

RESOLUTION NO. 2024-XXX

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SANTA ANA APPROVING VESTING TENTATIVE TRACT MAP NO. 2023-01 (COUNTY MAP NO. 19272), AS CONDITIONED, FOR A MIXED-USE DEVELOPMENT, KNOWN AS THE RELATED BRISTOL SPECIFIC PLAN PROJECT, AT THE 41-ACRE SITE GENERALLY LOCATED AT 3600 BRISTOL STREET

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SANTA ANA AS FOLLOWS:

Section 1. The City Council of the City of Santa Ana hereby finds, determines, and declares as follows:

- A. Steven Oh, with RCR Bristol, LLC (“Applicant”), on behalf of Greenville Ranch LLC, BSG West Bristol LLC, and MCG Bristol West LLC (“Property Owners”), is requesting approval of Vesting Tentative Tract Map (“TTM”) No. 2023-01 to facilitate the construction of a mixed-use development (“Project”), known as the Related Bristol Specific Plan Project, at 3600 Bristol Street (“Project Site”).
- B. The Project entails, among other things, (1) demolition of the existing sixteen (16) structures on the Project Site; (2) the establishment of a new Related Bristol Specific Plan (SP No. 5) and a change of zone for the Project Site to the new Related Bristol Specific Plan (SP No. 5) designation; (3) redevelopment of the Project Site into 3,750 residential units, up to 350,000 square feet of commercial space, 250 hotel rooms, and 200 senior care units, including 6,520 onsite parking spaces, and 13.1 acres of onsite open space; and (4) approval of Vesting Tentative Tract Map (“VTTM”) No. 2023-01.
- C. The Project Site has a General Plan land use designation of District Center High (DC-5) and is located within the General Commercial (C2) zoning designation in the general northern portion of the Project Site and within the Commercial Residential (CR) zoning designation in the general southern portion of the Project Site. The City Council is considering the recommendation of approval of the adoption of an Amendment Application No. 2023-03 to establish the Related California Specific Plan (SP No. 5) and a Zone Change for the Project Site via a separate resolution on September 17, , 2024.
- D. Subdivision requests are governed by Chapter 34 and Chapter 41 of the Santa Ana Municipal Code (“SAMC”) and the California Subdivision Map Act (“SMA”).

- E. Pursuant to Section 34-127 of the SAMC, approval of a VTTM application is required for projects proposing to create four or more parcels by the Planning Commission.
- F. On August 12, 2024, the Planning Commission of the City of Santa Ana held a duly-noticed public hearing on VTTM No. 2023-01.
- G. On September 17, 2024, the City Council of the City of Santa Ana held a duly-noticed public hearing on VTTM No. 2023-01
- H. The City Council of the City of Santa Ana determines that the following findings, in accordance with Section 66473.5 and 66474 of the SMA and Section 34-127 of the SAMC, which must be established in order to approve VTTM No. 2023-01, have been established:
 - 1. The proposed project and its design and improvements are consistent with the General Plan land use designation and are otherwise consistent with all other Elements of the General Plan.

The Project and its design and improvements are consistent with the General Plan land use designation of District Center – High (DC-5), which allows a maximum floor area ratio of 5.0 and up to 125 dwelling units per acre. In addition, the project supports several goals and policies of the General Plan. Specifically, the project is consistent with General Plan Land Use Element (LU) Goal 1, which encourages projects that improve quality of life and respects the existing community. Policy LU-1.2 supports innovative development policies to expand homeownership opportunities at all income levels. Policy LU-4.7 encourages the development of mixed-income developments with mixed housing types to create inclusive communities and economically diverse neighborhoods. Lastly Policy HE-2.5 of the Housing Element supports diverse types, prices, and sizes of housing.

- 2. The proposed project conforms to all applicable requirements of the zoning and subdivision codes as well as other applicable City ordinances.

The project is consistent with the development standards specified within the project's proposed Specific Plan (SP No. 5), including land use, height, minimum development site area, building frontages, publicly accessible open space, private/common open space, building setbacks, and parking and access. Further, the access and egress for the Project has been thoroughly review by the Public Works Agency for compliance with all applicable development standards.

3. The project site is physically suitable for the type and density of the proposed project.

There are no physical constraints on the site that would preclude development. The proposed site consists of approximately 41 acres of land and is physically suitable for the proposed development. The lot size, density, width, and lot coverage are consistent with the existing surrounding properties in the neighborhood and with proposed Specific Plan (SP No. 5) development standards.

4. The design and improvements of the proposed project will not cause substantial environmental damage or substantially and avoidably injuries to fish or wildlife of their habitat.

The design and improvements of the proposed project will not cause substantial environmental damage or substantially and avoidably injure fish and wildlife or their habitat. The project is located in an urbanized area, and there are no known fish or wildlife populations existing on the project site. Therefore, the proposed subdivision will not cause any substantial environmental damage or substantially and avoidably injure fish and wildlife or their habitat.

5. The design or improvements of the proposed project will not cause serious public health problems.

The design or improvements of the proposed project will not cause serious health problems. The subdivision will not have any detrimental effects upon the general public. The property will include necessary utilities and infrastructure improvements as required by the SAMC and SMA.

6. The design or improvements of the proposed project will not conflict with easements necessary for public access through or use, of property within the proposed project.

The design and improvements of the project will not conflict with easements necessary for public access or use of the property within the proposed project. In addition, the CC&Rs will ensure reciprocal access rights and maintenance agreements between properties.

Section 2. The City prepared a Draft Supplemental Environmental Impact Report (“SEIR”) that analyzed the Project’s environmental impacts in accord with the California Environmental Quality Act (Public Resources Code, §§ 21000 et seq., “CEQA”), the regulations promulgated thereunder (14 Cal. Code of Regulations, §§ 15000 et seq., the “CEQA Guidelines”), and the City’s Local CEQA Guidelines. The Draft SEIR was made available for public review for 45 days between July 6, 2023 and

August 21, 2023. The document was made available online at the City of Santa Ana website and available for review at City Hall and the City of Santa Ana Public Library in hard copy form. In response to comments received on the Draft SEIR, the City prepared a Final SEIR and released it to the public on August 1, 2024. The Final SEIR in the City Council Resolution for FEIR No. 2020029087 is incorporated herein by reference. The City Council Resolution for FEIR No. 2020029087 recommends certification of the Final SEIR, adoption of findings under CEQA, and adoption of the Mitigation Monitoring and Reporting Program and the Statement of Overriding Considerations, and among other things, properly assesses the environmental impact of the Project in accordance with CEQA. This Resolution incorporates by reference the environmental findings and analysis set forth in the City Council Resolution for FEIR No. 2020029087 as if fully set forth herein.

Section 3. The City Council of the City of Santa Ana, after conducting the public hearing, hereby approves VTTM No. 2023-01, as conditioned in Exhibit A, attached hereto and incorporated herein for the Project at the Project Site, and as illustrated and attached hereto and incorporated herein as Exhibit B. This decision is based upon the evidence submitted at the above said hearing, which includes, but is not limited to: The Request for City Council Staff Report dated September 17, 2024, and exhibits attached thereto; and the public testimony, written and oral, all of which are incorporated herein by this reference.

