Commission, at a Public Hearing held on September 18, 2014, recommended approval of Amendment No. A-011-2014;

WHEREAS, the City Council approved Resolution No. _____ during its meeting on October 14, 2014, adopting a Mitigated Negative Declaration for Garden Grove Municipal Code Amendment for Conversion of Relocated Billboards within SR-22 Freeway Corridor to Electronic Billboards and Relocation and Reconstruction of an Electronic Billboard at 11615 Cardinal Circle, Garden Grove (the "Project") pursuant to the California Environmental Quality Act, California Public Resources Section

21000 et seq. ("CEQA") and CEQA's implementing guidelines, California Code of Regulations, Title 14, Sections 15000 et seq.;

WHEREAS, pursuant to a legal notice, a Public Hearing regarding the proposed adoption of this Ordinance was held by the City Council on October 14, 2014, and all interested persons were given an opportunity to be heard;

WHEREAS, the City Council gave due and careful consideration to the matter; and

WHEREAS, the City Council hereby makes the following findings regarding Amendment No. A-011-2014:

A. The proposed Code Amendment is internally consistent with the goals, policies, and elements of the General Plan. The proposed Amendment includes amendments to Title 9, Chapter 20, Section 9.20.110 (Billboards), of the Garden Grove Municipal Code to allow existing billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards. The General Plan does not contain specific policies pertaining to the relocation/removal of existing billboards or the conversion of them to electronic billboards. However, the General Plan does contain policies that promote the use of appropriate and compatible signage within commercial centers and encourages the development of new sign standards that are up to date with current industry designs. Goal LU-6 of the General Plan Land Use Element calls for the "revitalization of aging, underused or deteriorated commercial corridors, centers, and properties in the city", Policy LU-6.6 provides that the City should "ensure appropriate and compatible signage is provided within commercial centers", and Policy CD-IMP-2D "encourages the development of new sign standards that are up to date with current industry designs". Pursuant to the proposed Code Amendment, an owner seeking to relocate an electronic billboard to the Garden Grove (22) Freeway Corridor will be required to remove at least two existing billboard faces in the City for each converted electronic billboard face installed. The removal of old legal nonconforming billboard signs that are located within established commercial areas, adjacent to residential zones and their relocation to the Garden Grove (22) Freeway Corridor, along with the conversion of the signs to a newer industry standard, will contribute to the overall improvement to the commercial areas and reduce visual blight. Goal LU-4 of the General Plan Land Use Element states that "the City seeks to develop uses that are compatible with one another." Large billboard signs are generally more compatible with commercial/industrial areas adjacent to the Garden Grove (22) Freeway than with the areas in which existing legal non-conforming signs to be removed are located.

B. The proposed Code Amendment will promote the public health, safety and welfare. The proposed Amendment to the regulations pertaining to the electronic billboards along the Garden Grove (22) Freeway Corridor make clear and uniform standards for location, size, frequency of copy change, intensity of light, and removal/relocation of existing billboards within the city of Garden Grove. The standards and requirements are consistent with the both State and Federal guidelines that govern off-premise signage and ensure that the signs do not create

nuisances to the public and adjacent properties. The amendments to the regulations pertaining to monument signs simplify, clarify, and make more uniform the standards for design, size, and placement of monument signs. The standards and requirements established for signs with electronic changeable copy ensure that the signs do not create nuisances to the public and adjacent properties.

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF GARDEN GROVE DOES ORDAIN AS FOLLOWS:

SECTION 1: The City Council finds that the above recitals are true and correct.

SECTION 2: City Council Resolution No. _____ adopting a Mitigated Negative for the Project is incorporated herein by reference with the same force and effect as if set forth in full.

SECTION 3: Amendment No. A-011-2014 is hereby approved pursuant to the findings set forth herein and the facts and reasons stated in Planning Commission Resolution No. 5830-14, a copy of which is on file in the Office of the City Clerk, and which is incorporated herein by reference with the same force and effect as if set forth in full.

SECTION 4: Section 9.20.110 Billboards of Chapter 20 of Title 9 of the Garden Grove Municipal Code is hereby amended as follows (deletions shown in strikeout, additions shown in bolded and underlined text):

SECTION 9.20.110: Billboards

A. Prohibition. **Except for relocations of existing billboards and conversion of existing billboards to electronic billboards pursuant to this Section,** ~~No~~ new billboards shall be constructed within city limits.

B. Relocations of Existing Billboards. An owner of an existing billboard located within the city may apply for a billboard relocation subject to the following procedure and criteria:

1. Process. An applicant for a billboard relocation shall file an application for a Site Plan approval with the City. The Planning Commission shall be empowered to approve, deny, or conditionally approve the Site Plan application. The Planning Commission shall apply the criteria as set forth in this subpart in making its determination.

a. The Planning Commission shall hold a Public Hearing on the matter and provide notice to property owners of the Public Hearing located within three hundred feet of the relocation site.

2. Criteria. The Planning Commission shall apply the following criteria in making its determination on the Site Plan:

- a. The structure shall be constructed on two or less steel supports;
 - b. The relocation site shall be at least three hundred feet from any other existing billboard structure, **and shall also comply with the distance requirements set forth in Subsection D.3.e, if applicable;**
 - c. **Except as otherwise provided in Subsection D,** the height of the sign face shall not exceed fifty feet and the display area should not be less than eight feet from the ground;
 - d. The structure shall incorporate aesthetically pleasing architectural elements to the extent feasible so as to promote compatibility with surrounding properties;
 - e. The applicant shall present proof of compliance with any applicable State or Federal law requirements relating to billboard signing and freeway location;
 - f. The structure shall not result in an adverse aesthetic or illumination nuisance upon any surrounding residential neighborhood.
3. Findings. The Planning Commission shall make a finding in approving such a request that the construction of the structure will not have an adverse effect on the public health, welfare, and safety of the community.
- C. Publicly Caused Billboard Relocations. Any proposal to relocate an existing billboard structure which relocation is caused by a City and/or redevelopment agency project shall be subject to the following Site Plan review process:
- 1. The City Council shall have sole jurisdiction in considering whether such an application should be approved.
 - 2. The City Council shall hold a Site Plan review hearing and utilize the same criteria to be used by the planning commission, except that the City Council reserves the right to make exceptions to any of the criteria set forth in Subpart B.2(a.)-(d.).
 - 3. The City Council shall make the finding that the construction of the structure will not adversely affect the public health, welfare and safety of the community.

D. Electronic Billboards Within the Garden Grove (22) Freeway Corridor.

- 1. For purposes of this Subsection 9.20.110.D, the following terms shall have the following meanings:**

- a. "Billboard" has the same meaning as defined in Subsection 9.20.020.C.
 - b. "Electronic billboard" means an internally or externally illuminated billboard that utilizes digital message technology capable of instantaneously changing the static message or copy on the sign electronically.
 - c. "Garden Grove (22) Freeway Corridor" means the area within the city comprised of the land within three hundred (300) feet of either edge of the California State Route 22 Freeway right-of-way.
2. Notwithstanding any other provision of this Code, subject to the discretionary approval of a Site Plan application pursuant to Subsections 9.20.110.B or C, above, entry into a relocation agreement with the City in accordance with Business and Professions Code Section 5412, and compliance with the additional requirements set forth below, the owner of an existing billboard within the city may convert and/or relocate and convert such billboard to an electronic billboard, provided such relocated and/or converted billboard is located within the Garden Grove (22) Freeway Corridor. Conversion of an existing billboard to an electronic billboard shall be deemed to be a relocation of an existing billboard that is subject to approval of a Site Plan application pursuant to Subsection 9.20.110.B. Such relocated and/or converted electronic billboards shall be deemed legal non-conforming uses and structures.
 3. In addition to such conditions as may be imposed pursuant to approval of a Site Plan application for a billboard relocation pursuant to Subsections B and/or C, above, electronic billboards shall be subject to the following criteria and conditions:
 - a. An electronic billboard may only be located within the Garden Grove (22) Freeway Corridor.
 - b. Electronic billboards shall comply with all applicable location, distance, size, operational, permit or licensing, and/or other requirements or limits imposed by Federal or State law, including, without limitation, the California Outdoor Advertising Act, California Business and Professions Code Section 5200, et. seq., and its implementing regulations, including applicable amendments thereto. To the extent a conflict arises between any provisions of this Section and applicable Federal or State law, State or Federal law shall control.

