

CITY OF PARAMOUNT
LOS ANGELES COUNTY, CALIFORNIA

RESOLUTION NO. 22:021

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PARAMOUNT SETTING FORTH ITS FINDINGS OF FACT AND DECISION RELATIVE TO AN AMENDMENT TO CONDITIONAL USE PERMIT NO. 757, A REQUEST BY ALTAIR PARAMOUNT, LLC TO COMPLETE THE CONVERSION OF THE REFINERY TO MANUFACTURE ONLY RENEWABLE FUELS; CERTIFY THE FINAL SUBSEQUENT ENVIRONMENTAL IMPACT REPORT; APPROVE THE MITIGATION MONITORING AND REPORTING PROGRAM; AND ADOPT THE STATEMENT OF OVERRIDING CONSIDERATIONS AT 14700 DOWNEY AVENUE IN THE M-2 (HEAVY MANUFACTURING) ZONE

WHEREAS, the Planning Department of the City of Paramount has received an application from AltAir Paramount, LLC to modify Conditional Use Permit (CUP) No. 757 to complete the conversion of the refinery to manufacturing only renewable fuels at a higher throughput level (25,000 barrels per day) than the Original Renewable Fuels Project, to produce renewable jet fuel and diesel fuel from non-edible beef tallow and vegetable oils, at 14700 Downey Avenue in the M-2 (Heavy Manufacturing) zone; and

WHEREAS, on December 6, 2021, pursuant to the California Environmental Quality Act (CEQA), a Draft Subsequent Environmental Impact Report (DSEIR) was prepared and made available for public review from December 6, 2021 to February 3, 2022. A Notice of Completion and Availability of a DSEIR was posted with the State Clearing House, City Clerk, LA County Clerk, Paramount Library, on-site, and sent to responsible agencies. An electronic copy of the document was also posted on the City's website: <http://www.paramountcity.com/government/planning-department/planning-division/environmental-documents>

WHEREAS, on December 13, 2021, the City hosted a community workshop to present the findings of the Draft SEIR to members of the public. And, on January 5, 2022, the City hosted a meeting to receive oral comments on the Draft SEIR.

WHEREAS, on February 17, 2022, a Notice of Planning Commission public hearing was published in a newspaper of general circulation, and posted onsite and mailed to property owners and properties within a 500-foot radius of the project site.

WHEREAS, on February 23, 2022, the Final Subsequent Environmental Impact Report (FSEIR) and Mitigation Monitoring and Reporting Program (MMRP) for the project, incorporating comments received on the DSEIR, was published on the City's website.

WHEREAS, on March 2, 2022 the Planning Commission conducted a duly noticed public hearing and continued the item to a Planning Commission meeting on March 14, 2022; and

WHEREAS, at a meeting on March 14, 2022 the Planning Commission took additional public testimony on the application, and considered the FSEIR, MMRP, statement of overriding considerations, staff report, proposed conditions of approval, and public comment and other testimony submitted at the hearing; and

WHEREAS, the Planning Commission recommended that the City Council certify the Final SEIR and approve the amendment to the CUP.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF PARAMOUNT AS FOLLOWS:

SECTION 1. The above recitations are true and correct.

SECTION 2. The City Council finds that it has conducted all the public hearings necessary and in compliance with State Law and the Municipal Code of the City of Paramount.

SECTION 3. The City Council finds that all requirements of notice have been complied with pursuant to State Law and the Municipal Code.

SECTION 4. The City Council finds that the evidence presented does justify certification of the Final SEIR and recommends that the City Council adopt the following Findings for Approval of the AltAir Renewable Fuels Conversion Project:

