

**DOCKETED**

<b>Docket Number:</b>	12-AFC-02C
<b>Project Title:</b>	Huntington Beach Energy Project - Compliance
<b>TN #:</b>	235533
<b>Document Title:</b>	Applicant Petition For Modification of VIS-1 and Approval of a Mural-Based Architectural Treatment
<b>Description:</b>	Huntington Beach Energy Project (12-AFC-02C) Petition for Modification of VIS-1 and Approval of a Mural-Based Architectural Treatment
<b>Filer:</b>	Eric Janssen
<b>Organization:</b>	Ellison Schneider Harris & Donlan LLP
<b>Submitter Role:</b>	Applicant Representative
<b>Submission Date:</b>	11/6/2020 3:57:00 PM
<b>Docketed Date:</b>	11/6/2020



November 6, 2020

Mr. Joseph Douglas  
Compliance Project Manager  
Siting, Transmission and  
Environmental Protection (STEP) Division  
California Energy Commission  
1516 Ninth Street, MS-2000  
Sacramento, CA 95814  
E-Mail: [joseph.douglas@energy.ca.gov](mailto:joseph.douglas@energy.ca.gov)

**RE: Huntington Beach Energy Project (12-AFC-02C): Petition for Modification of VIS-1 and Approval of a Mural-Based Architectural Treatment**

Dear Mr. Douglas:

On behalf of AES Huntington Beach Energy, LLC (“Project Owner”), please find attached the *Petition for Modification of VIS-1 and Approval of a Mural-Based Architectural Treatment* (“Petition”) for the Huntington Beach Energy Project (12-AFC-02C).

If you have any questions, please contact either Stephen O’Kane at [Stephen.Okane@aes.com](mailto:Stephen.Okane@aes.com) or Jeff Miller at [Jeff.Miller@aes.com](mailto:Jeff.Miller@aes.com).

Sincerely,

/s/

\_\_\_\_\_  
Jeffery D. Harris  
Samantha G. Neumyer  
Ellison Schneider Harris & Donlan LLP  
2600 Capitol Avenue, Suite 400  
Sacramento, CA 95816  
Tel: (916) 447-2166  
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**Huntington Beach Energy Project  
12-AFC-02C**

**Petition for Modification of  
VIS-1 and Approval of a  
Mural-Based Architectural Treatment**

**Submitted by  
AES Huntington Beach Energy, LLC  
690 N. Studebaker Rd.  
Long Beach, CA 90803**

**With the Assistance of  
Jacobs Engineering  
Ellison Schneider Harris & Donlan LLP**

**November 2020**

# HUNTINGTON BEACH ENERGY PROJECT

## 12-AFC-02C

### PETITION FOR MODIFICATION

Pursuant to Section 1769 of the California Energy Commission’s (“CEC”) Siting Regulations<sup>1</sup>, AES Huntington Beach Energy, LLC (AES or the “Project Owner”) hereby submits this *Petition for Modification of VIS-1 and Approval of a Mural-Based Architectural Treatment* (the “Petition”) for the Huntington Beach Energy Project, 12-AFC-02C (“HBEP” or the “Project”).

This Petition requests that the CEC approve the mural-based architectural treatment, and corresponding revisions to Condition of Certification VIS-1 described herein (“Proposed Modification”). The mural-based architectural treatment was developed through extensive public outreach efforts and recommended for approval by the City of Huntington Beach in Resolution No. 2020-81, which is provided as Attachment A to this Petition. As set forth below, the Proposed Modification will not have a significant effect on the environment and will not affect the Project’s ability to continue to comply with applicable laws, ordinances, regulations, or standards (“LORS”).