Section 4. This Resolution shall not be effective unless and until the City Council Resolution for FEIR No. 2020029087, the City Council Ordinance for Development Agreement No. 2023-02, the City Council Ordinance for Amendment Application No. 2023-03, and the City Council Resolution to overrule of Orange County John Wayne Airport Land Use Commission's determination of inconsistency for the project are adopted and become effective. If said resolutions and ordinances are for any reason held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, or otherwise do not go into effect for any reason, then this Resolution shall be null and void and have no further force and effect.

Section 5. The documents and materials associated with this Resolution that constitute the record of proceedings on which these findings are based are located at Santa Ana City Hall, 20 Civic Center Plaza, Santa Ana, CA 92701. The Planning Manager is the custodian of records for the record of proceedings.

Section 6. Pursuant to Government Code Section 66020, the Applicant may protest the imposition of fees, dedications, reservations, or other exactions imposed on this development project by taking the necessary steps and following the procedures established by Sections 66020 through 66022 of the California Government Code.

Section 7. The Applicant shall indemnify, protect, defend and hold the City and/or any of its officials, officers, employees, agents, departments, agencies, authorized volunteers, and instrumentalities thereof, harmless from any and all claims, demands, lawsuits, writs of mandamus, and other and proceedings (whether legal, equitable, declaratory, administrative or adjudicatory in nature), and alternative dispute resolution procedures (including, but not limited to arbitrations, mediations, and such

other procedures), judgments, orders, and decisions (collectively "Actions"), brought against the City and/or any of its officials, officers, employees, agents, departments, agencies, and instrumentalities thereof, that challenge, attack, or seek to modify, set aside, void, or annul, any action of, or any permit or approval issued by the City and/or any of its officials, officers, employees, agents, departments, agencies, and instrumentalities thereof (including actions approved by the voters of the City) for or concerning the Project, whether such Actions are brought under the Ralph M. Brown Act, California Environmental Quality Act, the Planning and Zoning Law, the Subdivision Map Act, Code of Civil Procedure sections 1085 or 1094.5, or any other federal, state or local constitution, statute, law, ordinance, charter, rule, regulation, or any decision of a court of competent jurisdiction. It is expressly agreed that the City shall have the right to approve the legal counsel providing the City's defense, and that Applicant shall reimburse the City for any costs and expenses directly and necessarily incurred by the City in the course of the defense. City shall promptly notify the Applicant of any Action brought and City shall cooperate with Applicant in the defense of the Action.

Section 8. If any section, subsection, sentence, clause, phrase, or portion of this Resolution 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 Resolution. The Planning Commission of the City of Santa Ana hereby declares that it would have adopted this Resolution and each section, subsection, sentence, clause, phrase, or portion thereof irrespective of the fact that any one or more sections, subsections, sentences, clauses, phrases, or portions be declared invalid or unconstitutional.

ADOPTED this 17th day of September, 2024. :

Valerie Amezcua
Mayor

APPROVED AS TO FORM:
Sonia R. Carvalho, City Attorney

By: Laura A. Rossini
Laura A. Rossini
Chief Assistant City Attorney

AYES:	Councilmembers:
NOES:	Councilmembers:
ABSTAIN:	Councilmembers:
NOT PRESENT:	Councilmembers:

CERTIFICATE OF ATTESTATION AND ORIGINALITY

I, Jennifer L. Hall, City Clerk, do hereby attest to and certify the attached Resolution No. 2024-XXX to be the original resolution adopted by the City Council of the City of Santa Ana on September 17, 2024.

Date: _____

Jennifer L. Hall
City Clerk
City of Santa Ana

A Vesting Tentative Tract Map (VTTM No. 2023-01) has been processed concurrently with this Specific Plan. The VTTM will create the basis for the legal lots for each development Block, rights-of-way dedications, and landscape lots as well as airspace lots for parking structures. In addition, the VTTM includes a table of anticipated airspace lots to define vertical volumes specific to use and/or to define separate interests. So long as the final mapping does not include more lots than anticipated determined across the Specific Plan area, a finding of substantial conformance can be made. See **Appendix D** of VTTM No. 2023-01 for a table of anticipated airspace lotting.

In accordance with the subdivision map, the owner shall be subject to the following standards and conditions:

1. Record all legal documents for street dedications along Bristol Street, Plaza Drive, MacArthur Boulevards, Sunflower Avenue, Callens Commons, and all other interior streets/drive aisles that intersect with public streets in a form agreeable to the City of Santa Ana.
2. Comply with all applicable recommendations as identified by the Traffic Circulation Analysis (TCA) dated June 28, 2023.
3. Complete an approved preliminary Water Quality Management Plan (WQMP) approved by the Public Works Agency.
4. Obtain an approval from Republic Services and the City on trash circulation and collection.
5. Public improvements shall be completed in phases. Timing of improvements shall be as described in condition titled "Timing of Improvements and Project Phasing" below.
6. Water Main. Owner shall construct, at their sole expense, new public water mains, sized in accordance with hydraulic recommendations approved by the Water Resources Manager on Plaza Drive between MacArthur and Callens Commons.

Owner shall construct, at their sole expense, new public water main within the Property in Bristol Paseo between W. MacArthur Boulevard and Sunflower Avenue and Callens Common between Plaza Drive and Bristol Street as necessary to supply the project and as shown on the Vesting Tentative Tract Map.

7. Sanitary Sewers. Owner shall construct, at their sole expense, new connections and public sanitary sewer on Sunflower Avenue to convey project wastewater to a new Orange County Sanitation District manhole and trunk lines as required and allowed by Orange County Sanitation District.
8. Public Street Lights: Owner shall construct, at their sole expense, new public streetlights, including underground conduit and wiring, immediately along the

Project's frontage on the west side of Bristol Street between Sunflower Avenue and MacArthur Boulevard, along the north side of Sunflower Avenue between Bristol Street and western edge of the property, along the south side of MacArthur Boulevard between Plaza Drive and Bristol Street, and along the east side of Plaza Drive immediately along the Project frontage. Such new public street lights shall be constructed in a phased manner to correspond to the phasing of the Project and consistent with the phasing of the public street improvements.