1. The Final Subsequent Environmental Impact Report (Final SEIR State Clearing House [SCH]# 2020069013) dated February 2022 were presented to the City of Paramount City Council. All voting members of the City Council have reviewed and considered the information contained in the Final SEIR (SCH# 2020069013) and its appendices. All voting members of the City Council have reviewed and considered testimony at the City Council hearing and additional information presented at or prior to the public hearings. Pursuant to Public Resource Code § 21082.1(c)(3), the FSEIR reflects the independent judgment and analysis of the City as lead agency. The DSEIR and FSEIR were prepared by a consultant hired by the City and were reviewed and analyzed independently by the Planning staff and the Planning Commission. The City Council, which is the decision-making body of the City for the Project, has reviewed and considered the information contained in the FSEIR. Publication and public circulation of the DSEIR complied with the requirements of CEQA. Comments were received during the public review period, all of which have been addressed and responded to in the FSEIR. No "significant new information," within the meaning of CEQA Guidelines Section 15088.5, was added to the DSEIR after the public comment period, and as such, no recirculation was required pursuant to Public Resources Code Section 21092.1. The City Council certifies the Final SEIR for the purpose of approving the modification to CUP No. 757.
2. The City of Paramount City Council finds that the Final SEIR (SCH# 2020069013), dated February 2022, constitutes a complete, accurate, adequate, and good faith effort at full disclosure under CEQA. The City of Paramount City Council further finds that the Final SEIR and appendices dated February 2022 have been completed in compliance with CEQA.
3. The City of Paramount City Council has considered significant impacts remaining after application of all feasible mitigation measure(s), and has reviewed the alternatives identified in the Final SEIR, including the appendices and responses to comments. In adopting these findings on alternatives for the Project, the City considers only those significant environmental impacts that cannot be avoided or substantially lessened through implementation of mitigation measures. The SEIR concluded that the Proposed Project will result in unavoidable significant direct impacts as described in Section 5 below. Accordingly, the City has considered the three alternatives to the Proposed Project analyzed in the SEIR: (1) the No Project Alternative; (2) the Relocated Gas Pipeline Alternative; and (3) the Pipeline Transportation of Refinery Products Alternative. Detailed information and analysis concerning these alternatives are set forth in the Final SEIR in Section 5.3.2, Chapter 5. The City finds these alternatives are not feasible. While some of the Project's potentially significant impacts are reduced under the alternatives, none of the alternatives eliminate the Project's potentially significant impacts, as shown in the Final SEIR Table 5.2. Additionally, none of these alternatives meet all of the Project objectives, and thus would not provide the City and the region with all of the benefits described below in the Statement of Overriding Considerations in Section 7.
4. The documents and other materials which constitute the record of proceedings upon which this decision is based are in the custody of the City Clerk of the City of Paramount, located at 16400 Colorado Avenue, Paramount, California 90723.

SECTION 5. The Final SEIR (SCH# 2020069013) for the AltAir Renewable Fuels Conversion Project identifies the following five environmental impacts which cannot be fully mitigated to a level of insignificance and are therefore considered unavoidable (Class I):

- i) Impact AQ.1: The Project would generate emissions during construction that could exceed the South Coast Air Quality Management District (AQMD) thresholds;
- ii) Impact AQ.2: The Project would generate operational emissions that could exceed the South Coast AQMD thresholds;
- iii) Impact HM.3. The Project transportation of materials by truck, rail, marine barge and pipeline could create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment;
- iv) Impact N.2: Operation: The Project would result in the generation of an increase in ambient noise levels in the vicinity of the Project; and
- v) Impact EJ.1: The Project would disproportionately affect minority and low-income populations at levels exceeding the corresponding median for the County in which the Project is located.

While impacts will be somewhat lessened because the Applicant has agreed to incorporate into the Project a number of measures that would reduce the impact, and a number of mitigation measures are included in the Final SEIR that would further mitigate the impact, they will remain significant and unavoidable.

To the extent the impacts remain significant and unavoidable with mitigation, such impacts are acceptable when weighed against the overriding social, economic, legal, technical, and other considerations set forth in the Statement of Overriding Considerations included herein. Feasible changes or alterations have been required in, or incorporated into, the approved Project which avoid or substantially lessen the significant environmental effects to the maximum extent feasible, as discussed below.

Air Quality. Impact AQ.1 is generated due to the large numbers of construction equipment and the intensity of the work effort to modify the refinery. The South Coast AQMD has thresholds associated with pollutant emissions for both regional and local impacts. The Project would exceed both regional and localized thresholds even with mitigation of the cleanest construction equipment available. Impact AQ.2 is generated due to the large increase in truck and rail transportation required under the Project. Historically, crude oil supplied to the refinery was transported in pipelines, and product produced by the refinery was transported in pipelines. With the Project, the amount of materials transported by truck and rail would substantially increase, thereby exceeding the South Coast AQMD thresholds for regional impacts. The South Coast AQMD thresholds for localized impacts would not be exceeded.

Mitigation Measure AQ-1a requires that the Applicant develop and maintain a Construction Management Program for the Project that shall, at a minimum, incorporate the mitigation measures and Best Management Practices (BMPs) AQ-1a-1 through AQ-1a-12 detailed in Section 4.2.4.1 of the Final SEIR.

Mitigation Measure AQ-2a requires that the Applicant require that all contracts with trucking companies for the use of heavy-duty trucks (as per Department of Transportation gross vehicle weight rating greater than 26,000 lbs) specify the required use of 2017 model year trucks or newer in order to reduce NOx emissions.

Mitigation Measure AQ-2b requires that the Applicant fund a program to address the potential health effects of localized and regional NOx and VOC emissions in coordination and approval by the City of Paramount and the City of Bellflower. This effort shall include the performance measures AQ-2b-1 through AQ-2b-3 detailed in Section 4.2.4.2 of the Final SEIR.