**I. Section 1769(a)(1)(A): Description of the proposed change, including new language for affected conditions of certification.**

The mural-based architectural treatment was conceived as a replacement to the currently proposed screen or “wave wall” following an extensive public outreach effort to the local community, including several community town hall meetings and surveys, detailed here and in Section VI below. Through this outreach effort, the community supported the development of an alternative to the previously approved architectural screen that was designed as a visual treatment for the HBEP. On November 2, 2020, the City of Huntington Beach adopted Resolution No. 2020-81 supporting a mural-based architectural treatment for the HBEP. Resolution No. 2020-81 includes a City request to incorporate a 10-foot tall visual screen into the mural-based architectural treatment between the sound wall and the water treatment building to eliminate views of equipment at the base of the heat recovery steam generator exhaust stack. AES proposes to erect a 10-foot tall visual screen (approximately 150 feet long) that will be part of the mural-based architectural treatment. This screen will bridge the area between the water treatment building and the sound wall. The revised architectural treatment design is a mural-based surface treatment by a renowned Southern California artist, Kim West. The Kim West Concept is presented in Attachment B to this Petition.

The mural-based architectural treatment incorporates key features identified by the local community and stakeholders as elements the community would like to see in the architectural treatment for the Project, such as imagery depicting the natural environment, local fauna and flora, and regional features, all intended to highlight nature and the unique

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<sup>1</sup> Set forth in Title 20, Chapter 5 of the California Code of Regulations.  
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Huntington Beach experience. The mural will span four of the power plant structures: the plant water treatment building, the gas compressor building, the noise attenuation barrier or wall, and the air-cooled condenser (ACC). All of these structures have already been permitted and constructed as approved in the CEC's certification of the HBEP. The mural-based architectural treatment addresses views of the Project from Key Observation Point 4 (KOP-4), incorporates and features the natural environment of the region better than the original architectural treatment, and avoids a number of the potential issues that were identified with the original treatment during the detailed design process. Simulations of the mural-based architectural treatment with and without the Huntington Beach Generating Station units are provided in Attachment |B. Also included in Attachment B is a base photo showing the current view of the HBEP and a revised site plan showing the location of the City requested 10-foot tall visual screen.

The Project Owner also proposes revisions to Condition of Certification VIS-1, attached hereto as Attachment C, to implement the mural-based architectural treatment. The proposed revisions also reflect the fact that the Project has been constructed and is operating, removing language related to preconstruction and construction activities.

**II. Section 1769(a)(1)(B): Discussion of the necessity for the change and explanation of why the change should be permitted.**

As part of the CEC's 2017 approval for the HBEP, an architectural treatment was approved by the CEC that would partially screen views of the facility from KOP-4, located approximately 1,100 feet southwest of the plant site on Magnolia Avenue, between the flood control canal bridge and Pacific Coast Highway. The original architectural treatment featured a very large and complex structure featuring thousands of blue plastic spheres or balls, hung on a high-tension wire mesh to create a semi-transparent screen in the shape of a wave. During the detailed design process, the original architectural treatment has proven to be an engineering and construction challenge that would likely have the unintended effect of making the HBEP look even larger, and not meeting the objective of mitigating views from this viewpoint.

Upon further engineering for the original design, it was determined that the large, steel architectural framing and structures needed would require substantial footings and foundations to meet building code requirements for wind loads and seismic forces. In contrast, the mural-based architectural treatment can be applied to only the power plant structures, avoiding the need for additional erection of a large steel and plastic structure and the additional excavations and foundations at the Project site required to accommodate the original architectural treatment.

The mural-based architectural treatment is also a more timely approach to address the potential visual impacts of the Project. On September 1, 2020, the State Water Resources Control Board extended the Once Through Cooling ("OTC") compliance date for Huntington Beach Unit 2 through December, 31, 2023, to support grid reliability, in general, and reliability in the Greater Los Analyses area, in particular. The foundations for a portion of the 110+ foot high wave wall would use the same footprint as Huntington Beach Unit 2,

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and the erection of the screen of plastic balls could not commence until after the Huntington Beach Unit 2 project ceases operations and is demolished.

The Proposed Modification should be approved given the issues associated with the original concept and the unique opportunities afforded by the community inspired mural-based design from a renowned local artist.