9. Street Medians. As specified on the Vesting Tentative Tract Map, Owner shall modify, at their sole expense, the public street medians along Bristol Street between Sunflower Avenue and MacArthur Blvd, along Sunflower Avenue between Bristol Street and the western edge of the Property, along Plaza Drive between MacArthur and Callens Common, and construct new medians on MacArthur Boulevard between Plaza Drive and Bristol Street. Medians shall be constructed in a phased manner to correspond to the phasing of the Project and consistent with the phasing of the public street improvements.
10. Bike Lanes. Owner shall, at their sole expense, stripe Class II buffered bike lanes along the project's frontage on the west side of Bristol Street between Sunflower Avenue and MacArthur Boulevard, along the north side of Sunflower Avenue between Bristol Street and western edge of the property, along the south side of MacArthur Boulevard between Plaza Drive and Bristol Street as shown on the Vesting Tentative Tract Map. Bike lanes shall be installed in a phased manner to correspond to the phasing of the Project and consistent with the phasing of the public street improvements.
11. Sidewalks. Owner shall reconstruct, at their sole expense, the sidewalks immediately along the Project's frontage on the west side of Bristol Street between Sunflower Avenue and MacArthur Boulevard, along Sunflower Avenue between Bristol Street and western edge of the property, along MacArthur Boulevard between Plaza Drive and Bristol Street, and along the east side of Plaza Drive immediately along the Project frontage, as shown on the Vesting Tentative Tract Map. Sidewalks shall be installed in a phased manner to correspond to the phasing of the Project and consistent with the phasing of the public street improvements.
12. Street Improvements. Owner shall construct, at their sole expense, new curb and gutter along the project's frontage on the west side of Bristol Street between Sunflower Avenue and MacArthur Boulevard, along the north side of Sunflower Avenue between Bristol Street and western edge of the property, along the south side of MacArthur Boulevard between Plaza Drive and Bristol Street, and along the east side of Plaza Drive immediately along the Project frontage, as shown on the Vesting Tentative Tract Map. Curb and gutter shall be installed in a phased manner to correspond to the phasing of the Project and consistent with the phasing of the public street improvements.

Owner shall complete full depth street trench restoration with all utility trench work

per standard plans or approved street improvement plans.

Owner shall apply slurry seal with REAS Type II slurry along the project's frontage to mitigate roadway damages due to construction and repair any major street defects twice during project buildout. Additionally, Owner shall perform full depth street restoration from the new curb and gutter to the edge of the first vehicle lane line (to fully include the vehicle lane closest to curb) along the project frontage and perform a 3" grind and overlay of the following street limits (inclusive of all intersections):

- a. Bristol Street: Southbound lanes between MacArthur Boulevard and Sunflower Avenue
- b. Sunflower Avenue: Westbound lanes between Bristol Street and westerly property boundary
- c. MacArthur Boulevard: Eastbound lanes between Plaza Drive and Bristol Street
- d. Plaza Drive: Northbound lanes immediately along Project frontage

Timing of improvements shall be as described in condition titled "Timing of Improvements and Project Phasing" below.

13. New and Modified Traffic Signals. Owner shall construct or modify traffic signals immediately surrounding the project boundaries, at their sole expense, as follows:
- a. Bristol Street at MacArthur Boulevard. Modify existing traffic signal to accommodate the intersection improvements. Remove and salvage existing impacted traffic signal poles and replace with new traffic signal poles to standard. Install new City approved controller and cabinet. Install video detection camera system for entire intersection. Install accessible pedestrian system ("APS") for entire intersection. Install new CCTV camera per City specifications and any associated appurtenances as conceptually illustrated in Exhibit A, attached.
 - b. Bristol Street at Callens Common. Modify existing traffic signal to accommodate the intersection improvements. Remove and salvage existing impacted traffic signal poles and replace with new traffic signal poles to standard. Install new City approved controller and cabinet. Install video detection camera system for entire intersection. Install APS for entire intersection. Install new CCTV camera per City specifications and any associated appurtenances as conceptually illustrated in Exhibit B, attached.
 - c. Bristol Street at Sunflower Avenue. Modify existing traffic signal to accommodate the intersection improvements. Remove and salvage existing impacted traffic signal poles and replace with new traffic signal poles to standard. Install new City approved controller and cabinet. Install

- video detection camera system for entire intersection. Install APS for entire intersection. Install new CCTV camera per City specifications and any associated appurtenances as conceptually illustrated in Exhibit C, attached.
- d. MacArthur Boulevard at Plaza Drive. Modify existing traffic signal to accommodate the intersection improvements. Remove and salvage existing impacted traffic signal poles and replace with new traffic signal poles to standard. Install new City approved controller and cabinet. Install video detection camera system for entire intersection. Install APS for entire intersection. Install new CCTV camera per City specifications and any associated appurtenances as conceptually illustrated in Exhibit D, attached.
 - e. Plaza Drive at Callens Common. Install new traffic signal including traffic signal poles, controller cabinet, meter pedestal, conduit, wiring, video detection system, APS, CCTV camera per City specifications, emergency vehicle preemption, signage, and fiber optic communication system to connect to City of Santa Ana traffic signal network and any associated appurtenances as conceptually illustrated in Exhibit E, attached.
 - f. Bristol Street at Existing Driveway. Install new traffic signal including traffic signal poles, controller cabinet, meter pedestal, conduit, wiring, video detection system, APS, CCTV camera per City specifications, emergency vehicle preemption, signage, and fiber optic communication system to connect to City of Santa Ana traffic signal network and any associated appurtenances as conceptually illustrated in Exhibit F, attached.
 - g. Sunflower Avenue at Proposed Driveway. Install new traffic signal including traffic signal poles, controller cabinet, meter pedestal, conduit, wiring, video detection system, APS, CCTV camera per City specifications, emergency vehicle preemption, signage, and fiber optic communication system to connect to City of Santa Ana traffic signal network and any associated appurtenances as conceptually illustrated in Exhibit G, attached.
14. Timing of Improvements and Project Phasing. The Development is proposed to be constructed in 3 consecutive phases as shown on Figure 6-2 (Conceptual Phasing Plan) of the Specific Plan. Construction and completion of all public improvements described shall commence and be completed in a phased manner to correspond to the phasing of the Project as follows:
- a. Phase I – Southerly half of project (south of proposed Callens Common).
 - i. Prior to issuance of building permit for the first Implementing Project on Phase I, Owner shall:
 - 1. Submit public improvement plans and a deposit/bond for all public improvements on Sunflower Avenue, between Bristol Street and western edge of the property, and Bristol Street between Sunflower Avenue and Callens Common.
 - ii. Prior to issuance of final Certificate of Occupancy of 50% or more of the residential units allowed for Phase I, or any final Certificate of Occupancy on Phase II or III, Owner shall:

1. Complete construction of sewer, medians, curb & gutters, sidewalk and street lights on Sunflower Avenue, between Bristol Street and western edge of the property, and Bristol Street between Sunflower Avenue and Callens Common.
 2. Complete construction of traffic signal improvements on Sunflower Avenue and Bristol Street between Sunflower and Callens Common inclusive of the intersection of Bristol/Sunflower and Bristol/Callens Common.
- iii. Prior to issuance of final Certificate of Occupancy for the final Implementing Project on Phase I or any final Certificate of Occupancy on Phase II or III, Owner shall:
 1. Upon completion of utilities, and street improvements, Owner shall slurry seal with REAS Type II slurry and stripe, including Class II bike lane, westbound lanes on Sunflower Avenue between Bristol Street and western edge of the property and southbound lanes on Bristol from Callens Common to Sunflower Avenue.
- b. Phase II – Northeast quadrant of project (north of proposed Callens Common).
 - i. Prior to issuance of building permit for the first Implementing Project on Phase II, Owner shall:
 1. Submit public improvement plans and a deposit/bond for all public improvements on Bristol Street from Callens Commons to MacArthur Boulevard and on MacArthur Boulevard from Bristol Street to proposed Private Drive (Bristol Paseo).
 - ii. Prior to issuance of final Certificate of Occupancy for the second Implementing Project on Phase II, or any Certificate of Occupancy on Phase III, Owner shall:
 1. Complete construction of medians, bike lanes, curb & gutters, sidewalk and street lights on Bristol Street between Callens Common and MacArthur Boulevard as well as on MacArthur Boulevard from Bristol Street to Private Drive (Bristol Paseo).
 2. Complete construction of traffic signal improvements at Bristol Street and MacArthur Boulevard intersection.
 - iii. Prior to issuance of final Certificate of Occupancy for the final Implementing Project on Phase II, or any final Certificate of Occupancy on Phase III, Owner shall:
 1. Upon completion of utilities, and street improvements, Owner shall slurry seal with REAS Type II slurry and stripe including Class II bike lanes, southbound lanes on Bristol Street between Callens Common and MacArthur Boulevard and eastbound lanes on MacArthur Boulevard between Bristol

Street and Private Drive (Bristol Paseo).