- c. Each sign face of an electronic billboard shall be oriented primarily for viewing from the Garden Grove (22) Freeway and shall be oriented away from any residentially zoned property.
- d. No electronic billboard shall be located on or within 350 feet of any residentially zoned property, as measured from the structural support column of the electronic billboard to the property line.
- e. No electronic billboard shall be located within 500 feet of any other billboard located on the same side of the freeway or within 1,000 feet of any other electronic billboard or on-premise electronic sign located on the same side of the freeway located on the same side of the freeway.
- f. The permitted height of an electronic billboard shall be determined through the Site Plan review process and shall be limited to the maximum height necessary to ensure adequate visibility of the display from the Garden Grove (22) Freeway. Requested height of an electronic billboard shall be justified through a balloon or flag test, or other similar test, conducted at the applicant's cost. Unless special circumstances necessitate a taller sign, as demonstrated through a balloon or flag test, or other similar test, no electronic billboard shall exceed sixty (60) feet in height, as measured from finished grade to the top of the billboard structure.
- g. The area of each electronic billboard sign face, including framing and trim, shall not exceed 680 square feet.
- h. Electronic billboard displays shall contain still or static messages or images only, and no part of the sign structure or image being displayed may move or present the appearance or optical illusion of movement, or include flashing, blinking, or traveling lighting, the varying of light intensity, or any other means not providing constant illumination. Each static message or image shall be displayed for a minimum of eight (8) consecutive seconds before changing, and the transition or blank screen time between one display message and the next shall not exceed one (1) second.
- i. The maximum intensity of light output produced by an electronic billboard display shall be established in relation to the immediate ambient lighting, and each electronic billboard shall incorporate an automatic light

sensing device that will adjust the brightness or intensity of light output as ambient light conditions change. The maximum measurable light output of an electronic billboard shall not exceed 0.3 foot-candles above the ambient light level at any time, as measured using a foot-candle meter at a pre-set distance perpendicular to the display face of the electronic billboard. The pre-set distance for measurement of intensity of light output with a foot-candle meter shall vary depending on the size of the sign face, as follows:

<u>Nominal Sign Face Size</u>	<u>Distance To Be Measured From</u>
<u>12' x 25'</u>	<u>150'</u>
<u>10'-6" x 36'</u>	<u>200'</u>
<u>14' x 48' or Greater</u>	<u>250'</u>

- j. Electronic billboard owners and/or operators shall make space available for the display of emergency messaging in accordance with local, regional, and/or State protocols.
- k. As a condition to approval of the relocation and/or conversion of a billboard to an electronic billboard, the owner of the electronic billboard shall execute a relocation agreement with the City pursuant to California Business and Professions Code Section 5412 on terms approved by the City Council in its sole and absolute discretion. At a minimum, such a relocation agreement shall (i) require the permanent removal of a minimum of two (2) existing billboard faces within the city for each new electronic billboard face erected or installed, (ii) provide for mitigation by the owner of aesthetic and/or other impacts caused by the electronic billboard(s), (iii) require the owner to comply with any and all required mitigation measures, conditions of approval, and applicable provisions of this Section and this Code; (iv) provide for the payment by the owner of applicable fees and costs; (v) require each owner to indemnify, defend and hold harmless the City from any and all claims, lawsuits, awards and judgments, including any reasonable attorney's fees and court costs, that may arise from the approval of the relocation and/or conversion of a billboard to an electronic billboard and/or the removal of other existing billboards, pursuant to this Section or any other provision of the Code, subject to the terms of the agreement; and (vi) require the owner(s)/operator(s) of the electronic billboard to

donate up to ten percent (10%) of the total advertising time on the electronic billboard to community events, as requested by the City Manager. Nothing herein shall be construed to require the City to enter into such an agreement or to allow the relocation of an existing billboard or the conversion of an existing billboard to an electronic billboard.

- I. The owner of an electronic billboard authorized pursuant to this Section may, at its sole option, remove the digital display unit(s) from the billboard structure at any time, for any reason, and temporarily or permanently replace such digital display unit(s) with state-of-the-art non-electronic static sign faces of the same or smaller dimensions.**

SECTION 5: If any section, subsection, subdivision, sentence, clause, phrase, word, or portion of this Ordinance is, for any reason, held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of this Ordinance. The City Council hereby declares that it would have adopted this Ordinance and each section, subsection, subdivision, sentence, clause, phrase, word, or portion thereof, irrespective of the fact that any one or more sections, subsections, subdivisions, sentences, clauses, phrases, words or portions thereof be declared invalid or unconstitutional.

SECTION 6: The Mayor shall sign and the City Clerk shall certify to the passage and adoption of this Ordinance and shall cause the same, or the summary thereof, to be published and posted pursuant to the provisions of law and this Ordinance shall take effect thirty (30) days after adoption.

GARDEN GROVE CITY COUNCIL

RESOLUTION NO.

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF GARDEN GROVE
APPROVING A BILLBOARD REMOVAL AND RELOCATION AGREEMENT WITH CLEAR
CHANNEL OUTDOOR, INC.

WHEREAS, Clear Channel Outdoor Inc. has proposed a Billboard Removal and Relocation Agreement pursuant to California Business and Professions Code Section 5412 pertaining to the removal of three existing billboard structures within the City (the "Existing Signs") and the erection and maintenance of a relocated electronic billboard pursuant to Site Plan No. SP-12-2014 to land located at west end of the Cardinal Circle cul-de-sac, west of Harbor Boulevard, along the south side of the Garden Grove (22) Freeway, at 11615 Cardinal Circle, Assessor's Parcel No. 100 122 01; (collectively referred to herein as the "Project") and subject to adoption of Code Amendment No. A-011-2014 to amend Section 9.20.110 (Billboards) of Chapter 20 of Title 9 of the Garden Grove Municipal Code to allow billboards that are proposed to be relocated along the Garden Grove (22) Freeway Corridor to be converted to electronic billboards of; and

WHEREAS, following a duly noticed Public Hearing, on September 18, 2014, the Planning Commission of the City of Garden Grove (i) recommended the City Council adopt a Mitigated Negative Declaration for the Project and approve Amendment No. A-011-2014, and (ii) approved Site Plan No. SP-12-2014, subject to City Council adoption of the Mitigated Negative Declaration and approval of Amendment No. A-011-2014; and

WHEREAS, the City Council held a duly noticed Public Hearing on October 14, 2014 and duly considered the Project, the initial study, the Mitigated Negative Declaration, and the proposed Billboard Removal and Relocation Agreement; and

WHEREAS, following the Public Hearing held on October 14, 2014, the Garden Grove City Council adopted a Mitigated Negative Declaration for the Project and introduced and conducted the first reading of an Ordinance approving Code Amendment No. A-011-2014 (hereafter referred to herein as the "Ordinance"); and

WHEREAS, a copy of the proposed Billboard Removal and Relocation Agreement has been provided for public review in accordance with applicable law; and

WHEREAS, subject to its terms, the Billboard Removal and Relocation Agreement provides that the Existing Signs will be permanently removed; and

WHEREAS, subject to its terms, the Billboard Removal and Relocation Agreement directly benefits the City through mitigation fees and other public benefits to assist the City in providing vital services to its residents, in addition to elimination of the Existing Signs; and

WHEREAS, California Business and Professions Code Section 5412 authorizes the City of Garden Grove and Clear Channel Outdoor, Inc. to enter into the proposed Billboard Removal and Relocation Agreement.

NOW, THEREFORE, BE IT RESOLVED, FOUND, AND DETERMINED as follows:

1. The City hereby finds and determines that the above recitals are true and correct and are incorporated herein by this reference.
2. The Billboard Removal and Relocation Agreement between the City of Garden Grove and Clear Channel Outdoor, Inc. (hereafter referred to herein as the "Agreement") in substantially the form attached as Exhibit "A" to this Resolution is hereby approved, subject to the adoption of the Ordinance. If the Ordinance is not adopted, this Resolution shall be null and void and of no effect.
3. The City Manager is hereby authorized to execute the Agreement on behalf of the City of Garden Grove and to make minor modifications thereto as necessary.
4. The City Manager is hereby authorized to implement the Agreement on behalf of the City once it is fully executed, including, without limitation, granting extensions of the twelve (12) month period pursuant to Section 1 of the Agreement.
5. This Resolution shall take effect immediately.

EXHIBIT "A"

BILLBOARD REMOVAL AND RELOCATION AGREEMENT

BILLBOARD REMOVAL AND RELOCATION AGREEMENT

THIS BILLBOARD REMOVAL AND RELOCATION AGREEMENT ("Agreement") is entered into as of this ____ day of _____, 2014 (the "Effective Date"), by and among the CITY OF GARDEN GROVE, a municipal corporation ("City") and CLEAR CHANNEL OUTDOOR, INC., a Delaware corporation ("Company"). City and Company are sometimes referred to in this Agreement separately as "Party" or collectively as "Parties."