Hazardous Materials and Risk of Upset. Under impact HM.3, the installation of a large natural gas pipeline 3.7 miles in length through heavily populated areas would introduce an additional hazard to the area and would be a significant and unavoidable Class I impact. Hazards associated with marine barge spills to the environment would also be a significant and unavoidable Class I impact. Hazards at the refinery would be slightly less than the hazards presented by the 2011 crude oil refinery.

No additional mitigation measures for hazards are required beyond regulatory requirements detailed in Section 4.4.2 of the Final SEIR.

Noise and Vibration. Impact N.2 is generated due to Project operation activities that produce an increase in daily and annual train traffic along the connection to the rail mainline located about one mile to the west of the refinery site. This increase in rail traffic would result in a substantial noise increase. Noise increases along the rail connection in daily Community Noise Equivalent Level (CNEL) and average annual CNEL levels would be substantial and potentially significant and unavoidable.

Mitigation Measure N-2a requires that the Applicant provide a detailed noise assessment indicating that Project operational noise will not exceed a 3 dBA increase at the areas to the north of the refinery.

Mitigation Measure N-2b requires that the Applicant submit to the City a Noise Monitoring and Management Plan prior to permit issuance. The Applicant shall conduct noise monitoring within one month of operations commencing and report the results to the City.

Mitigation Measure N-2c requires that the Applicant work with the railroad operator to implement limited train operations along the one-mile connection.

Environmental Justice. The Project would result in significant and unavoidable impacts to minority and low-income populations near the refinery and along the proposed natural gas pipeline route. These significant impacts are associated with air quality, transportation of hazardous materials, and noise. Mitigation Measures AQ-1a, AQ-2a, AQ-2b, AQ-5a, N-1a, N-1b, N-2a, N-2b, N-2c would be required, as well as regulatory requirements detailed in Section 4.4.2 of the SEIR. However, Project impacts to environmental justice communities would remain significant and unavoidable.

SECTION 6. The Final SEIR (SCH# 2020069013), dated February 2022, identified subject areas for which the Project is considered to cause or contribute to significant, but mitigable environmental impacts (Class II). For each of these Class II impacts identified in the Final SEIR, feasible changes or alterations have been required in, or incorporated into, the Project in the form of conditions of approval which avoid or substantially lessen the significant environmental effects to insignificance, as summarized below. The impacts and mitigation measures are more fully described below:

- i) **Aesthetics and Visual Resources.** The removal of existing equipment and the installation of new equipment would alter the skyline of the refinery, but would not change the visual character, which is an industrial facility surrounded by landscaping and a six-foot wall. Although the Project modifications would require a Zone Variance for height limits, the new structures would be consistent with existing equipment at the refinery.

Mitigation Measure A-4a, which was also required for the Original Renewable Fuels Project, requires that the Applicant ensure that appropriate light shielding is provided for any new lighting equipment as a means to limit glare and light trespass. With implementation of this mitigation measure, potential impacts related to aesthetics and light trespass would be less than significant with mitigation (Class II).

- ii) Air Quality. Consistency with rules, plans and policies promulgated by the South Coast AQMD are specifically determined through the application of the emissions thresholds, which define if a project has the potential to exceed an air quality standard. The Project could exceed both the construction and operational thresholds and produce a significant and unavoidable impact, which implies impacts AQ.1 and AQ.2 are not consistent with plans and policies. Therefore, the following mitigation measure is required to ensure the Project would not diminish an existing air quality rule or future compliance requirement.

Mitigation Measure AQ-5a requires that the Applicant monitor and maintain records on fuel usage, Higher Heating Values, data on truck and rail trips, and other metrics required to estimate emissions on an annual basis for at least three years. With implementation of this mitigation measure, potential impacts related to air quality rules would be less than significant with mitigation (Class II).

Maintaining information on the activities and emissions in parallel with the Final SEIR emissions calculations and ensuring that they agree will help to ensure that South Coast AQMD rules and regulations are followed and complied with.

- iii) Noise and Vibration. Project construction would result in the generation of a temporary increase in ambient noise levels in the vicinity of the Project.

Mitigation Measure N-1a requires the Applicant only perform construction activities at the refinery during the daytime between the hours of 7:00 a.m. and 8:00 p.m., including material and equipment delivery loading/unloading. This restriction shall be a note placed on all construction plans with signage placed at the construction site. For pipeline construction, no nighttime construction shall be allowed within 300 feet of a residence unless approved by the local jurisdiction.

Mitigation Measure N-1b requires that the Applicant produce a Noise Monitoring and Management Plan for construction, which is detailed in Section 4.7.4 of the Final SEIR.