2. Repair any pavement damaged or worn from construction activities on Sunflower Avenue, Bristol Street, MacArthur Boulevard or Plaza Drive.

c. Phase III – Northwest quadrant of the project (north of Callens Common)

i. Prior to issuance of building permit for the first Implementing Project on Phase III, Owner shall:

1. Submit public improvement plans and a deposit/bond for all public improvements on MacArthur Boulevard between Private Drive (Bristol Paseo) and Plaza Drive and on Plaza Drive from MacArthur Boulevard to southerly project limits.

ii. Prior to issuance of final Certificate of Occupancy of 50% or more of the residential units allowed for Phase III, Owner shall:

1. Complete construction of water main, medians, bike lanes, curb & gutters, sidewalk and street lights on MacArthur Boulevard between Private Drive (Bristol Paseo) and Plaza Drive and on Plaza Drive from MacArthur Boulevard to southerly project limits.
2. Complete construction of remaining traffic signal improvements.

iii. Prior to issuance of final Certificate of Occupancy for the final Implementing Project on Phase III, Owner shall:

1. Repair any pavement damaged or worn from construction activities on streets fronting project limits.
2. If Phase III does not receive a building permit for its first Implementing Project within 3 years of the final Certificate of Occupancy for the final Implementing Project in Phase II, or if the building permit for any Implementing Project in Phase III is not issued within 3 years of the final Certificate of Occupancy of the prior Implementing Project in Phase III, Owner must proceed to complete final street improvements consisting of full depth street restoration from the new curb and gutter to the edge of the first vehicle lane line along the project frontage and 3" grind and overlay of the half streets fronting the project limits (inclusive of all intersections), including restriping with Class II bike lanes on Sunflower Avenue and Bristol Street.

- a. If Owner completes these final street improvements because Phase III did not receive a building permit for the first Implementing Project within 3 years of the final Certificate of Occupancy for the final Implementing Project on Phase II, and Owner proceeds to complete Phase III at a future date, or if the building permit for an

Implementing Project in Phase III was not issued within 3 years of the final Certificate of Occupancy of the prior Implementing Project in Phase III, then prior to issuance of final Certificate of Occupancy for the final Implementing Project on Phase III, Owner shall complete 3" grind and overlay of the half streets fronting the project limits (inclusive of all intersections), including restriping with Class II bike lanes on MacArthur Boulevard.

- b. Otherwise, prior to issuance of final Certificate of Occupancy for the final Implementing Project on Phase III, Owner shall complete full depth street restoration from the new curb and gutter to the edge of the first vehicle lane line along the project frontage and 3" grind and overlay of the half streets fronting the project limits (inclusive of all intersections), including restriping with Class II bike lanes on MacArthur Boulevard.

- d. Public improvements constructed in Phases shall be designed to accommodate appropriate transitions between Phases in a manner that ensures the safety of the traveling public. Temporary improvements shall be designed and built in accordance with all City standards. Detailed engineered plans for all improvements must be submitted to the Public Works Agency for review and approval. As part of the project's phasing, the following will apply:

- i. Maintain ADA pedestrian paths between each Project phase (as contemplated by the Development Approvals) throughout the development project and along the perimeter public streets of the project.
- ii. Maintain bikeway connectivity between each Project phase (as contemplated by the Development Approvals) throughout the development project and along the perimeter public streets of the project.

- 15. Traffic Signal Fair Share: Owner shall contribute a fair share contribution for the following traffic signal projects:

- a. Flower Street at MacArthur Boulevard.
 - i. Related Bristol Proportionate Share: 17.99%.
 - ii. Modify traffic signal to add left-turn signal for the NB and SB directions including new traffic signal poles, controller cabinet, conduit, wiring, pedestrian & bike detection, signage, fiber optic communication system.
 - iii. Timing of Payment: Payment to be made to the City upon issuance of building permits for first development project for southerly Phase (Phase I) of the Project.

- b. Intersection of Fairview Street at Segerstrom Avenue
 - i. Restripe to provide an exclusive WB right turn lane and eliminate the existing street parking.
 - ii. Owner Proportionate Share: 2.51%.
 - iii. Timing of Payment: Payment to be made to the City upon issuance of building permits for first development project for northerly Phase (Phase II) of the Project.
 - c. Intersection of Bristol Street at Segerstrom Avenue
 - i. Restripe to provide exclusive NB right turn lane
 - ii. Owner Proportionate Share: 6.70%.
 - iii. Timing of Payment: Payment to be made to the City upon issuance of building permits for first development project for northerly Phase (Phase II) of the Project.
 - d. Intersection of Main Street and MacArthur Boulevard
 - i. Owner Proportionate Share: 15.65%.
 - ii. Modify the traffic signal to provide NB and SB right-turn overlap phasing.
 - iii. Timing of Payment: Payment to be made to the City upon issuance of building permits for first development project for northerly Phase (Phase II) of the Project.
 - e. SR-73 NB Off Ramp at Bear Street
 - i. Related Bristol Proportionate Share: 6.31%.
 - ii. Scope: Restripe the NB off-ramp to convert the existing left-turn lane to a shared left/right lane.
 - iii. Timing of Payment: Payment to be to the City prior to issuance of building permits for the first development project in Phase III (last phase) of the Project.
 - f. Flower Street at Segerstrom Avenue/Dyer Road
 - i. Related Bristol Proportionate Share: 4.10%.
 - ii. Scope: Modify traffic signal to add left-turn signal for the NB and SB directions including new traffic signal poles, controller cabinet, conduit, wiring, pedestrian & bike detection, signage, fiber optic communication system.
 - iii. Timing of Payment: Payment to be to the City prior to issuance of building permits for the first development project in Phase III (last phase) of the Project.
16. Plans & Standards. All public improvements will require engineered plans to be approved by the Public Works Agency and permits issued for such improvements. Improvements will be in conformance with City standards, rules and regulations in place at time of plan approvals.
17. Right of Way Maintenance Agreement. Owner shall enter into a Right of Way maintenance agreement, conforming to the City's standard Right of Way maintenance agreement. Through the agreement, Owner agrees to maintain the new public sidewalks, parkways, irrigation, landscaping, trees, furnishings, waste

receptacles, weed abatement, graffiti removal and vandalism, specialty pavement, and specialty lighting above and beyond standard street lights along the Project's frontage on Bristol Street, Sunflower Avenue, MacArthur Boulevard and Plaza Drive. Owner may elect to, but is not obligated to, install specialty lighting above and beyond standard street lights along the Project's frontage on Bristol Street, Sunflower Avenue, MacArthur Boulevard and Plaza Drive. If Owner installs standard street lights, City shall operate and maintain same at City's cost. If Owner installs specialty lighting, Owner shall operate and maintain same at Owner's cost. The Right of Way maintenance agreement shall not obligate Owner to maintain any street medians, street signals, street signs, nor to remove City's obligation to provide police and public safety monitoring and/or enforcement on the public sidewalks and medians.