RECITALS

A. This Agreement is entered into pursuant to Section 5412 of the California Outdoor Advertising Act, Business and Professions Code Sections 5200 *et seq.*, (the "Act") and Section 9.20.110 of the Garden Grove Municipal Code, as amended pursuant to Ordinance No. _____, adopted _____, 2014 by City's City Council (hereafter, "GGMC Section 9.20.110").

B. Company currently owns and operates certain legal non-conforming billboards on sites within City's jurisdictional boundaries (the "Existing Billboard Sites"), consisting of four (4) billboard sign faces and associated structures, which Company has agreed to permanently remove pursuant to, and subject to the conditions of, this Agreement (the "Existing Billboards"). The Existing Billboards and Existing Billboard Sites are more specifically described and depicted on Exhibit "A-1," which is attached hereto and incorporated herein by reference.

C. In accordance with GGMC Section 9.20.110, Company seeks to install one (1) new relocated billboard advertising structure having a total of two (2) automatically changeable digital displays oriented towards the State Route 22 Freeway (the "East-Facing Digital Billboard" and the "West-Facing Digital Billboard," respectively, and together, the "Digital Billboards") on property located at approximately 11615 Cardinal Circle, with APN No. 100—122-01, in the City of Garden Grove, County of Orange, California (the "Relocation Site"). The Digital Billboards and the Relocation Site are more specifically described and depicted on Exhibit "A-2," which is attached hereto and incorporated herein. The owner(s) of the fee interest for the Relocation Site is(are) different than Company and are referred to herein as "Owners."

D. Removal of the Existing Billboards from the Existing Billboard Sites and construction and installation of the Digital Billboards at the Relocation Site are collectively referred to in this Agreement as the "Project."

E. On September 18, 2014, City's Planning Commission conducted a duly noticed public hearing regarding the Project and (i) adopted Resolution No. 5830-14 recommending City Council adoption of a mitigated negative declaration for the Project and adoption of an Ordinance to amend Section 9.20.110 of the Garden Grove Municipal Code to facilitate the Project; and (ii) adopted Resolution No. 5831-14 approving Site Plan No. SP-012-2014 for erection of the Digital Billboards, subject to City Council adoption of the proposed Ordinance.

F. On _____, 2014, pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 *et seq.* ("CEQA") and CEQA's implementing

guidelines, California Code of Regulations, Title 14, Section 15000 et seq., City's City Council adopted Resolution No. ____ adopting a mitigated negative declaration for the Project (the "Mitigated Negative Declaration").

G. On _____, 2014, following a duly noticed public hearing, City's City Council (i) introduced and conducted the first reading of Ordinance No. _____, and (ii) adopted Resolution No. _____ approving this Agreement, subject to adoption of Ordinance No. _____, and authorizing City's City Manager to execute this Agreement on behalf of the City.

H. On _____, 2014, City's City Council adopted Ordinance No. _____ amending GGMC Section 9.20.110. As amended pursuant to Ordinance No. _____, GGMC Section 9.20.110 authorizes the erection and operation of the Digital Billboards at the Relocation Site pursuant to Site Plan No. SP-012-2014 and this Agreement.

I. City's City Council has found this Agreement is in the best public interest of City and its residents, entry into this Agreement constitutes a present exercise of City's police power, and this Agreement is consistent with City's General Plan. The Project is intended to achieve a number of City objectives including utilizing the areas adjacent to the State Route (SR) 22 Freeway in exchange for removal of billboards elsewhere in the City. As an additional material consideration for City's approval of this Agreement, Company has agreed to provide public services to City, as set forth in Section 4 of this Agreement, and to pay the Processing Fee and Annual Mitigation Fee, as set forth in Section 7 of this Agreement.

J. City and Company desire to enter into this Agreement to memorialize the terms and conditions upon which Company may undertake the Project.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing Recitals, which Recitals are incorporated herein by reference, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and consideration of the mutual covenants set forth herein, the Parties hereby agree as follows:

1. CONDITIONS TO AGREEMENT'S EFFECTIVENESS. Company understands and hereby acknowledges the effectiveness of this Agreement is subject to the approval of demolition permits from City's Building Division for the removal of the Existing Billboards and the Development Approvals, as described in Subsection 5.a., below. Company further understands and hereby acknowledges the effectiveness of this Agreement and Company's right to install the Digital Billboards is also subject to Ordinance No. ____ taking effect. The Parties understand and agree (i) this Agreement does not bind City to not rescind Ordinance No. ____ prior to its taking effect or to approve any Development Approvals; (ii) all necessary City legislative acts and the Development Approvals can be approved and take effect, if at all, only after all applicable notice, public hearing, review, and consideration requirements required by law have been satisfied; and (iii) except as otherwise expressly provided herein, Company shall not be required to take any of the actions or provide any of the benefits to City under this Agreement until and unless Ordinance No. ____ becomes effective and all required Development Approvals are provided in final form acceptable to the Company. The Parties further agree Company shall

not be obligated to commence demolition or construction related to the Project, including removal of the Existing Billboards, if any of the Development Approvals (as hereinafter defined) are not issued or expire and are not extended for the necessary periods, despite good faith effort by Company; and if any of the Development Approvals are not issued within twelve (12) months of the effective date of Ordinance No. __, then this Agreement shall be null and void; provided, however, that such period may be extended by mutual written agreement of the Company and City, acting through their duly authorized representatives.

2. REMOVAL OF EXISTING BILLBOARDS.

a. Permanent Removal of the Existing Billboards. In consideration of the City's approval of Company's request to relocate and construct the Digital Billboards pursuant to this Agreement, prior to commencing installation and construction of the Digital Billboards upon the Relocation Site, Company, at its sole cost and expense, shall secure all prior approvals as described in Subsection 2.b., below, and permanently remove the Existing Billboards within the times set forth in the Schedule of Performance included in Exhibit "B," which is attached hereto and incorporated herein by reference. Company shall not install any replacement billboard or other outdoor advertising display or sign upon any of the Existing Billboard Sites or anywhere else within City's jurisdictional boundaries.

b. Removal Requirements. Removal of the Existing Billboards shall be in accordance with any applicable Federal, State, or local regulations, including regulations of City, and subject to the approval of City's Building Official or designee. Company shall, at its sole cost and expense, secure all required permits to remove and properly transport the Existing Billboards from the Existing Billboard Sites, and not store any portion of the removed Existing Billboards on the Existing Billboard Sites or any other location within City's jurisdictional boundaries. Upon receipt of any required final Development Approvals for the Digital Billboards on the Relocation Site, Company shall be deemed to have waived any and all rights it may have under Federal, State or local laws or other regulations of any kind whatsoever, including, but not limited to, the Act, to challenge any or all of the requirements of this Agreement. Company further waives any claims it has or may have for any damages, awards or judgments based on the Act, inverse condemnation or relocation benefits under any and all Federal or State law, including, Constitutional provisions, relating to the removal of the Existing Billboards.

c. Notwithstanding the foregoing subparagraphs, the Parties agree GGMC Section 9.20.110 shall apply to this Agreement and Company may take benefit of that Section.

3. INSTALLATION AND OPERATION OF DIGITAL BILLBOARDS. Provided Company secures and maintains all Development Approvals required under Subsection 5.a., below, and within the times set forth in the Schedule of Performance included in Exhibit "B," Company, at its sole cost and expense, may install the Digital Billboards upon the Relocation Site. For the entire term of this Agreement, the Digital Billboards and Company's installation, construction, and operation of the Digital Billboards shall comply with all applicable Federal, State, and local laws and regulations, all applicable provisions of the Garden Grove Municipal

Code, all conditions of approval applicable to any Development Approvals, and all applicable mitigation measures identified in the Mitigated Negative Declaration.

4. PUBLIC SERVICES.

a. Public Service Announcements. Subject to the conditions and parameters of this Subsection 4.a., Company agrees to provide free advertising time on each of the Digital Billboards for non-commercial City event and public service announcements to promote the civic interests of the City ("Public Service Announcements").