**III. Section 1769(a)(1)(C): A description of any new information or change in circumstances that necessitated the change.**

New information regarding the design, engineering and construction challenges associated with the original architectural treatment and the recent change in circumstances relating to the delayed retirement date for certain OTC generating facilities necessitate the Proposed Modification.

As stated above, the CEC's 2017 approval for the HBEP included an architectural treatment that would partially screen views of the facility from KOP-4, located on Magnolia Avenue between the flood control canal bridge and Pacific Coast Highway. During the detailed design process, the original architectural treatment proved to be an engineering challenge, requiring substantial footings, steel framing, and foundations and would increase the overall mass or size of the HBEP.

Further, both Huntington Beach Units 1 and 2 would need to be demolished to provide the "footprint" required for the northern-most portion of the CEC approved structure. However, the State Water Resources Control Board's decision to extend the operation of existing unit, Huntington Beach Unit 2 to ensure electric reliability, has necessarily resulted in a substantial time delay for implementation of the architectural treatment approved in 2017. Specifically, Huntington Beach Unit 2 was recently tasked by the State Water Resources Control Board to continue to operate through the end of 2023 to ensure electric grid reliability. Given this operating horizon and the need for demolition of Huntington Beach Units 1 and 2 thereafter, the original CEC structural concept could not even begin to be built until after Unit 2 ceases operations, currently anticipated on December 31, 2023. Demolition of Units 1 and 2 would take an additional 2 years to complete. Thus, the completion of the foundations for the architectural screen and the actual erection of the large steel and plastic screen could not start until 2026 at the earliest.

This delay in the demolition of Huntington Beach Unit 2 resulting from the recent blackouts and energy emergencies, afforded the opportunity for a reconsideration of the massing and constructability issues associated with the original design. These factors influenced the decision to seek a community-based approach to the architectural treatments for the Project that can be implemented without respect to the continued operations of Huntington Beach Unit 2 and present a more aesthetically pleasing mitigant to the potentially significant impact on views from KOP-4.

**IV. Section 1769(a)(1)(D): An analysis of the effects that the proposed change to the project may have on the environment and proposed measures to mitigate any significant environmental effects.**

The Proposed Modification is a more effective way to mitigate the potential impacts of the Project at KOP 4, and will not have any significant impacts on the environment. The Proposed Modification will have less of an impact on the environment due to the elimination of the excavations and foundations needed to construct the original treatment. Further, the Proposed Modification will be less visually intrusive than the spherical ball, wave wall resulting in a smaller visual profile of the HBEP. Furthermore, as part of its consideration of the mural-based architectural treatment, the City of Huntington Beach considered potential environmental effects from the one KOP at issue, Magnolia Avenue, KOP 4. At the November 2, 2020 meeting, the City adopted findings that the Kim West mural based design will have less than significant potential environmental and aesthetic impacts from KOP-4 all other KOPs. (Resolution No. 2020-81, Section 2.)

The CEC’s Regulations expressly provide that the comments and recommendations made by the City relating to matters within the City’s jurisdiction, but for the CEC’s exclusive jurisdiction over powerplant siting, shall be given due deference: “Comments and recommendations by a interested agency on matters within that agency’s jurisdiction shall be given due deference by Commission staff.” (20 CCR §1744(e).) The City’s Resolution expressly finds that the mural-based architectural treatment will ensure that the potential impacts remain less than significant.

**V. Section 1769(a)(1)(E): An analysis of how the proposed change would affect the project’s compliance with applicable laws, ordinances, regulations, and standards.**

As recognized in the City of Huntington Beach’s Resolution, the mural-based architectural treatment is consistent with applicable local laws, ordinances, regulations and standards (“LORS”):

SECTION 1. The City of Huntington Beach reaffirms its conclusions in Resolution No. 2016-27 that the height variance that could have been granted to Huntington Beach Energy Project was properly considered and the potential variance findings remain valid with the proposed Kim West mural based design. Specifically, the City of Huntington Beach affirms in this Advisory Resolution that the removal of the 150 foot tall spherical ball wall does not change the City’s conclusions with respect to the HBEP, and the City finds the Kim West mural based design is consistent with Resolution No. 2016-27.