- iv) Transportation and Circulation. The Project would generate heavy truck and rail trips in an area with a variety of land uses, including schools. Truck and rail activities have the potential to conflict with students walking to school as well as create additional congestion, cueing on area streets (backing up of trucks) and potential hazardous turning situations for trucks exiting/entering the refinery along Lakewood Boulevard or Somerset Boulevard. Both truck and rail traffic are anticipated to increase with the Project.

The Traffic Impact Analysis (Appendix F of the Final SEIR) indicates that restriping of the Lakewood Boulevard southbound lane would ensure that vehicles turning right onto Somerset Boulevard would not impede trucks continuing straight southbound on Lakewood Boulevard. Currently, the southbound Lakewood Boulevard is two southbound lanes (and one dedicated left turn lane onto Somerset Boulevard.) which prevents two full lanes of traffic continuing in the southbound direction without interference from vehicles turning right onto Somerset Boulevard. This mitigation (T-1a) would reduce the Intersection Capacity Utilization (ICU) of this intersection to acceptable levels.

Mitigation Measure T-1a requires that the Applicant provide funding and coordination to the City of Paramount and the City of Bellflower to ensure that the Lakewood Blvd. southbound lane is restriped to have a dedicated right turn lane on to Somerset Blvd. prior to the start of construction. Funding would be directed to the City of Bellflower as the intersection is owned and maintained by the City of Bellflower. With implementation of this mitigation measure, potential impacts to vehicle and pedestrian access would be less than significant with mitigation (Class II).

Mitigation Measure T-3a requires that the Applicant prepare and implement a Construction and Operations Traffic Management Plan. The plan shall address the issues and performance standards detailed in Section 4.8.4.3 to the satisfaction of the City of Paramount and the City of Bellflower Public Works Directors. With implementation of this mitigation measure, potential impacts related to traffic hazards would be less than significant with mitigation (Class II).

- v) Tribal Cultural Resources. The Project is not expected to cause a substantial change in the significance of a historical, archaeological, or tribal cultural resource. No existing structures at the Paramount Refinery or Lakewood Tank Farm are listed or eligible for listing in the California Register of Historical Resources or local register of historical resources, nor are they considered significant, as defined under PRC Section 5024.1(c). The potential for archaeological or tribal cultural resources at the Project site is low due to the character of subsurface soils (recent alluvium) and the fact that the entire refinery site has been previously graded and developed. Furthermore, the previous grading and development of the site for industrial uses did not result in any archaeological findings.

Mitigation Measure TC-1a requires the Project Applicant retains and compensates for the services of a Tribal Monitor/Consultant who is both approved by the Gabrieleño Band of Mission Indians-Kizh Nation Tribal Government and is listed under the Native American Heritage Commission's Tribal Contact list for the area of the Project location.

Mitigation Measure TC-1b provides the protocol to be followed in the event that construction activities result in the discovery of an unanticipated tribal cultural or archaeological resource. With implementation of these mitigation measures, potential impacts to historical, archaeological, and tribal cultural resources would be less than significant with mitigation (Class II).

Mitigation Measure TC-3a provides the protocol to be followed in the event that human remains are discovered during construction activities. With implementation of these mitigation measures, potential impacts to historical, archaeological, and tribal cultural resources would be less than significant with mitigation (Class II).

SECTION 7. The Final SEIR concluded that, even with application of feasible mitigation measures, five impacts cannot be entirely avoided or reduced to less than significant levels. Adoption of a Statement of Overriding Considerations would be necessary to approve the staff-recommended AltAir Renewable Fuels Conversion Project. The Final SEIR (State Clearinghouse No. SCH 2020069013) identifies impacts in Air Quality, Hazardous Materials and Risk of Upset, Noise and Vibration, and Environmental Justice as significant environmental effects which are considered unavoidable. The identified significant and unavoidable impacts are described above.

Several mitigation measures adopted as conditions of approval will serve to reduce these impacts, but even with the inclusion of these conditions, the impacts cannot be reduced to less than significant levels. The City of Paramount Planning Commission recommends that the City Council therefore make the following Statement of Overriding

Considerations which warrants approval of the AltAir Renewable Fuels Conversion Project notwithstanding that all identified effects on the environment are not fully mitigated.

With respect to the significant environmental effect of the Project noted above, the City finds that the stated benefits of the AltAir Renewable Fuels Conversion Project outweigh the significant effects on the environment. Pursuant to Public Resources Code Section 21081(b) and CEQA Guidelines Sections 15043, 15092 and 15093, any remaining significant effects on the environment are acceptable due to these overriding considerations:

1. **Substantial mitigation has been provided to further reduce impacts.** Impacts have been mitigated to the maximum extent feasible and the analysis conducted is conservative to provide for the maximum level of scrutiny and disclosure.