- (i) Amount of Advertising Time for Public Service Announcements. Company shall permit City to use a minimum of the equivalent of one (1) spot in a standard eight (8) spot rotation on each of the Digital Billboards for a four-week period during each annual period following the Commencement Date for Public Services Announcements, without charge for advertising space. Such allocated advertising time on the Digital Billboards must be used in the designated annual period and shall not accumulate or roll over to future annual periods. In addition to the foregoing allocated advertising time, Company agrees provide additional free advertising space to City for Public Service Announcements, on a space available basis. The foregoing obligation of Company to provide free advertising space to City for Public Service Announcements shall be and remain in effect only during those periods Company is operating the Digital Billboards with electronic/digital technology. In the event Company removes or is unable to operate the Digital Billboards for any reason, Company's obligation to provide free advertising space to City for any reason shall be suspended for the period of time it is not operating the Digital Billboards.
- (ii) Process for City Requests to Utilize Advertising Space for Public Service Announcements. City shall be responsible for providing Company with its Public Service Announcements, which may be updated by City at any time, and for any costs associated with providing Company with associated artwork in acceptable format. City shall notify Company at least forty-five (45) days before the proposed display date of a Public Service Announcement. City must submit "camera ready art" utilizing formats and protocols acceptable to Company from time to time or pay production costs. All copy shall be submitted to Company at least ten (10) business days in advance. Public Services Announcements will be subject to Company's standard advertising copy rejection and removal policies, which allow Company, in its sole discretion, to approve or disapprove copy and remove copy once posted or displayed.
- (iii) Limitations on City. City shall not charge for, or exchange goods or services for, any advertising space on the Digital Billboards provided by Company to City pursuant to this Agreement. In addition, it is expressly understood and agreed that Public Service Announcements may not

include any names, logos, marks, products, or services associated with any commercial entity or any third party non-governmental person or entity that is not sponsored by or affiliated with the City. The forgoing limitation shall not be construed to prohibit the display of names, logos, or marks of non-profit organizations associated with City events or activities.

- (iv) Indemnity. City shall and hereby does agree to indemnify, defend and hold harmless Company for, from and against, any claims, costs (including, but not limited to, court costs and reasonable attorney's fees), losses, actions, or liabilities arising from or in connection with any third party allegation that any portion of any Public Service Announcement provided by City infringes or violates the rights, including, but not limited to, copyright, trademark, trade secret or any similar right, of any third party. This indemnity obligation shall not include Company's lost profits or consequential damages.
- (v) The Parties mutually agree that this Subsection 4(a) is consistent with the purpose, intent, and requirements of Subsection (D)(k)(vi) of GGMC Section 9.20.110.

b. Public Safety Announcements. Company shall utilize the advertising space on the Digital Billboards for regional emergency announcements and alerts, Amber Alerts, and wanted criminal postings from law enforcement, without charge, as reasonably necessary, in accordance with applicable local, regional, and/or state protocols.

c. Prohibited Use. Company has stated its intent is and agrees not to utilize any of the Digital Billboards to advertise tobacco products, medical or recreational cannabis, adult entertainment businesses, as defined in the Garden Grove Municipal Code, conferences/conventions for any of the foregoing prohibited uses, or sexually explicit messages.

5. DEVELOPMENT APPROVALS.

a. Company shall, at its own expense and before commencement of demolition, construction, rehabilitation or development of any of the Existing Billboards, the Digital Billboards or other work of improvement upon the Existing Billboards Sites or the Relocation Site, secure or cause to be secured all necessary permits and approvals, which may be required by all City, State, or any other governmental agency or utility affected by such construction, development or work to be performed by Company related to the Project, including, but not limited to, Site Plan No. SP-012-2014, and any necessary extensions thereof, all other permits and approvals required pursuant the Garden Grove Municipal Code, if any, building and demolition permits, and all approvals required under CEQA and the State CEQA Guidelines, and all permits and approvals required from the California Department of Transportation ("Caltrans") for the construction and operation of both Digital Billboards (collectively "Development Approvals"). Not by way of limiting the foregoing, in developing and constructing the Project, Company shall comply with all (1) then applicable development standards and requirements contained

in, or promulgated under, the Act and/or the Garden Grove Municipal Code, (2) conditions of approval related to each of the Development Approvals applicable to the Project, (3) necessary NPDES requirements pertaining to the Project, (4) mitigation measures set forth in Mitigated Negative Declaration, (5) all building codes, and, (6) if applicable, landscaping requirements, except as may be permitted through approved variances and modifications. Company shall pay all normal and customary fees and charges applicable to such permits, and any fees and charges hereafter imposed by City in connection with the Development Approvals which are standard for and uniformly applied to similar projects in City.

b. Company understands the approval of this Agreement shall not be deemed or construed as granting any Development Approvals yet to be obtained from City or any other entity having jurisdiction over the Project. It is expressly understood by the Parties hereto that City makes no representations or warranties with respect to Development Approvals, nor does City make any representation or warranty that City will exercise, in any manner or at all, its discretionary police power authority over the Project as to any Development Approvals described in Subsection 5.a. in any particular manner. Nothing in this Agreement shall be deemed to be a prejudgment or commitment with respect to such items or a guarantee Development Approvals will be issued within any particular time or with or without any particular conditions.

6. TERM OF AGREEMENT. Unless earlier terminated as provided in this Agreement, this Agreement shall continue in full force and effect for a thirty (30) year period commencing on the Commencement Date. The "Commencement Date" shall be the day that both of the following are true (i) Company has obtained all Development Approvals, and all appeal periods with respect to such approvals have expired, and (ii) the Digital Billboards are fully constructed and operational, have electrical power from a permanent source, and have passed the City's final inspection. Company may notify City up to twelve months prior to the expiration date of this Agreement of its desire to extend the term of this Agreement and City and Company shall enter into negotiations and may agree to extend the term of this Agreement pursuant to a mutual agreement in writing upon terms acceptable to both parties. In the event the Parties agree to an extension, it is expressly understood and agreed that, in the event Company is unable to operate the Digital Billboards on the Relocation Site with digital faces at the time of expiration of this Agreement, such extension shall allow operation of the billboard sign structure with non-digital static sign faces. Following termination or expiration of this Agreement and provided no extension of this Agreement is agreed to, within ninety (90) days after that date of the termination or expiration of this Agreement, Company shall, at its sole cost and expense, secure all required permits to, and shall, remove and properly transport the Digital Billboards from the Relocation Site, and not store any portion of the removed Digital Billboards on the Relocation Site or any other location within City's jurisdictional boundaries. If Company fails to remove all of the Digital Billboards from the Relocation Site within ninety (90) days of termination or expiration of this Agreement, as provided above, City shall be entitled to remove the remaining Digital Billboards and dispose of the same. The applicable provisions subsection 11.e., below, shall apply if City is required to exercise its rights to remove and dispose of the Digital Billboards pursuant to this Section.

7. PROCESSING FEE AND ANNUAL MITIGATION FEE.

a. Processing Fee. Within fifteen (15) days after approval of this Agreement by City, Company shall provide City with a payment ("Processing Fee") in the amount of Ten Thousand Dollars (\$10,000.00) to defray City's costs in negotiating and preparing this Agreement. The Processing Fee shall be in the form of a non-refundable cashier's check, wire transfer, corporate check, or other instrument approved by City's Finance Director. City shall retain and use the Processing Fee, or any part thereof, for any public purpose within City's discretion. The Processing Fee shall be separate from (i) all business license fees and taxes (due by Company to City annually), (ii) the Annual Mitigation Fee (as such term is defined in Section 7.b., below) and (iii) any applicable development fees and charges required by City to review the appropriate permits for the Project, pursuant to this Agreement, including but not limited to, any plan check, building permit and any other fees imposed by City as part of its normal governmental operations (collectively, the items listed in (iii) are hereinafter referred to as "Development Fees").

b. Annual Mitigation Fee. Company and City agree an annual fee paid by Company to City would help mitigate the aesthetic, cultural, economic, and other impacts of the Project on City and the surrounding community, because that fee will provide City resources to fund the provision and maintenance of other aesthetic improvements and cultural events in the City, including, but not limited to, the provision and continued maintenance of community events, street furniture, bike racks, landscaping within the parks and public rights-of-way, park improvements, banners, public art, and other existing and future improvements within the City's Downtown area. The Parties therefore agree Company shall pay City an annual mitigation fee with respect to each of the East-Facing Digital Billboard and the West-Facing Digital Billboard, as set forth in Exhibit C, hereto, which is incorporated herein by this reference (the "Annual Mitigation Fee"). The first installment of the Annual Mitigation Fee shall be paid no later than ninety (90) days after the Commencement Date. Each year thereafter each remaining installment shall be made on or before the annual anniversary of that first payment until each of the Annual Mitigation Fee installments have been paid in full. It is expressly understood and agreed that, in the event Company removes the digital display unit from either of the Digital Billboards and temporarily or permanently replaces such digital display unit with a non-digital static sign face in accordance with Subsection (D)(3)(l) of GGMC Section 9.20.110, then the amount of the Annual Mitigation Fee payable thereafter with respect to such sign face shall be forty-two (42%) of the Annual Mitigation Fee amount(s) set forth in Exhibit C for those annual period(s) during which the sign is not operated as a Digital Billboard; provided, however, that if Company subsequently reinstalls a digital display unit and operates the sign face as a Digital Billboard, Company's obligation to pay the full Annual Mitigation Fee with respect to that sign face shall re-commence, payable on a pro-rata basis following the date of such reinstallation with respect to the annual period during which the digital display is reinstalled, and annually thereafter as long as the sign face is operated as a Digital Billboard.