18. Impact Fees. Prior to receiving building permits for each individual building, Developer shall pay all development impact fees associated with each building that is the subject of said building permit.
19. Public Improvement Guarantee Bonds/Deposit. Prior to receiving building permits for the first Implementing Project on each Phase, Developer shall submit to the City either a cash deposit or public improvements agreement and bond in the amount of the cost of public improvements per each Phase of the project. The total amount will be in accordance with the Developer's engineer's cost estimate and approved by the Public Works Agency. The City will release deposit and/or bond as Owner completes related improvements to the City's satisfaction.

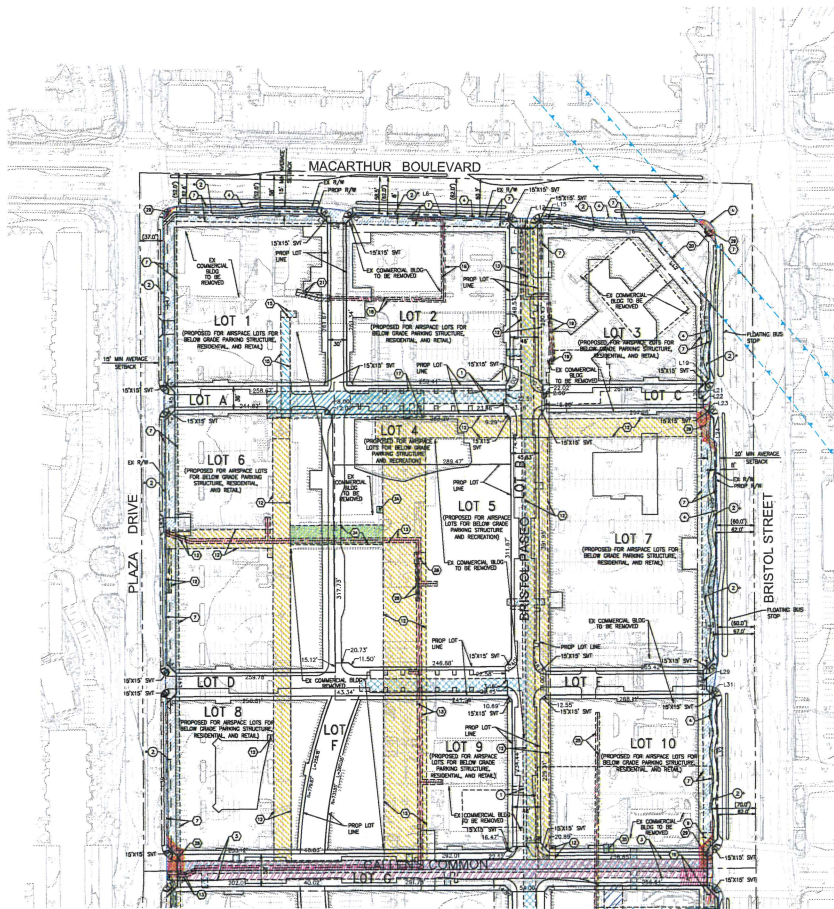
Additional, ongoing standards for the required subdivision include:

1. Any amendment to this tentative tract map must be submitted to the Planning Division and Public Works Agency for review. At that time, staff will determine if administrative relief is available or if the tentative tract map must be amended.
2. The project shall comply with all applicable mitigation measures as identified by the Mitigation Monitoring and Reporting Program of the Supplemental Environmental Impact Report (EIR) for the Related Bristol Specific Plan (SCH No. 2020029087).
3. The Applicant must submit Covenants, Conditions and Restrictions (CC&Rs) for the Project to the Planning Division for review and approval prior to the Final Map being recorded for any portion of phase of the Specific Plan area.
4. The Final Map must be approved and recorded prior to issuance of Certificate of Occupancy or permit finals for any building or structure on any phased final map portion of the subdivision area.

5. The Final Map and all improvements required to be made or installed by the subdivider must be in accordance with the design standards and specifications of the Santa Ana Municipal Code and the requirements of the State Subdivision Map Act.
6. Two copies of the recorded Final Map and CC&Rs shall be submitted to the Planning Division, Building Division, Public Works Agency and Orange County Fire Authority (OCFA) within 10 days of recordation.
7. A “Notice of Airport in Vicinity” shall be included in all lease/rental agreements, and the applicant shall post outdoor signage informing the public of the presence of operating aircraft, which demonstrates further compliance with the Orange County/John Wayne Airport Environs Land Use Plan and to minimize potential future noise complaints.
8. The applicant shall submit a construction phasing plan for each development within the Specific Plan area prior to the issuance of building permits for any grading, excavation, or above-ground construction. Said plan shall be accompanied by a site plan illustrating any phasing, temporary closures, construction material and equipment staging areas, construction hours, and other information as requested by the City for the benefit of understanding any temporary impacts resulting from construction activities.
9. The applicant shall record, as determined to be necessary, an aviation easement with the City of Santa Ana and the County of Orange in a template and form agreeable to the City of Santa Ana, the County of Orange, and the applicant, prior to issuance of building permits for above-ground construction.
10. The owner shall record one or more open space easements against the Property for the benefit of the City concurrent with the recordation of the subdivision maps that implement a given Project Phase or Development phase, as contemplated by the Project Approvals. Such easements shall not be retired until the property is no longer zoned by the Specific Plan, or zoned or used for residential purposes.