The City's conclusion of continued LORS compliance should also be afforded deference by the CEC. (20 CCR §1744(e).) Further, the Proposed Modification will not affect the Project's ability to comply with applicable LORS.

**VI. Section 1769(a)(1)(F): A discussion of how the proposed change would affect the public.**

The Proposed Modification will positively affect the public by implementing a community-based solution, which incorporates features and elements identified as being important to members of the local community and stakeholders, to address views of the Project at KOP 4. The Proposed Modification can also be implemented immediately upon approval without the five to six-year delay that would occur with the original architectural treatment.

The delay resulting from the State Water Resources Control Board's recent decision to extend the operations of existing Huntington Beach Unit 2 afforded the opportunity for the Project Owner to engage with the community regarding a different architectural treatment. In April of 2020, AES met with the City of Huntington Beach, the City Manager, and the Community Development Director to seek their input on a possible change to the architectural treatment design for the HBEP. On June 1, 2020 the Project Owner mailed its construction update with a high-level proposal for a different architectural treatment to addresses within a one-mile radius from the HBEP. Other stakeholders who subscribe to email updates regarding the facility also received the construction update and proposal.

On June 25, 2020, AES mailed notice of its first "Virtual Townhall" to addresses within a one-mile radius and the email interest list. On July 8, 2020, AES held its Virtual Townhall #1. One hundred and four people participated in this over two-hour, Zoom-based meeting to learn about a potential alternative to the originally proposed architectural screen and to provide AES with input on the visual elements important to the local community. On this same day, AES opened its on-line survey #1 seeking further input on potential mural designs. Two days later on July 10, 2020, AES followed with on-line access to the July 8th Virtual Townhall replay and access to the HBEP alternative design survey #1.

In July of 2020, meetings with local elected officials, their staff, Visit Huntington Beach, hotel operators and community leaders continued. The comment period for Survey #1 closed. On July 28, 2020, the invitation for the AES Virtual Townhall #2 was mailed to the one-mile address list and those who expressed interest in receiving email updates. Virtual Townhall #2 was held on August 12, 2020. A second online survey was also developed to seek input from the public. Online survey #2 closed on September 20, 2020.

On October 8, 2020 the Proposed Modification was presented to the City of Huntington Beach Design Review Board for review. The Design Review Board voted to support the proposed mural based architectural treatment and send their recommendation of support to the Huntington Beach City Council. On November 2, 2020 the City Council voted to support the AES Proposed Modification and passed Resolution No. 2020-81.

This public process resulted in focusing on mural themes related to Huntington Beach's native wildlife and Southern California beach communities, which inspired the concept design endorsed in the City's Resolution.

**VII. Section 1769(a)(1)(G): A list of current assessor's parcel numbers and owners' names and addresses for all parcels within 500 feet of any affected project linears and 1,000 feet of the project site.**

Consistent with privacy considerations, a list of current assessor's parcel numbers and owners' names and addresses for all parcels within 500 feet of the project site will be provided upon request directly to the Compliance Project Manager.

**VIII. Section 1769(a)(1)(H): A discussion of the potential effect of the proposed change on nearby property owners, residents, and the public.**

Approval of the Proposed Modification will have no adverse impacts on property owners, residents, or the public.

**IX. Section 1769(a)(1)(I): A discussion of any exemptions from the California Environmental Quality Act, commencing with section 21000 of the Public Resources Code, that the project owner believes may apply to approval of the proposed change.**

The Proposed Modification is categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to Title 14 of the California Code of Regulations as an activity that constitutes a minor alteration of the existing Project that involves no expansion of an existing use. (14 CCR § 15301.) The mural-based design will result in the elimination of one tall structure, the 100+ foot tall spherical ball wall. Instead, the mural will be applied to HBEP power plant structures, and will not require the erection of new structures.