8. REGULATION BY OTHER PUBLIC AGENCIES. It is acknowledged by the Parties other public agencies, including, but not limited to, Caltrans, are not subject to control by City and may possess authority to regulate aspects of the Project as contemplated herein, and this

Agreement does not limit the authority of any of those other public agencies. Company acknowledges and represents, in addition to City's regulations, Company shall, at all times, comply with all applicable Federal, State and local laws and regulations applicable to the Digital Billboards and the Relocation Site. To the extent such other public agencies preclude development or maintenance of the Project, Company shall not be further obligated under this Agreement, except as provided in Section 9.a. and payment of the Processing Fee, the reduced Annual Mitigation Fee, if applicable, and Development Fees.

9. INSURANCE AND INDEMNITY.

a. Indemnity. Company, as a material part of the consideration to be rendered to City under this Agreement, hereby waives all claims against City for damage to property and for injuries to persons in or about the Relocation Site or the Existing Billboard Sites, from any cause relating to Company's activities related to this Agreement. Company shall indemnify, defend and hold harmless City and each of its officers, agents, and employees (collectively the "City Parties") from, any and all actions, suits, claims, damages to persons or property, losses, costs, penalties, obligations, errors, omissions or liabilities, reasonable attorney's fees and court costs (hereinafter "Indemnified Claims and Liabilities") that may be asserted or claimed by any person, firm or entity arising out of or in connection with this Agreement. Indemnified Claims and Liabilities shall include any action or challenge brought for any reason by a third party against this Agreement or against City Parties, directly or indirectly related to this Agreement.

b. Company will defend, with counsel reasonably approved by the City, any action or actions filed in connection with any of said claims or liabilities covered by the indemnification provisions herein once notified of the existence of such claims by the City and will pay all costs and expenses, including reasonable legal costs and attorneys' fees incurred in connection therewith.

c. Exceptions. The foregoing indemnity shall not include claims or liabilities arising from the sole negligence or willful misconduct of the City, its officers, agents, subcontractors or employees, who are directly responsible for the City.

d. Covenant Not To Sue. The Parties to this Agreement, and each of them, agree this Agreement and each term hereof is legal, valid, binding, and enforceable. The Parties to this Agreement, and each of them, hereby covenant and agree that each of them will not commence, maintain, or prosecute any claim, demand, cause of action, suit, or other proceeding against any other Party to this Agreement, in law or in equity, which is based on an allegation, or assert in any such action, that this Agreement or any term hereof is void, invalid, or unenforceable.

e. Third Party Challenge. In the event of a challenge to this Agreement, and a final court order or judicially approved settlement resulting in the removal of one or more Digital Billboards, Company shall be entitled, in its sole discretion, to replace the removed Digital Billboard(s) with a non-digital billboard sign face or faces in accordance with subsection D(3)(l) of GGMC Section 9.20.110. If Company exercises such right, then Company shall pay the City the reduced Annual Mitigation Fee for the replacement

non-Digital Billboard in accordance with Subsection 7.b. and the City shall not be entitled to claim any lost revenues or damages as a result of such election by Company.

Notwithstanding any other provision of this Agreement, Company's indemnification obligations as set forth in this Agreement shall survive the termination of this Agreement.

f. Insurance. During the entire Term of this Agreement, without any period of lapse, Company shall procure and maintain, at its sole cost and expense, in a form and content reasonably satisfactory to City, the following policies of insurance:

- i. Commercial General Liability Insurance. A policy of commercial general liability insurance written on a per occurrence basis with a combined single limit of at least Five Million Dollars (\$5,000,000.00) bodily injury and property damage including coverages for contractual liability, personal injury, independent contractors, broad form property damage, products and completed operations. The Commercial General Liability Policy shall name City as an additional insured.
- ii. Worker's Compensation Insurance. A policy of worker's compensation insurance in such amount as will fully comply with the laws of the State of California.

The Commercial General Liability Insurance policy(ies) of insurance shall, either as part of each policy or by endorsement (i) name the City Parties as additional insureds, (ii) provide the policy shall be primary and noncontributing with any other insurance or self-insurance program available to City with respect to liabilities assumed by Company under this Agreement, (iii) include a severability of interest clause, (iv) provide any general aggregate limit shall apply separately to this Agreement; and (v) provide the naming of the additional insureds as herein provided shall not affect any recovery to which such additional insureds would be entitled under this policy if not named as such additional insureds, (vi) provide the additional insureds named herein shall not be held liable for any premium or expense of any nature on the policy or any extension thereof, and (vii) provide the insurance may not be materially amended or cancelled without providing thirty-days' (30-days') prior written notice by mail to City.

Within five (5) business days after the execution of this Agreement and within at least thirty (30) days after the renewal of any such policy, Company shall provide City with certificates of insurance evidencing the required coverages and a copy of the endorsements (or blanket endorsements) affording additional insured status to the City Parties. In addition, Company, upon reasonable notice by City, shall make available for inspection by City at Company's office, copies of relevant policy forms and endorsements of said insurance policies.

The foregoing insurance requirements may be waived or reasonably modified on behalf of the City in the sole discretion of the City's Finance Director.

10. OWNERSHIP OF IMPROVEMENTS. The Existing Billboards and the Digital Billboards shall be and remain the property of Company. Company's rights and powers with

respect to the Digital Billboards are subject to the terms and limitations of this Agreement and the Garden Grove Municipal Code.

11. GENERAL PROVISIONS.

a. Assignment. Company may only assign or otherwise transfer this Agreement, or its interest in the Digital Billboards or any part of its interest in the New Digital Billboard Site, to any other person, firm, or entity, upon presentation to City of an assignment and assumption agreement in a form reasonably acceptable to City's City Attorney and receipt of City's written approval of such assignment or transfer by City's City Manager, provided, however, that Company may, from time to time and one or more times, assign this Agreement, to one or more persons or entities without City approval, but with written notice to City, as long as Company, or entities owned or controlled by it have and maintain at least a fifty-one percent (51%) ownership interest in such entities who are the assignees or transferees. After a transfer or assignment as permitted by this Section, City shall look solely to such assignee or transferee for compliance with the provisions of this Agreement which have been assigned or transferred.

b. Waiver. The waiver by any party of any breach of any term, covenant or condition herein contained shall not be deemed to be a waiver of any other term, covenant or condition, or of any subsequent breach of the same term, covenant or condition.

c. Notices. All notices and other communications required or permitted to be given hereunder shall be in writing and shall be sent by: (a) certified or registered mail, postage pre-paid, return receipt requested, (b) personal delivery, or (c) a recognized overnight carrier that provides proof of delivery, and shall be addressed as follows:

If to City: City of Garden Grove
Attn: City Manager
11222 Acacia Parkway
Garden Grove, CA 92840

With a Copy to: City of Garden Grove
Attn: City Attorney
11222 Acacia Parkway
Garden Grove, CA 92840

If to Company: Clear Channel Outdoor, Inc.
Attn: Vice President, Real Estate & Public Affairs
19320 Harborage Way
Torrance, CA 90501

With a Copy to: Clear Channel Outdoor, Inc.
2325 East Camelback Road, Suite 400
Phoenix, AZ 85016
Attn: General Counsel

Notices shall be deemed effective upon receipt or rejection only.

d. Authority to Execute. The persons executing this Agreement on behalf of the Parties warrant that they are duly authorized to execute this Agreement, and that by executing this Agreement, the Parties are formally bound

e. Termination. This Agreement shall be terminated, for good cause, by City or Company if either gives the other party and Owner sixty-days' (60-days) written notice of default and if that default is not corrected (i) on or before ten (10) days after receipt of the notice for non-payment of any amount due and (ii) within sixty (60) days after receipt of the notice for any other good cause.

If this Agreement terminates due to non-performance by City, then (i) any remaining unpaid Annual Mitigation Fee that was due with respect to any period before the date of that termination shall be immediately due and payable to City, (ii) no other Annual Mitigation Fee shall be due, unless Company continues to maintain one or more of the Digital Billboards, (iii) for only what would have been the remaining term of this Agreement had it not been terminated (the "Remaining Term"), all the Digital Billboards installed pursuant to this Agreement shall be treated as legal nonconforming uses, but such uses shall not be subject to abatement pursuant to the Garden Grove Municipal Code, as any other legal non-conforming use and (iv) for only the Remaining Term the Act shall apply to any provisions relating to abatement that may exist from time to time in the Garden Grove Municipal Code and (v) within sixty (60) days after the Remaining Term, the Digital Billboards and all their supporting Advertising Structures shall be removed by Company, unless otherwise agreed to by the Parties.