Exhibit B

Vesting Tentative Tract Map No. 2023-01



EASEMENT SCHEDULE (EXISTING)

ITEM NO.	GRANTEE	PURPOSE	REFERENCE	REMARKS	PROPOSED DISPOSITION	NOTES/DATE
1	CITY OF SANTA ANA	RECORDED UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971	SHOWN HEREON	ABANDON	
2	CITY OF SANTA ANA	RECORDED UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S. BOOK 1027 PAGE 417 REC. 12/12/1971, D.S.	SHOWN HEREON	PROTECT IN PLACE	
3	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S. BOOK 1027 PAGE 417 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
4	CITY OF SANTA ANA	TRAFFIC SIGNAL CONTROL	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	PROTECT IN PLACE	
5	CITY OF SANTA ANA	TRAFFIC SIGNAL CONTROL	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	PROTECT IN PLACE	
6	CITY OF SANTA ANA	PUBLIC UTILITIES & NON-RESIDENTIAL SURFACE EASEMENTS	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	ABANDON	
7	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
8	CITY OF SANTA ANA	RECORDED UTILITIES & NON-RESIDENTIAL SURFACE EASEMENTS	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
9	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
10	CITY OF SANTA ANA	EXCLUSIVE EASEMENT FOR TRAFFIC SIGNAL CONTROL	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	ABANDON	
11	SOUTHERN CALIFORNIA Edison	EXCLUSIVE EASEMENT FOR TRAFFIC SIGNAL CONTROL	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
12	PRIME WESTERN BANK AND TRUST	EXCLUSIVE EASEMENT FOR TRAFFIC SIGNAL CONTROL	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	PROTECT IN PLACE	
13	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
14	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
15	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	
16	CITY OF SANTA ANA	PUBLIC STREET & HIGHWAY	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	ABANDON	
17	CITY OF SANTA ANA	PUBLIC SERVICES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	ABANDON	
18	SOUTHERN CALIFORNIA Edison	PUBLIC UTILITIES	BOOK 1027 PAGE 408 REC. 12/12/1971, D.S.	SHOWN HEREON	OUTCLAM	

EASEMENT SCHEDULE (PROPOSED)

ITEM NO.	GRANTEE	PURPOSE	NOTES/DATE
1	CITY OF SANTA ANA	WATER MAINS	
2	CITY OF SANTA ANA	POCKETHOLE PUBLIC WORKS/MAINTENANCE	
3	CITY OF SANTA ANA	NON-RESIDENTIAL SURFACE EASEMENTS	

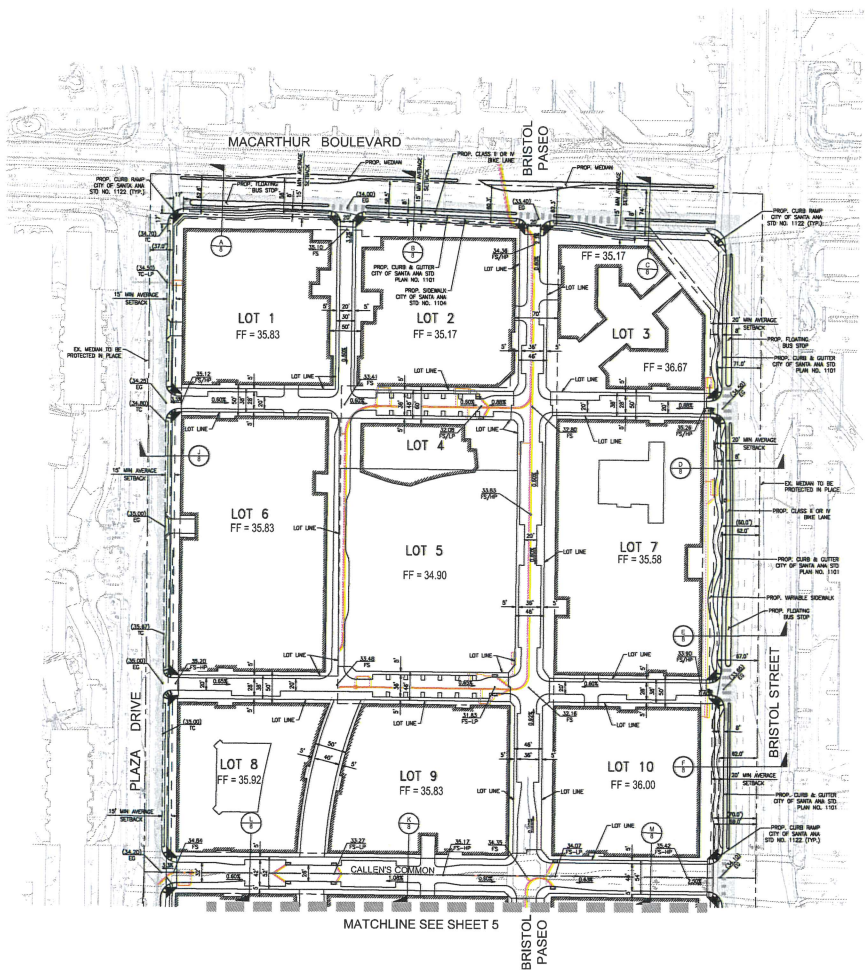
LINE TABLE		LINE TABLE		LINE TABLE		CURVE TABLE	
LINE #	LENGTH	BEARING	LINE #	LENGTH	BEARING	CURVE #	LENGTH
L1	80.18'	S88°07'41"E	L33	34.30'	S45°13'36"E	C1	28.80'
L2	24.24'	S42°49'32"E	L34	88.40'	S00°00'00"E	C2	43.87'
L3	28.40'	S87°00'00"E	L35	131.37'	S00°00'00"E	C3	54.80'
L4	24.24'	S42°49'32"E	L36	88.40'	S00°00'00"E	C4	28.80'
L5	24.24'	S42°49'32"E	L37	34.30'	S45°13'36"E	C5	28.80'
L6	34.30'	S87°00'00"E	L38	14.00'	S00°00'00"E	C6	31.80'
L7	34.30'	S87°00'00"E	L39	14.00'	S00°00'00"E	C7	31.80'
L8	34.30'	S87°00'00"E	L40	14.00'	S00°00'00"E	C8	31.80'
L9	34.30'	S87°00'00"E	L41	14.00'	S00°00'00"E	C9	31.80'
L10	34.30'	S87°00'00"E	L42	14.00'	S00°00'00"E	C10	31.80'
L11	34.30'	S87°00'00"E	L43	14.00'	S00°00'00"E	C11	31.80'
L12	34.30'	S87°00'00"E	L44	14.00'	S00°00'00"E	C12	31.80'
L13	34.30'	S87°00'00"E	L45	14.00'	S00°00'00"E	C13	31.80'
L14	34.30'	S87°00'00"E	L46	14.00'	S00°00'00"E	C14	31.80'
L15	34.30'	S87°00'00"E	L47	14.00'	S00°00'00"E	C15	31.80'
L16	34.30'	S87°00'00"E	L48	14.00'	S00°00'00"E	C16	31.80'
L17	34.30'	S87°00'00"E	L49	14.00'	S00°00'00"E	C17	31.80'
L18	34.30'	S87°00'00"E	L50	14.00'	S00°00'00"E	C18	31.80'
L19	34.30'	S87°00'00"E	L51	14.00'	S00°00'00"E	C19	31.80'
L20	34.30'	S87°00'00"E	L52	14.00'	S00°00'00"E	C20	31.80'
L21	34.30'	S87°00'00"E	L53	14.00'	S00°00'00"E	C21	31.80'
L22	34.30'	S87°00'00"E	L54	14.00'	S00°00'00"E	C22	31.80'

NO. DATE REVISIONS APP'D. Prepared for (Developer/Client): RCR BRISTOL, LLC
 SIGNED: [Signature] DRAWN: [Signature] PREPARED UNDER THE SUPERVISION OF: [Signature]
 11001 VAN CARMAN AVENUE, SUITE 200 IRVINE, CA 92618
 R.C.R. NO. 000401 EXP. DATE 09/25/2020