Moreover, the mural-based design is also exempt as it will result in only a minor modification to the exterior of the structure (mural painting), converting these structures to the dual function of also providing visual mitigation for KOP-4. (14 CCR § 15303.) The mural-based architectural design will use the existing four structures (the plant water treatment building, the gas compressor building, the noise attenuation barrier or wall and the ACC) as its canvass. Thus, the mural-based architectural treatment will avoid the substantial ground disturbance on construction activities associated with the building of the 110+ foot tall spherical bass wall. (14 CCR § 15304.) The construction related impacts associated with building this large metal structure, while less than significant, are completely avoided with the mural based design.

Activities are also exempt from CEQA under the "Common Sense Exemption." "CEQA applies only to projects which have the potential for causing a significant effect on the environment. Where it can be seen with certainty that there is no possibility that the

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activity in question may have a significant effect on the environment, the activity is not subject to CEQA.” (14 CCR § 15061(b)(3).) In this case, the mural-based design will be applied to an existing structure, and will not require the construction of new or additional structures. Furthermore, the Project will continue to comply with all other Conditions of Certification and LORs. Moreover, the less than significant impact associated with the construction of the spherical ball wall are completely avoided with the mural based design. Therefore, there is no possibility that the Proposed Modification will result in an adverse effect on the environment.

# **ATTACHMENT A**

## **City of Huntington Beach Resolution 2020-81**

**“A Resolution of the City Council of the City of  
Huntington Beach Supporting the Mural-Based  
Architectural Treatment and Capital Improvement  
Projects and Programs Related to the Newly Constructed  
Huntington Beach Energy Project”  
(November 2, 2020)**

**RESOLUTION NO 2020-81**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF HUNTINGTON BEACH  
SUPPORTING THE MURAL-BASED ARCHITECTURAL TREATMENT AND  
CAPITAL IMPROVEMENT PROJECTS AND PROGRAMS RELATED TO THE  
NEWLY CONSTRUCTED HUNTINGTON BEACH ENERGY PROJECT**

**WHEREAS**, AES Southland Development, LLC (“AES”) has begun operation of the new Huntington Beach Energy Project (“HBEP”), a natural gas-fired, combined cycle air-cooled 644-megawatt electrical generation facility, which shall serve as a replacement for the AES Huntington Beach Generating Station (“HBGS”); and

**WHEREAS**, the City has previously adopted Resolution No. 2016-27, “A Resolution of the City Council of the City of Huntington Beach Supporting Proposed Architectural Improvements as Modified and Approximate 150-Foot-High Structures Related to the Reconstruction of the Huntington Beach Energy Project,” which in part provided that construction of the HBEP would include architectural enhancements to soften the view of the new HBEP structures, including the use of an architectural screen wall design to preserve and enhance public visual resources as required in the Coastal Zone overlay; and

**WHEREAS**, following an extensive public outreach effort by AES to the local community, the local community supported the development of a mural-based surface treatment by renowned Southern California artist, Kim West as an alternative to the previously approved architectural screen. The mural highlights imagery depicting the natural environment, local fauna and flora and regional features, all intended to highlight nature and the unique Huntington Beach experience; and

**WHEREAS**, the Kim West mural based design project will result in the elimination of one tall structure, the 150-foot tall spherical ball wall, and will have no other changes to the heights of the structures addressed by Resolution No. 2016-27; and

**WHEREAS**, on September 14, 2020, in support of the mural-based aesthetic design, AES submitted a Design Review Planning Application to the City seeking an Advisory Resolution from the City recommending approval by the California Energy Commission (“CEC”) for the Kim West mural at the HBEP; and

**WHEREAS**, the CEC has permitting authority for the HBEP, and will consider resolutions issued by the City regarding the Kim West mural based design project’s compliance with local laws, ordinances, regulations, and standards (“LORS”); and

**WHEREAS**, by regulation, the comments and recommendations made by the City relating to matters within the City’s jurisdiction, but for the CEC’s exclusive jurisdiction over power plant siting, “shall be given due deference by Commission staff” (20 CCR §1744(e); and

**WHEREAS**, on October 8, 2020, the Design Review Board recommended support of the Kim West mural based design project to the City Council; and