If this Agreement terminates due to non-performance by Company, then (i) any remaining unpaid Annual Mitigation Fee that was due for any period before the date of that termination shall be immediately due and payable to City and (ii) Company shall immediately remove each of the Digital Billboards installed pursuant to this Agreement; provided, that if Company fails to remove any of the Digital Billboards within ninety (90) days after this Agreement is terminated pursuant to this subsection, then City shall be entitled to remove the remaining the Digital Billboards and dispose of same. If City is required to exercise its rights under Section 6 or this subsection due to Company's failure to remove the Digital Billboards, then City shall be entitled to be reimbursed by Company any and all direct expenses incurred by City in exercising its rights under this subsection within no more than ten (10) days following City's delivery of an invoice demanding payment for such expenses. Any such removal of any or all the Digital Billboards by City shall not entitle Company or Owner to any damages of any kind whatsoever against any or all City Parties, and Company hereby releases all City Parties from Indemnified Claims and Liabilities for any action by any of the City Parties in removing any or all of the Digital Billboards. Company hereby consents to City's entry onto the Relocation Site to accomplish such removal. Company shall be required to obtain from Owner a confirmation of Owner's joinder to the terms set forth in this paragraph in form and substance satisfactory to City prior to obtaining all required approvals and permits for the Digital Billboard.

f. Amendment/Modification. No supplement, modification, or amendment of this Agreement shall be binding, unless in writing and signed by the Parties.

g. Attorneys Fees. In the event of litigation between the Parties arising out of this Agreement, each Party shall bear its own attorneys' fees and costs.

h. Time is of the Essence. Time is of the essence of each and every provision of this Agreement.

i. Miscellaneous. This Agreement embodies the entire Agreement between the Parties and supersedes any prior or contemporaneous understandings between the Parties related to the subject matter of this Agreement. If any provision of this Agreement is held to be invalid, the balance shall remain binding upon the Parties. This Agreement shall be interpreted in accordance with its plain meaning, and not in favor of or against either Party. This Agreement shall be construed according to the laws of the State of California. In the event of litigation to enforce or interpret any terms of this Agreement, such action will be brought in the Superior Court of the County of Orange.

j. Counterparts. This Agreement may be signed in counterparts, each of which shall constitute an original.

SIGNATURES ON FOLLOWING PAGE

IN WITNESS WHEREOF, the Parties have caused this Agreement to be executed on the date set forth below.

"CITY"

ATTEST:

CITY OF GARDEN GROVE

By: _____
City Clerk

By: _____
City Manager

APPROVED AS TO FORM:

By: _____
City Attorney

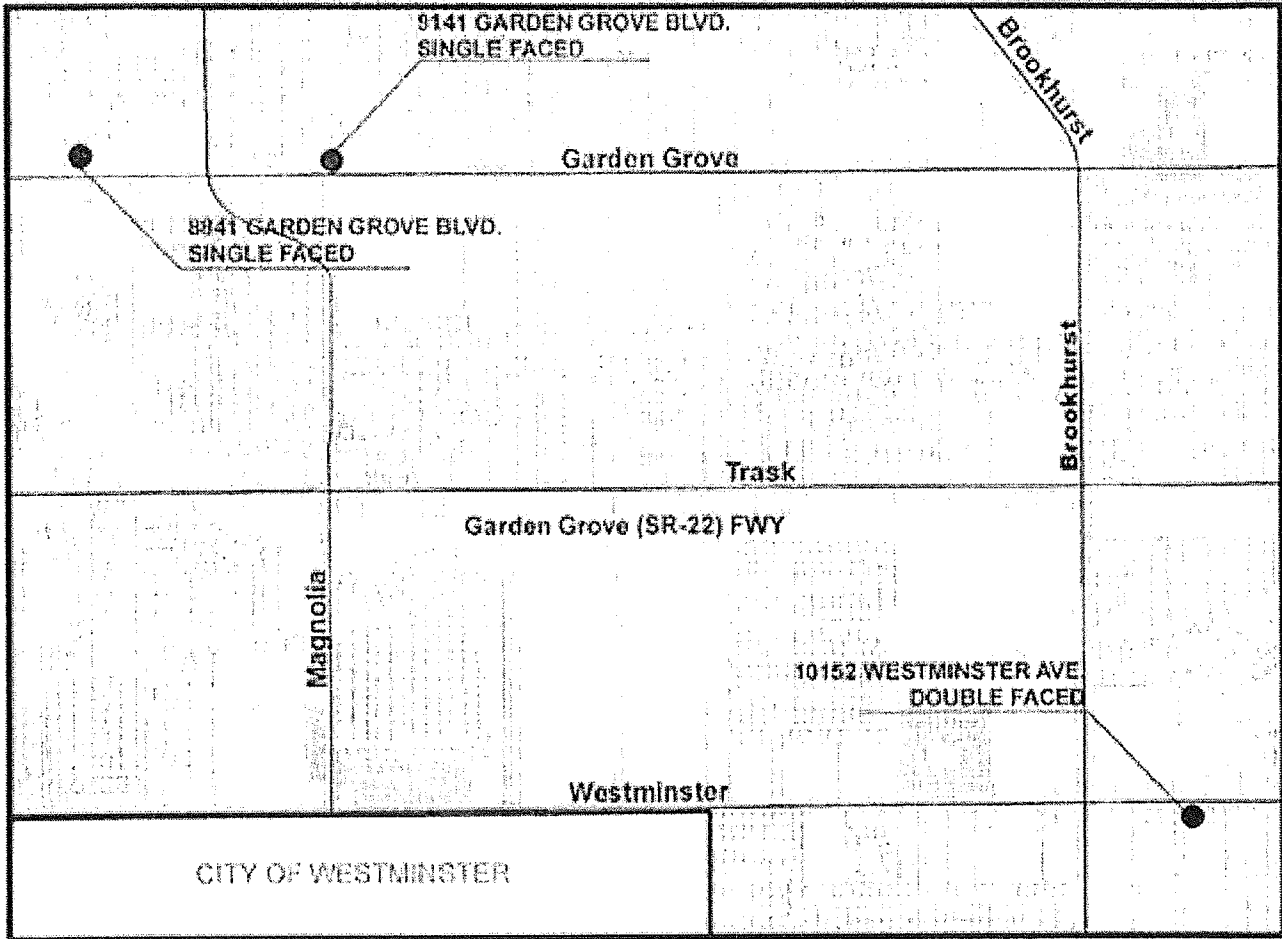
"COMPANY"

CLEAR CHANNEL OUTDOOR, INC., a
Delaware corporation

By: _____
By: _____
Its: _____

By: _____
By: _____
Its: _____

EXHIBIT "A-1"
DESCRIPTION OF THE EXISTING BILLBOARDS
AND
THE EXISTING BILLBOARD SITES



CITY OF GARDEN GROVE
 COMMUNITY DEVELOPMENT DEPARTMENT
 PLANNING DIVISION
 GIS SYSTEM

EXHIBIT "A-1"

EXHIBIT "A-2"