Mitigation Measure AQ-1a would be applicable to reduce air quality impacts that would result from construction of the Project. However, the Project would exceed both regional and localized thresholds for construction emissions even with mitigation of the cleanest construction equipment available. Mitigation Measures AQ-2a and AQ-2b would be applicable to mitigate air quality impacts associated with Project operations. With the Project, the amount of materials transported by truck and rail would substantially increase, thereby exceeding the South Coast AQMD thresholds for regional impacts. The South Coast AQMD thresholds for localized impacts would not be exceeded. Therefore, MM-AQ-2a requires the use of newer trucks, and MM-AQ-2b requires that the Applicant implement a NOx Reduction Program for operational emissions.

Regarding impact HM.3, no additional mitigation is required beyond the regulatory requirements detailed in Section 4.4.2 in the Final SEIR.

Mitigation Measure N-2c would be applicable and would reduce significant noise levels associated with the rail connection at the Project site. Mitigation Measures N-2a and N-2b would also be applicable to reduce Project operational noise to a level of less than significant with mitigation. Noise levels associated with the rail connection would remain significant and unavoidable.

Due to the significant and unavoidable Class I impacts in air quality, hazards, and noise, and the location of high-density minority and low-income areas near the refinery and along the pipeline route, the Project would disproportionately affect minority and low-income populations at levels exceeding the corresponding median for the area in which the Project is located. Mitigation Measures AQ-1a, AQ-2a, AQ-2b, and N-2c would be required, as well as regulatory requirements detailed in Section 4.4.2 of the SEIR. However, Project impacts related to environmental justice would remain significant.

2. **The Project would use local labor and improve a locally depressed labor market.** At the peak of construction, approximately 1,312 temporary construction jobs would be created by the Project. Because of the large size of the construction work force available in the Southern California area, the 1,312 temporary construction jobs are expected to be filled from the existing regional labor pool. The construction would take place over a period of approximately 22 months, which could produce some short-term economic growth. The number of refinery workers for Project operations is expected to be less than peak employment in 2011. The refinery conversion would eliminate the refining of crude oil and support the use of renewable jet fuel, diesel, gasoline, and propane. AltAir currently supplies renewable gasoline, diesel, and jet fuel to fleet services such as UPS, United Airlines, Boeing, the Department of Defense, and several California municipalities and school systems.

3. **The Project would support production of clean, renewable fuels.** AltAir has been in partnership with Paramount Petroleum since 2013 when the refinery began the process of converting portions of their crude oil refinery into renewable fuels production under the Original Renewable Fuels Project. AltAir's renewable products support California and Federal Low Carbon Fuel Standards (LCFS). The goals of the standards are to reduce carbon intensity of transportation fuels, complement other state measures for reducing greenhouse gases (GHGs), transform and diversify the transportation fuel pool, reduce petroleum dependency, and reduce overall air emissions. The renewable products provide a cleaner source of energy by reducing full life-cycle greenhouse gas emissions by over 60 percent relative to fossil fuels. The current renewable fuels process produces up to 50 million gallons per year of renewable fuels, equating to a reduction of approximately 365,000 metric tons (MT) carbon dioxide (CO₂). AltAir currently supplies renewable gasoline, diesel, and jet fuel to fleet services such as UPS, United Airlines, Boeing, the Department of Defense, and several California municipalities and school systems, reducing both truck and airline emissions. AltAir's renewable products meet regulatory and commercial specifications without requiring engine modifications, while securing a renewable alternative energy source.

The Project would also support the production of clean, renewable fuels by producing fuels consistent with the City of Paramount's Climate Action Plan (CAP). The City's CAP is tailored to address climate needs as a community and ensure that Paramount reduces GHG emissions to 40 percent below 1990 levels by 2030.

The Project would be consistent with the City's CAP in the following manner:

Local Measure RE1: Increase Local Renewable Energy Generation – Renewable energy resources reduce GHG emissions by replacing fossil fuels. The Project would produce green renewable gasoline, diesel and jet fuels to be used within the local and regional communities, thereby supporting the CAP goal RE1;

Local Measure TR1: Support Fuel Efficient and Alternative Fuel Vehicles – as per the CAP, "the cars we drive must transition away from petroleum-based fuels". The Project would produce green renewable gasoline, diesel, and jet fuels and therefore would support the CAP measure TR1 by making green renewable fuels available, particularly in areas where other measures, such as electric vehicles, may not be practical or affordable; and

Local Measure GB2: Grow Green Economy/Increase Green Jobs – By producing green renewable fuels, the Project would be part of the "Cleantech" promoted by the CAP and the Project would promote the use of clean energy, thereby promoting the measures in the CAP. The Project would also provide opportunities for incorporating green technology education and job training into local schools' curriculum and course offerings.