**WHEREAS**, AES and the City of Huntington Beach will enter into that certain Memorandum of Understanding (“MOU”) to memorialize the agreement of AES to fund certain identified Capital Improvement Projects and Programs, as identified in the Memorandum of Understanding attached as Exhibit A and incorporated herein by reference, which will provide the City with both the funding and the discretion to proceed with the identified Capital Improvement Projects and Programs that will benefit the City and its residents; and

**WHEREAS**, by this Resolution, the City Council is making a recommendation that the CEC incorporate the Kim West mural based design (received and dated September 14, 2020 and subsequently revised on October 26, 2020 to depict painted louvers on the lower part of the Air Cooled Condenser unit) into the project approvals for the new Huntington Beach Energy Project, and is making findings that the AES proposal for a painted mural and potentially an additional approximately 10 foot high wall to fill in the “gap” to west of the sound wall, is not detrimental to visual resources and is consistent with applicable LORS.

NOW, THEREFORE, the City Council of Huntington Beach does hereby resolve as follows:

**SECTION 1.** The City of Huntington Beach reaffirms its conclusions in Resolution No. 2016-27 that the height variance that could have been granted to Huntington Beach Energy Project was properly considered and the potential variance findings remain valid with the proposed Kim West mural based design. Specifically, the City of Huntington Beach affirms in this Advisory Resolution that the removal of the 150 foot tall spherical ball wall does not change the City’s conclusions with respect to the HBEP, and the City finds the Kim West mural based design is consistent with Resolution No. 2016-27.

**SECTION 2.** By this Advisory Resolution, the City of Huntington Beach finds that the Kim West mural based design will have less than significant potential environmental and esthetic impacts from Magnolia Avenue (CEC Key Observation Point 4) and all other KOPs identified by the CEC.

**SECTION 3.** By this Advisory Resolution, the City of Huntington Beach further finds that the Kim West mural based design is consistent with all applicable laws, ordinances, regulations and standards, including but not limited to all city ordinances, regulations, and standards.

**SECTION 4.** By this Advisory Resolution, the City of Huntington Beach further finds that the MOU to be entered into between the City and AES, which memorializes the agreement of AES to fund certain identified Capital Improvement Projects and Programs, as further defined in Exhibit A, will provide the City with funding and the discretion to proceed with certain additional Capital Improvement Projects and Programs that will further benefit the City and its residents.

**SECTION 5.** By this Advisory Resolution, the City of Huntington Beach City Council recommends that the CEC approve the Kim West mural based design project for the Huntington Beach Energy Project as requested by AES.

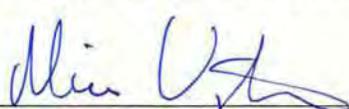
PASSED AND ADOPTED by the City Council of the City of Huntington Beach at a regular meeting thereof held on the 2<sup>nd</sup>, day of November, 2020.

Mayor 

REVIEWED AND APPROVED

  
\_\_\_\_\_  
City Manager

APPROVED AS TO FORM

  
\_\_\_\_\_  
City Attorney *ML*

INITIATED AND APPROVED

  
\_\_\_\_\_  
Director of Community Development

**MEMORANDUM OF UNDERSTANDING**  
**AES SOUTHLAND DEVELOPMENT, LLC AND**  
**CITY OF HUNTINGTON BEACH**

This **MEMORANDUM OF UNDERSTANDING** ("MOU") is entered into this 3rd day of November, 2020 by and between the City of Huntington Beach, a municipal corporation ("City") and AES Southland Development, LLC, A California limited liability company ("AES") pursuant to Resolution No. 2020-81 of the City Council of the City of Huntington Beach and AES' Design Review Planning Application dated September 14<sup>th</sup>, 2020, with reference to the following facts:

**RECITALS**

**WHEREAS**, AES has begun operation of the new Huntington Beach Energy Project ("HBEP"), a natural gas-fired, combined cycle air-cooled 644-megawatt electrical generation facility, which shall serve as a replacement for the AES Huntington Beach Generating Station ("HBGS"); and