**DESCRIPTION OF THE DIGITAL BILLBOARDS
AND
THE RELOCATION SITE**

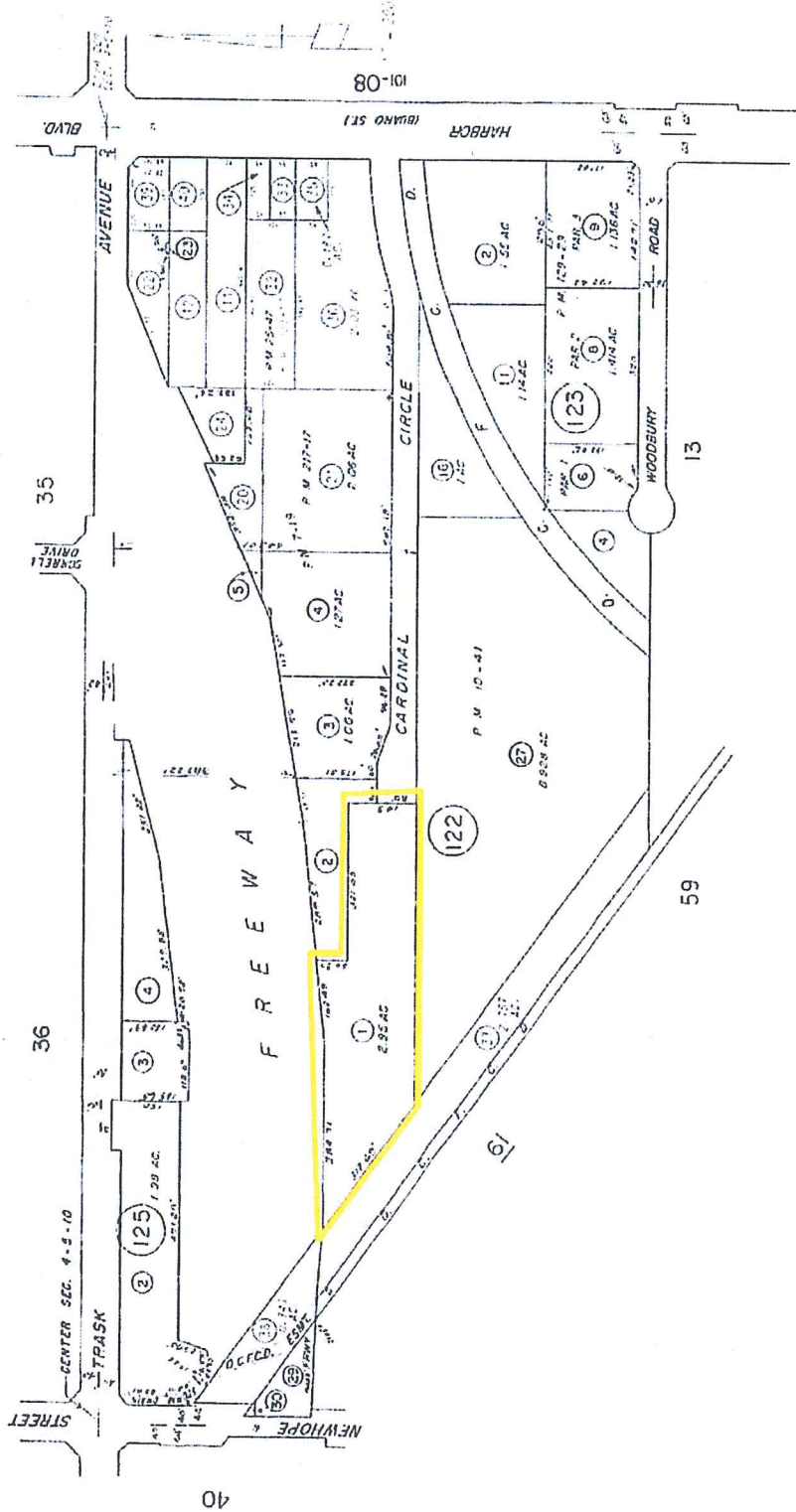
SEE ATTACHED

EXHIBIT "A-2"

A. Area Map

100-12

POR N1/2, SE1/4, SEC. 4, T5S, R10W



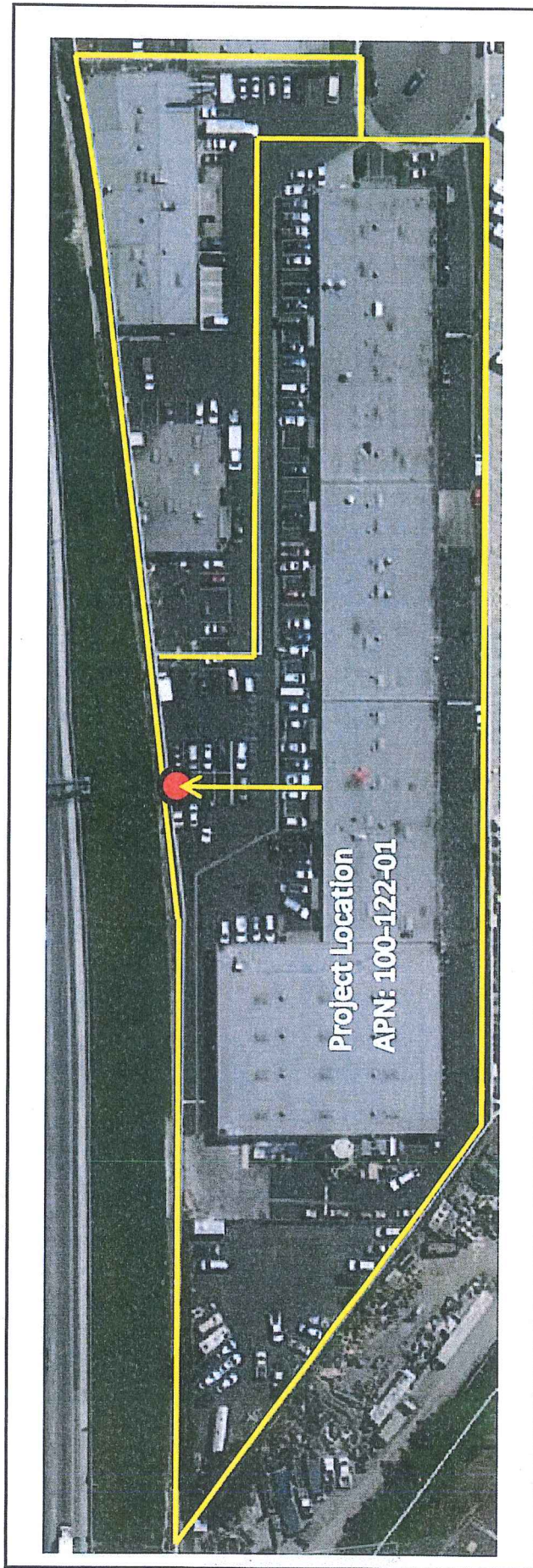
MARCH 1951

PARCEL MAP P.M. 25-47, 129-29

NOTE - ASSESSOR'S BLOCK A
 PARCEL NUMBER
 SHOWN IN CIRCLES
 ASSESSOR'S MAP
 BOOK 100 PAGE 12
 COUNTY OF ORANGE

A-011-2014
SP-012-2014

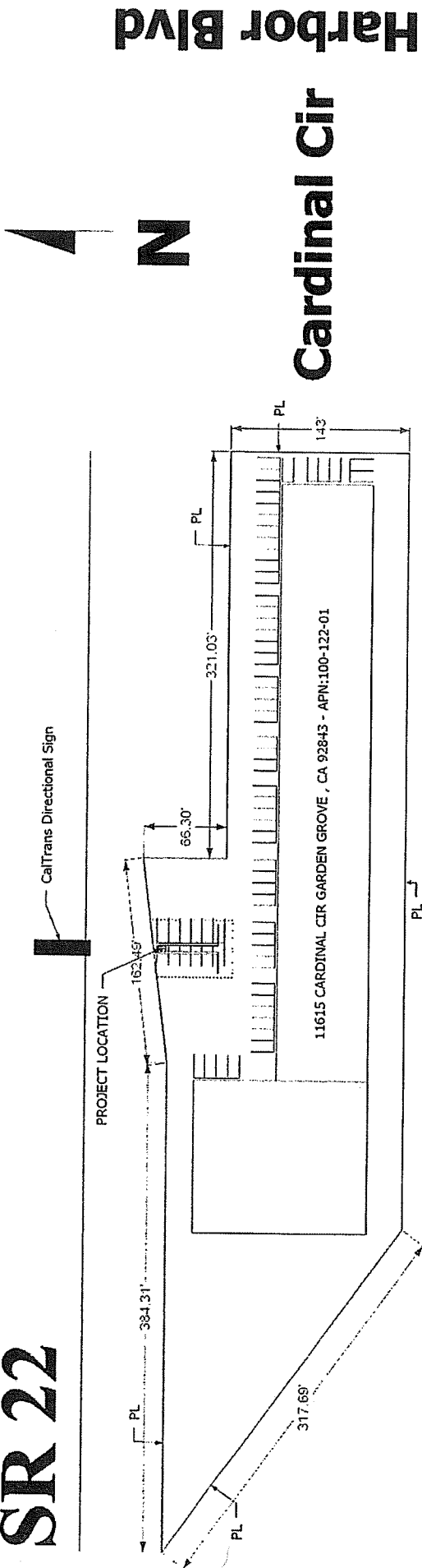
11615 CARDINAL CIR., GARDEN GROVE, CA 92843