4. **Supports California energy independence (economic considerations and region-wide or statewide environmental benefits).** Production of crude oil has been substantially reduced in California over the past decades resulting in the need to import oil to produce fuels. The Project would continue the Original Renewable Fuels Project started in 2013 to manufacture renewable fuels in compliance with CARB's LCFS (Title 17, California Code of Regulations, Sections 95480–95490), which reduces GHG emissions by reducing the carbon intensity of transportation fuels used in California. The refinery has been repurposed to allow for refining non-edible vegetable oils and beef tallow into renewable diesel and jet fuels that would be used in the Southern California area instead of oil produced elsewhere. These clean fuels would supplant the use of local crude oil production and/or will likely displace some imported foreign crude due to the demand for this commodity. Replacement of foreign crude with production of clean fuels would reduce GHG and criteria pollutant emissions from ocean tankers and other emissions generated during production of oil overseas.

In addition, as California works towards its renewable power and zero emission vehicle goals, there will remain a need for fossil fuel in both the transportation and power sectors. Currently, more than 70 percent of oil entering California to meet the State's needs is from out of the State and is delivered primarily by marine tanker. In 2019, over 58 percent of crude oil supplied to California refineries was shipped from foreign sources. The largest suppliers of foreign oil to California are Saudi Arabia, Ecuador, Colombia, and Iraq, followed by smaller supplies from Brazil, Mexico, Africa, and the Arabian Gulf. The Project would contribute to reducing importation of foreign crudes and support the State's energy independence.

SECTION 8. Based on the findings set forth in this Resolution, including without limitation those set forth in all Sections above, the Planning Commission recommends that the City Council certify the FSEIR pursuant to CEQA Guidelines Section 15090(a), adopt the MMRP, and adopt the statement of overriding considerations set forth in Section 6. In the event of any inconsistencies between the mitigation measures as set forth in the FSEIR and the MMRP, the MMRP shall control. A notice of determination shall be filed with the County Clerk of the County of Los Angeles pursuant to the California Environmental Quality Act.

SECTION 9. That pursuant to Resolution No. 82:043 of the City Council the time limit to seek judicial review pursuant to California Code of Civil Procedure is ninety (90) days from the date hereof.

SECTION 10. The City Council approves the applied for Conditional Use Permit as to use in the above-entitled matter, subject to the mitigation measures described above and the following conditions:

1. Except as set forth in conditions, development shall take place substantially as shown on the approved site plans and elevations. The Planning Director must approve any deviations before construction.
2. It is hereby declared to be the intent that if any provision of this Conditional Use Permit is held or declared to be invalid, the exception shall be void and the privileges granted hereunder shall lapse.
3. It is further declared and made a condition that this Conditional Use Permit that if any condition hereof is violated or if any law, statute or ordinance is violated, the exception shall be suspended and the privileges granted hereunder shall lapse, provided that the Applicant has been given written notice to cease such violation and has failed to do so within thirty (30) days of receipt of said notification.
4. The Applicant understands that an Unclassified Use Permit, Conditional Use Permit, and/or Variance granted under the Zoning Ordinance, or any section thereof, is granted and accepted by all parties with the express understanding that the Planning Commission may hold a public hearing, notice of time and place of which shall be given to the Applicant, if one or more of the following conditions exists:
 - a. That the approval was obtained by fraud;
 - b. That the need for which such approval was granted has ceased to exist or has been suspended for one year or more;
 - c. That the Unclassified Use Permit, Conditional Use Permit, and/or Variance is being, or recently has been, exercised contrary to the terms or conditions of such approval or in violation of any statute, provision of the Code, ordinance, law, or regulation;

- d. That the need for which the approval was granted was so exercised as to be detrimental to the public health or safety or so as to constitute a nuisance (Section 17.48.070, Paramount Municipal Code).

If after such hearing, the Planning Commission finds that any grounds of modification, suspension, or revocation exist, the Planning Commission may modify, suspend, or revoke or suspend such Unclassified Use Permit, Conditional Use Permit, and/or Variance.

5. Any future tenant improvements require permits from the Building and Safety Division of the Planning Department.
6. No exterior structural alteration or building color change shall be permitted without the prior approval of the Planning Department.
7. Rail deliveries and pick-ups shall be limited to Monday through Saturday, from 9:00 a.m. to 6:00 p.m. Rail deliveries and pick-ups shall be further limited to the non-peak hour traffic periods after 9:00 a.m. and before 6:00 p.m., and times when students are not going to or leaving school. The applicant currently receives rail deliveries and pick-ups of up to 25 railcars once a day, Monday through Friday.