**WHEREAS**, the City has previously adopted Resolution No. 2016-27, "A Resolution of the City Council of the City of Huntington Beach Supporting Proposed Architectural Improvements as Modified and Approximate 150-Foot-High Structures Related to the Reconstruction of the Huntington Beach Energy Project", which in part provided that construction of the HBEP would include architectural enhancements to soften the view of the new HBEP structures, including the use of an architectural screen wall design to preserve and enhance public visual resources as required in the Coastal Zone overlay; and

**WHEREAS**, following an extensive public outreach effort by AES to the local community, the local community supported the development of a mural-based surface treatment by renowned Southern California artist, Kim West as an alternative to the previously approved architectural screen. The mural highlights imagery depicting the natural environment, local fauna and flora and regional features, all intended to highlight nature and the unique Huntington Beach experience; and

**WHEREAS**, in support of the mural-based aesthetic design, AES submitted a Design Review Planning Application to the City seeking an Advisory Resolution from the City recommending approval by the California Energy Commission ("CEC") for the mural at the HBEP; and

**WHEREAS**, in consideration of the City issuing an Advisory Resolution from the City recommending approval by the CEC for the mural-based aesthetic design at the HBEP and the CEC's subsequent approval of such mural-based design at the HBEP, AES agrees to fund certain Capital Improvement Projects ("CIPs") and Programs for the City as set forth in this MOU.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

**1. Purpose and Implementation**

The purpose of this MOU is to memorialize (a) the agreement of AES to fund the CIPs and Programs as set forth in Section 2 of this MOU; and (b) the City's issuance of an Advisory Resolution from the City recommending approval by the California Energy Commission ("CEC") for the mural-based aesthetic design at the HBEP.

**2. AES' Performance**

- A. Funding for CIPs and Programs. Consistent with the requirements of Section 3 below, AES shall submit the payment of Four Million, Nine Hundred Thousand Dollars (\$4,900,000) to the General Fund of the City of Huntington Beach, which funds shall be allocated by the City for the following CIPs and Programs:
- a) Neighborhood Mitigation Program
  - b) Homeless Response Program
  - c) Southeast Neighborhood Improvements
  - d) Downtown Connectivity Project  
Economic Development

The City Council shall have the discretion to allocate an amount not to exceed \$4,900,000 between the various CIPs and Programs at its sole discretion.

- B. Compliance with the Advisory Resolution. AES shall comply with the provisions of the Advisory Resolution from the City recommending approval by the California Energy Commission ("CEC") for the mural-based aesthetic design at the HBEP unless such provisions are in conflict with or preempted by the CEC's Certification.

**3. The City's Performance**

- A. Issuance of the Advisory Resolution. AES shall submit payment in the amount of \$4,900,000 for the funding of the CIPs and Programs as set forth in Section 2(A) above within thirty (30) days of the completion of all the following conditions: (a) execution of this MOU by the Parties; (b) receipt of the Advisory Resolution from the City recommending approval by the CEC for the mural-based aesthetic design at the HBEP; and (c) the CEC's approval of the AES petition to amend the CEC's Certification being final and no longer subject to administrative appeals or judicial review.
- B. Use of Funds. The City shall use the funding provided by AES as set forth in Section 2(A) above exclusively for the listed CIPs and Programs; provided, however that in the event the allocated costs exceed the actual costs of the listed CIPs and Programs, the City may retain the excess payment exclusively for other CIPs designated by the City for construction. In no event shall AES be required to pay more than the Sum Total of \$4,900,000.00 as set forth in Section 2(A) above.