Column Placement

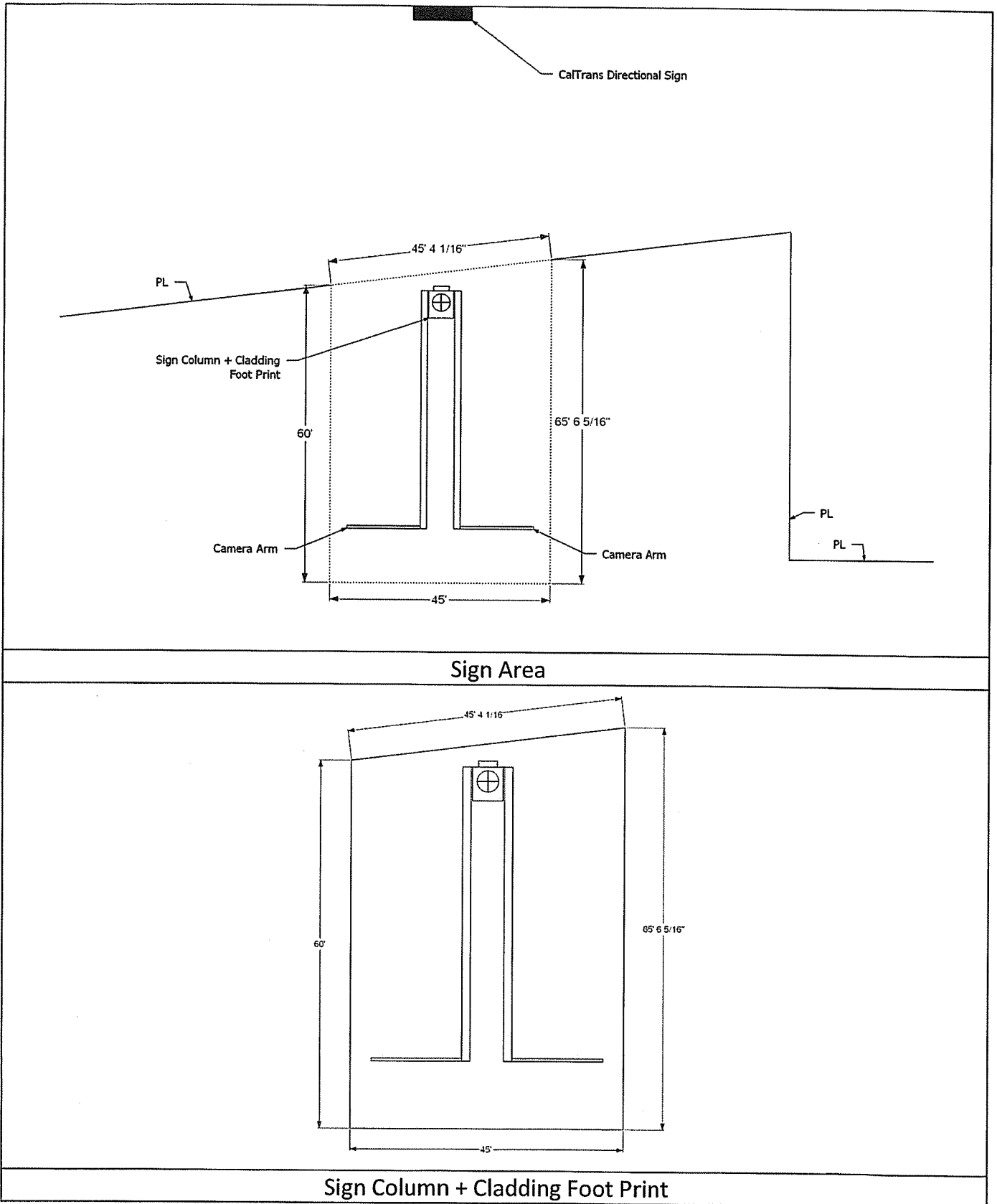
SR 22

EXHIBIT "A-2"
Page 3 of 5



Harbor Blvd

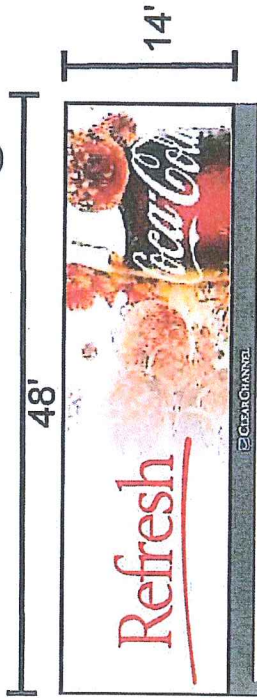
Cardinal Cir



For Reference Only

F. Elevation

West Facing



East Facing



↑
FREEWAY SIDE

74'
↓
FREEWAY SIDE

EXHIBIT "B"

SCHEDULE OF PERFORMANCE

<i>Items to be Performed</i>	<i>Performance Time</i>
Permanent Removal of Existing Billboards.	To be completed prior to commencement of installation and construction of the Digital Billboards upon the Relocation Site and after receipt of all Development Approvals (including Caltrans permits).
Commencement of installation and construction of the Digital Billboards.	Within twelve (12) months after the effective date of Ordinance No. ____, subject to extension by mutual agreement of the Parties pursuant to the terms of Section 1 of this Agreement. In the event the Development Approvals are not obtained prior to this date, Company shall have no obligation to commence installation and construction of the Digital Billboards and no obligation to remove the Existing Billboards.
Completion of installation and construction of the Digital Billboards. (Completion shall mean when the installation and construction work has received final inspection from City's Building Division.)	Within ninety (90) days after commencement of installation and construction of the Digital Billboards, or such later date as authorized by City's City Manager.

EXHIBIT "C"

ANNUAL MITIGATION FEE

YEAR	Annual Increase	East Face	West Face	Total
1	0.00%	\$ 50,000.00	\$ 50,000.00	\$100,000.00
2	0.00%	\$ 18,333.33	\$ 18,333.33	\$ 36,666.66
3	2.25%	\$ 18,745.83	\$ 18,745.83	\$ 37,491.66
4	2.25%	\$ 19,167.61	\$ 19,167.61	\$ 38,335.22
5	2.25%	\$ 19,598.88	\$ 19,598.88	\$ 39,197.76
6	2.25%	\$ 20,039.86	\$ 20,039.86	\$ 40,079.71
7	2.25%	\$ 20,490.75	\$ 20,490.75	\$ 40,981.51
8	2.25%	\$ 20,951.80	\$ 20,951.80	\$ 41,903.59
9	2.25%	\$ 21,423.21	\$ 21,423.21	\$ 42,846.42
10	2.25%	\$ 21,905.23	\$ 21,905.23	\$ 43,810.47
11	2.25%	\$ 22,398.10	\$ 22,398.10	\$ 44,796.20
12	2.25%	\$ 22,902.06	\$ 22,902.06	\$ 45,804.12
13	2.25%	\$ 23,417.35	\$ 23,417.35	\$ 46,834.71
14	2.25%	\$ 23,944.25	\$ 23,944.25	\$ 47,888.49
15	2.25%	\$ 24,482.99	\$ 24,482.99	\$ 48,965.98
16	2.25%	\$ 25,033.86	\$ 25,033.86	\$ 50,067.72
17	2.25%	\$ 25,597.12	\$ 25,597.12	\$ 51,194.24
18	2.25%	\$ 26,173.06	\$ 26,173.06	\$ 52,346.11
19	2.25%	\$ 26,761.95	\$ 26,761.95	\$ 53,523.90
20	2.25%	\$ 27,364.09	\$ 27,364.09	\$ 54,728.19
21	2.25%	\$ 27,979.78	\$ 27,979.78	\$ 55,959.57
22	2.25%	\$ 28,609.33	\$ 28,609.33	\$ 57,218.66
23	2.25%	\$ 29,253.04	\$ 29,253.04	\$ 58,506.08
24	2.25%	\$ 29,911.23	\$ 29,911.23	\$ 59,822.47
25	2.25%	\$ 30,584.24	\$ 30,584.24	\$ 61,168.47
26	2.25%	\$ 31,272.38	\$ 31,272.38	\$ 62,544.76
27	2.25%	\$ 31,976.01	\$ 31,976.01	\$ 63,952.02
28	2.25%	\$ 32,695.47	\$ 32,695.47	\$ 65,390.94
29	2.25%	\$ 33,431.12	\$ 33,431.12	\$ 66,862.24
30	2.25%	\$ 34,183.32	\$ 34,183.32	\$ 68,366.64
TOTAL		\$788,627.26	\$788,627.26	\$1,577,254.51

* In the event Company removes the digital display unit from either of the Digital Billboards and temporarily or permanently replaces such digital display unit with a non-digital static sign face in accordance with Subsection (D)(3)(l) of GGMC Section 9.20.110, then the amount of the Annual Mitigation Fee payable thereafter with respect to such sign face shall be forty-two percent (42%) of the Annual Mitigation Fee amount(s) set forth above for those annual period(s) during which the sign is not operated as a Digital Billboard; provided, however, that if Company subsequently reinstalls a digital display unit and operates the sign face as a Digital Billboard, Company's obligation to pay the full Annual Mitigation Fee with respect to that sign face shall re-commence, payable on a pro-rata basis following the date of such reinstallation with respect to the annual period during which the digital display is reinstalled, and annually thereafter as long as the sign face is operated as a Digital Billboard.

EXHIBIT "C"