FUSCOE ENGINEERS
 10202 San Juan Capistrano Ave. SUITE 100
 SAN JUAN CAPISTRANO, CALIFORNIA 92675
 (949) 261-1100

VESTING TENTATIVE TRACT MAP
 VESTING TENTATIVE TRACT NO. 19272
 FOR AIRSPACE SUBDIVISION AND CONDOMINIUM PURPOSES
 RELATED BRISTOL
 SANTA ANA, CALIFORNIA

PROJECT NO. 22-019
 SHEET 2 of 10



LEGEND:

- PROPOSED R/W
- PROPOSED LOT LINE
- PROPOSED BLUE UNDERGROUND
- EXISTING R/W
- EXISTING CONTOURS
- CENTERLINE
- PROPOSED STORM DRAIN
- PROPOSED SEWER MANHOLE
- EXISTING STORM DRAIN
- PROPOSED SPOT CURVE
- PROPOSED MODULAR RETLAND SYSTEM
- PROPOSED WALL WITH ASPHALT PAVEMENT RECONSTRUCTION, THE TOP LAYER/SURFACE COURSE BEING ASPHALT RUBBER HOT MIX
- PROPOSED 2" ASPHALT PAVEMENT CURBS AND OVERLAY WITH ASPHALT RUBBER HOT MIX
- PROPOSED CORNER CUT-OFF REDUCED 1/4" AT THE CORNERS
- NOTED OTHERWISE

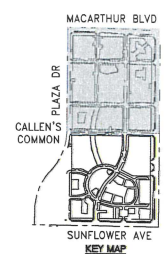
NOTES

1. EXISTENCE OF ALL PUBLIC IMPROVEMENTS SHALL BE DETERMINED BY CITY DESIGN.
2. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN.
3. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN.
4. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN. EXISTING STORM DRAIN IN LOT 10 SHALL BE REMOVED AND REPLACED WITH NEW STORM DRAIN.

CONCEPTUAL PUBLIC IMPROVEMENTS:

ITEM	QUANTITY	UNIT
CURBS AND GUTTERS	4,800	LF
STORM	4,800	LF
SEWER IMPROVEMENTS	1,200	LF
NEW CURB RETURN	27	EA
AT RESIDENT	116,000	SF
SEWER & GUTTER	146,000	SF
IMPROVED PAVED	25	EA

NOTE: QUANTITIES LISTED ABOVE ARE BASED ON CONCEPTUAL IMPROVEMENTS AND NOT FINAL. QUANTITIES WILL BE DETERMINED DURING DESIGN AND CONSTRUCTION.



NO.	DATE	REVISIONS	APPRO.

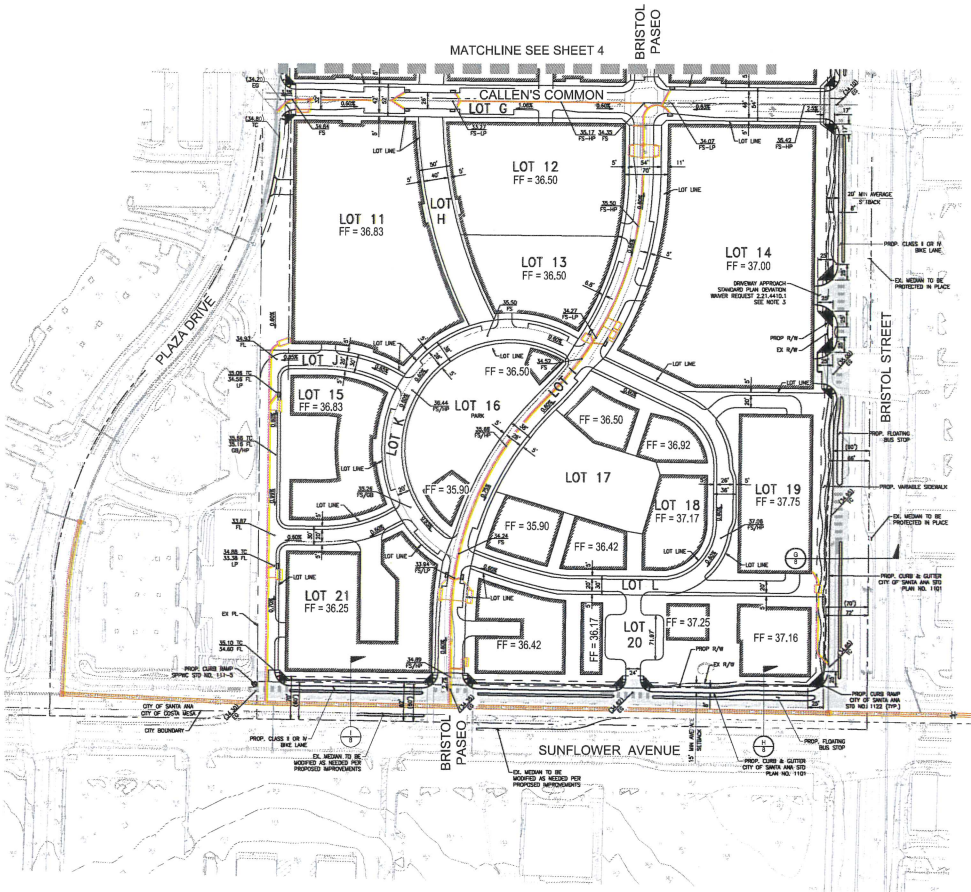
Prepared for:
RCR BRISTOL, LLC
18201 YORK CANYON
ARLINGTON, TEXAS 76010
940.360.7777

Prepared under the supervision of:
OSCAR BLANCO
SIGNATURE: *Oscar Blanco*
R.C.E. NO. 024841 EXP. DATE 09/30/2025



PRELIMINARY GRADING PLAN
VESTING TENTATIVE TRACT NO. 19272
FOR AIRSPACE SUBDIVISION AND CONDOMINIUM PURPOSES
RELATED BRISTOL
SANTA ANA, CALIFORNIA

PROJECT NO.
622,015
SHEET
4 of 10

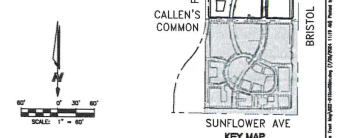


LEGEND:

- PROPOSED E/W
- PROPOSED LOT LINE
- PROPOSED BLDG UNDERGROUND
- EXISTING E/W
- EXISTING CONTOURS
- CENTERLINE
- PROPOSED STORM DRAIN
- PROPOSED STORM MANHOLE
- EXISTING STORM DRAIN
- EXISTING SPOT DRAIN
- PROPOSED MODULAR RETAINMENT SYSTEM
- PROPOSED FULL DEPTH ASPHALT PAVEMENT RECONSTRUCTION, THE TOP LAYER/THICKNESS COURSE BEING ASPHALT RUBBER HOT MIX
- PROPOSED 2" ASPHALT PAVEMENT COURSE AND OVERLAY WITH ASPHALT RUBBER HOT MIX
- PROPOSED CORNER CUT-OFF REDUCED (CUT-OFF 10% UNLESS NOTED OTHERWISE)