The authorization for an increase in railcar deliveries and pick-ups over what the applicant currently receives or is to be provided for in this Conditional Use Permit is expressly contingent upon applicant's demonstration of its reasonable best efforts, including coordinating with third parties (including property owners, the Joint Ports of Long Beach and Los Angeles, Union Pacific, Metro) regarding real property rights and/or agency approvals, in coordination with the City of Paramount, to construct a sound wall on or adjacent to the eastern edge of the rear yards of the homes on the east side of Façade Avenue, north of Rosecrans Avenue as contemplated by the Metro EIS/EIR for the West Santa Ana Branch Transit Corridor (WSAB) project, as described below. With City approval, Applicant shall contract with (a) consultant(s) to develop a report analyzing and identifying the reasonable best efforts for the construction of a sound wall, inclusive of 3rd party coordination, planning, and design work that would be needed. Such report shall be approved by the Planning Department prior to implementation, which approval shall not be unreasonably withheld.

At such time as the Applicant has completed mechanical construction of the Project and seeks to increase its railcar deliveries, the Applicant shall notify the City in writing that mechanical construction has been completed and the City's Building and Safety Division has confirmed, in writing, that mechanical construction has been completed. At that time, increased rail deliveries will commence, having already been analyzed in the Final SEIR, and not be opposed by the City. For purposes of this condition, mechanical construction is defined as "when all mechanical and physical aspects of a project, except for punch list items, have been constructed and installed in accordance with the specifications set out in the construction contract. Once the project is mechanically complete it can be safely started and tested under actual conditions." However, Applicant shall be required to continue to use its reasonable best efforts to construct a sound wall subsequent to the completed mechanical construction of the Project and written confirmation by the City thereof. If the Applicant is legally unable to secure the necessary property rights, permits, or approvals from private property owners, or governing or coordinating agencies, within five (5) years from the approval of this Conditional Use Permit, Applicant shall notify the City that it has exhausted its reasonable best efforts to construct the sound wall, and City will deem Applicant to have satisfied this condition; provided, however, that to ensure Applicant is making every reasonable best efforts to secure the necessary property rights, permits, or approvals from private property owners, or governing or coordinating agencies, Applicant will be required to submit a progress report to Paramount Planning Department Staff on a quarterly basis detailing Applicant's efforts to construct the wall. The Planning Commission will review all quarterly reports. Costs incurred by

Applicant associated with compliance with this condition, including preliminary investigatory work, will be netted from a portion of the proceeds of the Community Benefits Agreement, as described in Condition #19 of this Conditional Use Permit (below). The sound wall shall be both constructed in accordance with City of Paramount specifications and the specifications contemplated in the Metro WSAB EIS/EIR.

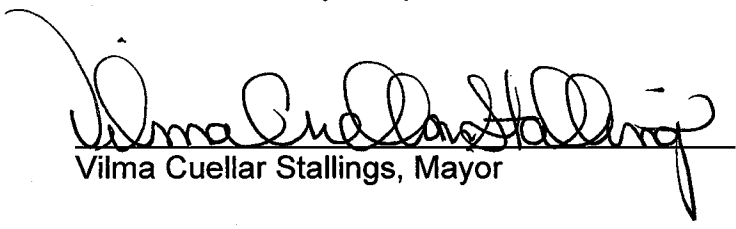
Applicant shall commence efforts in compliance with this condition within sixty (60) days of the approval date.

8. The length of an individual train is limited to not more than 25 railcars. In the event more cars are required, the Planning Department must be notified 24 hours in advance. The refinery operators will also be required to notify the Paramount Sheriff's station of the approximate delivery time. The applicant is limited to two train deliveries per day of not more than 25 railcars per delivery. The applicant may receive train deliveries of more than 25 railcars once per month.
9. Construction shall commence within one year from the date of final determination. If construction has not commenced within one year, this approval shall terminate and shall be null and void.
10. A sound wall shall be constructed at the north end of the refinery plant, adjacent to the Cinderella Mobile Home Park. Planning Department approval shall be obtained for the exact location, materials, and height prior to construction of the sound wall.
11. The landscaping along Lakewood Boulevard shall be refurbished to include drought tolerant planting material in compliance with Chapter 17.96 (Water-Efficient Landscape Provisions) of the Paramount Municipal Code. A landscape plan shall be approved prior to installation of the landscaping.
12. To the greatest extent possible, the applicant shall divert diesel trucks away from the Paramount facility to pick up finished product from other locations outside of the City of Paramount. On an annual basis, the applicant shall check on the loading capabilities at the loading and tank facility in the City of Carson to determine if loading capabilities are available, and if so, the applicant shall utilize the capacity that is available at this facility.
13. To the greatest extent possible, all material, including finished product, for which it is operationally, legally and economically feasible to transport by pipeline to off-site locations, shall be transported by pipeline. All finished product that can be delivered by underground pipeline shall be delivered by underground pipeline. To the greatest extent possible, the applicant shall utilize underground pipelines to deliver finished product to off-site locations, thus reducing the dependency on diesel trucks to deliver finished product.
14. The applicant shall work with the Union Pacific Railroad to encourage implementation of tier 4 locomotive engines for all rail deliveries to and from the applicant's property.
15. The applicant shall work with the Union Pacific Railroad to encourage the installation of continuously welded tracks in the neighborhood on the east side of Façade Avenue, north of Rosecrans Avenue, and along the rail connection, in connection with the West Santa Ana Branch light rail project. This requirement is conditioned upon the commencement of construction of the light rail project.
16. The applicant shall work with the Union Pacific Railroad to encourage the installation of "under ballast mats" in the neighborhood on the east side of Façade Avenue, north of Rosecrans Avenue, and along the rail connection, in connection with the West Santa Ana Branch light rail project. This requirement is conditioned upon the commencement of construction of the light rail project.