NOTES

1. CONSTRUCTION OF ALL UTILITIES, UNDERGROUND SHALL BE IN ACCORDANCE WITH CITY ORDINANCES AND SPECIFICATIONS, AND ALL UTILITIES SHALL BE PROTECTED.
2. EXISTING UTILITIES LOCATED ABOVE PROPOSED ROADWAY, SHALL BE RELOCATED, DEEPENED, OR OTHERWISE IMPROVED TO MEET THE REQUIREMENTS OF THE CITY OF SANTA ANA, AND SHALL BE PROTECTED BY THE PROPOSED ROADWAY.
3. THE PROPOSED ROADWAY SHALL BE CONSTRUCTED TO MEET THE REQUIREMENTS OF THE CITY OF SANTA ANA, AND SHALL BE PROTECTED BY THE PROPOSED ROADWAY.
4. THE PROPOSED ROADWAY SHALL BE CONSTRUCTED TO MEET THE REQUIREMENTS OF THE CITY OF SANTA ANA, AND SHALL BE PROTECTED BY THE PROPOSED ROADWAY.
5. THE PROPOSED ROADWAY SHALL BE CONSTRUCTED TO MEET THE REQUIREMENTS OF THE CITY OF SANTA ANA, AND SHALL BE PROTECTED BY THE PROPOSED ROADWAY.

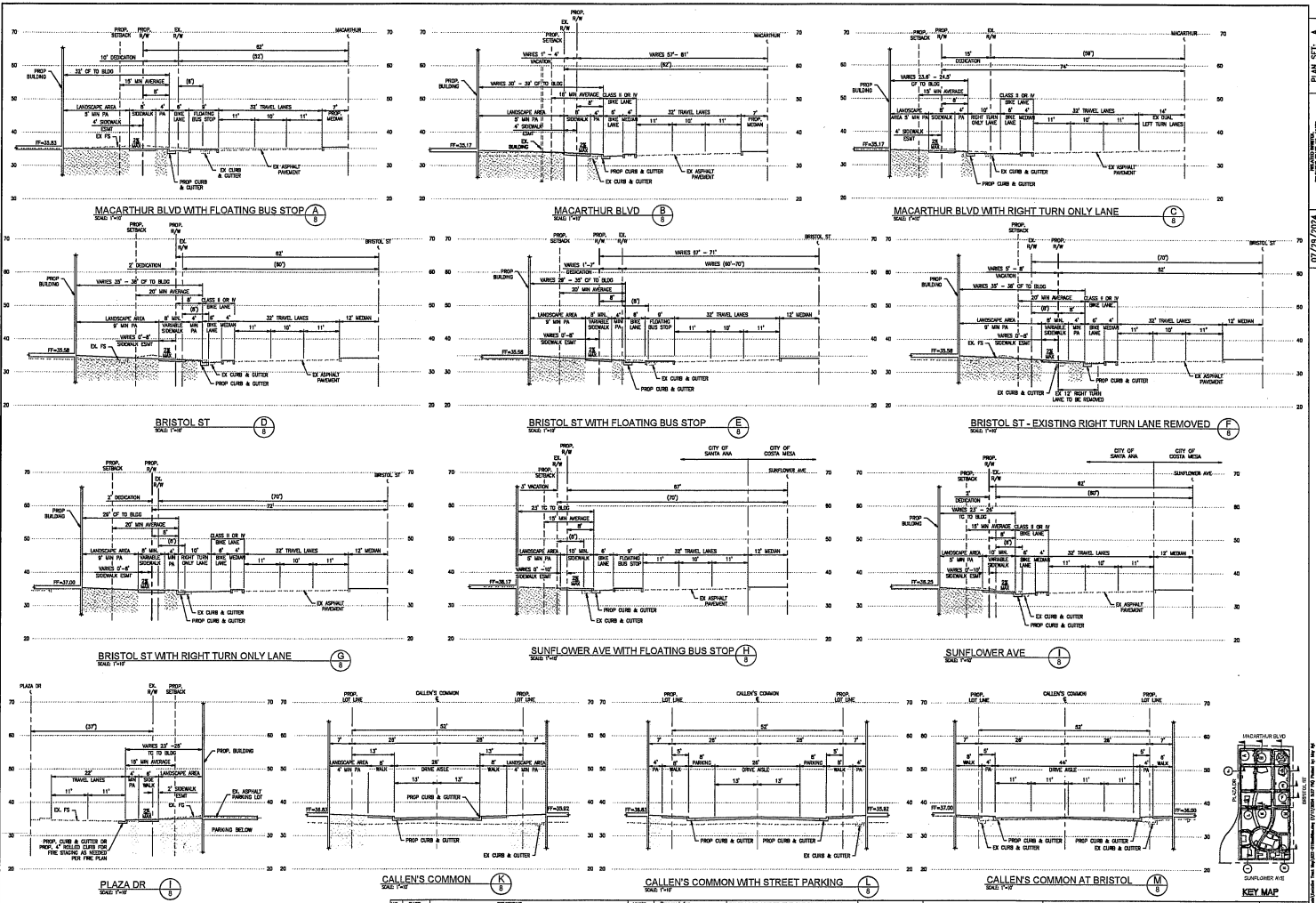


NO.	DATE	REVISIONS	APPROVED	PREPARED FOR	PREPARED UNDER THE SUPERVISION OF	PROJECT NO.
				FOR BRISTOL, LLC	OSCAR G. GARCIA	622-218
				10001 VAN CARMAN AVE., SUITE 100, SANTA ANA, CA 92705	R.C.E. NO. 08451 EXP. DATE 09/25/2025	SHEET
						5 of 10



FUSCOE ENGINEERING
 10001 Van Carman Ave., Suite 100
 Santa Ana, California 92705
 Phone: (714) 241-1111
 Fax: (714) 241-1112
 Website: www.fuscoe.com

PRELIMINARY GRADING PLAN
 VESTING TENTATIVE TRACT NO. 18272
 FOR AIRSPACE SUBDIVISION AND CONDOMINIUM PURPOSES
 RELATED BRISTOL
 SANTA ANA, CALIFORNIA



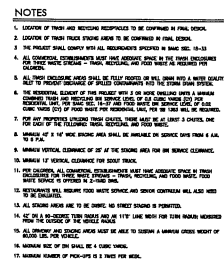
NO.	DATE	REVISIONS
1	07/29/2024	ISSUED FOR PERMIT

FOR BRISTOL, LLC
18001 VAN CANTER
SUITE 100
SANTA ANA, CA 92705
949.444.1234

PREPARED UNDER THE SUPERVISION OF:
SIGNED: [Signature]
DATE: 07/29/2024

OFUSCOE ENGINEERS
15333 Sycamore Ave. #100, Santa Ana, CA 92705
714.755.1234
ofuscoe.com

SECTIONS
VESTING TENTATIVE TRACT NO. 19272
FOR AIRSPACE SUBDIVISION AND CONDOMINIUM PURPOSES
RELATED BRISTOL
SANTA ANA, CALIFORNIA



PROJECT NO. 622.015
SHEET 0 - 10