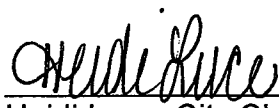
17. This application is subject to the Mitigation Monitoring and Reporting Program for the AltAir Refinery Conversion Project, as provided for in the Final Subsequent Environmental Impact Report. The Construction Management Program detailed in Mitigation Measure AQ-1a shall be produced and submitted for City review and approval prior to the start of construction. The NOx Reduction Program detailed in Mitigation Measure AQ-2b shall be developed, submitted for City review and approval, implemented, and monitored prior to the start of expanded operations. The Noise Monitoring and Management Plan detailed in Mitigation Measure N-1b shall be produced and submitted for City review and approval prior to construction. The Traffic Management Plan – Construction – detailed in Mitigation Measure T-3a shall be prepared, submitted for City review and approval prior to construction. The Traffic Management Plan – Operations – detailed in Mitigation Measure T-3a shall be prepared, submitted for City review and approval prior to operations.
18. Construction may take place between the hours of 7:00 a.m. and 8:00 p.m., Monday through Saturday. Construction is prohibited on Sunday.
19. Applicant must enter into a separate Community Benefits Agreement (CBA) with City within one year of approval of this Conditional Use Permit. The terms of the CBA, including payment amounts, shall be fairly and duly negotiated between applicant and City. Failure to come to terms on the CBA by the prescribed deadline shall necessitate a review of this Conditional Use Permit by the Planning Commission. It shall be noted that the CBA may include a provision that would allow Applicant to offset the payment terms of the CBA with equal amounts of sales and use tax received by City, as a direct result of Applicant designating the City of Paramount as the Applicant's point of sale. The CBA shall last five to seven years, and shall not exceed \$1,000,000 per year.
20. The refinery shall operate at a maximum of an average of 300 one-way truck trips (600 total trips) per day, on a 60-day running average.
21. The applicant, together with the City of Bellflower and the City of Paramount, shall share the cost of installing asphalt to the approaches and intersection of Lakewood Boulevard and Somerset Boulevard. Applicant's share is 46% of the cost; the City of Bellflower's share is 42% of the cost, and the City of Paramount's share is 12% of the cost.
22. At no time may traffic on Downey Avenue be halted more than 5 minutes during any single delivery or pick-up. In the event of a longer train (a train consisting of more than 25 cars), multiple maneuvers by the train operators may be required to stay under the 5-minute limit.
23. When the conversion project is complete, the refinery will not be permitted to process petroleum-based products.
24. This Conditional Use Permit shall not be effective for any purposes until the applicant has first filed at the office of the Planning Commission a sworn affidavit acknowledging and accepting all conditions of this Conditional Use Permit. The affidavit shall be submitted by Friday, April 29, 2022. Failure to provide the City of Paramount with the requisite affidavit within the stated here in above shall render the Conditional Use Permit void.

SECTION 11. This Resolution shall take effect immediately upon its adoption.

PASSED, APPROVED, and ADOPTED this 11th day of April 2022.


Vilma Cuellar Stallings, Mayor

ATTEST:


Heidi Luce, City Clerk


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STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss.
CITY OF PARAMOUNT)

I, Heidi Luce, City Clerk of the City of Paramount, California, DO HEREBY CERTIFY that the foregoing **RESOLUTION NO. 22:021** was duly approved and adopted by the City Council of the City of Paramount at a meeting held on **April 11, 2022**, and said resolution has been signed by the Mayor and attested by the City Clerk, and that the same was approved and adopted by the following vote, to wit:

AYES: COUNCILMEMBERS: Olmos
Vice Mayor Aguayo, Mayor Cuellar Stallings
NOES: COUNCILMEMBERS: Guillen
ABSENT: COUNCILMEMBERS: None
ABSTAIN: COUNCILMEMBERS: Lemons (Recused)

Dated: April 27, 2022


Heidi Luce, City Clerk

(SEAL)