#### **4. Term and Renegotiation**

- A. Term and Expiration. The term of this MOU shall be for two (2) years commencing upon execution of the MOU by the Parties. All provisions of this MOU shall expire on the termination date unless extended by mutual agreement in writing.
- B. Renegotiation. In the event either party desires to negotiate the provision of a successor MOU, that party shall serve upon the other its written request to commence negotiations. Negotiations shall begin no later than thirty (30) days from date of receipt of notice unless extended by mutual agreement between the Parties.
- C. No Assignment. Neither AES nor its subsidiaries or affiliates shall assign or transfer any interest in this MOU or the performance of any obligation hereunder without the prior written consent of the City, and any attempt to so assign this MOU or any rights, duties or obligations arising hereunder shall be void and of no effect. This section shall not apply to assignments between AES and any of its subsidiaries and affiliates under common control or a successor-in-interest by merger, consolidation or reorganization.

#### **5. Indemnification**

- A. No Liability to Third Parties. Nothing in this MOU shall be deemed to create rights or obligations in third parties not signatories to this MOU except as specifically stated herein.
- B. AES shall defend, indemnify and hold harmless the City, its council, commissions, officials, agents and employees from or against any and all liability, loss expense (including reasonable attorneys' fees) or claims for injury or damage arising out of the performance of this MOU, but only in proportion to and to the extent such liability, loss, expense, attorneys' fees, or claims for injury or damages are caused by or the result of the negligent or intentional acts or omissions of AES.

#### **6. Private Undertaking**

It is specifically understood and agreed by and between the Parties that the Project is exclusively undertaken as private development. No partnership, joint venture or other association of any kind between AES and the City is formed by this MOU.

#### **7. Governing Law**

This MOU shall be governed by the laws of the state of California.

#### **8. Modifications**

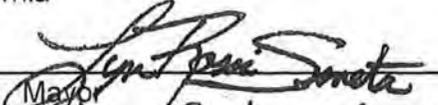
Any modification of or amendment to this MOU will be effective only if in writing signed by the Parties.

**IN WITNESS WHEREOF**, the Parties have caused this document to be duly executed with all formalities required by law as of the date first stated above.

AES Southland Development, LLC, A  
California limited liability company

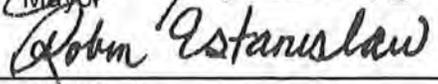
CITY OF HUNTINGTON BEACH, a  
municipal corporation of the State of  
California

By: \_\_\_\_\_

  
\_\_\_\_\_  
Mayor

print name

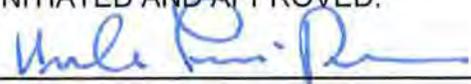
**ITS:** (circle one) Chairman/President/Vice  
President

  
\_\_\_\_\_  
City Clerk

**AND**

INITIATED AND APPROVED:

By: \_\_\_\_\_

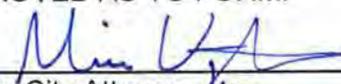
  
\_\_\_\_\_

print name

**ITS:** (circle one) Secretary/Chief Financial  
Officer/Asst. Secretary - Treasurer

  
\_\_\_\_\_  
City Manager

APPROVED AS TO FORM:

  
\_\_\_\_\_  
City Attorney

**COUNTERPART**

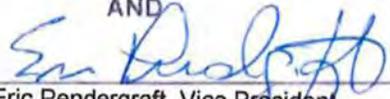
IN WITNESS WHEREOF, the Parties have caused this document to be duly executed with all formalities required by law as of the date first stated above.

AES Southland Development, LLC, A  
California limited liability company

By:   
Stephen O'Kane  
print name

ITS: (circle one) Chairman/President/Vice  
President

AND

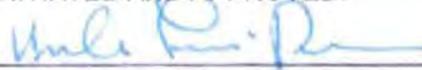
By:   
Eric Pendergraft, Vice President  
print name

ITS: (circle one) Secretary/Chief Financial  
Officer/Asst. Secretary - Treasurer

CITY OF HUNTINGTON BEACH, a  
municipal corporation of the State of  
California

  
Mayor  
John Estanislau  
City Clerk

INITIATED AND APPROVED:



REVIEWED AND APPROVED:

  
City Manager

APPROVED AS TO FORM:

  
City Attorney

**COUNTERPART**

STATE OF CALIFORNIA  
COUNTY OF ORANGE            ) ss:  
CITY OF HUNTINGTON BEACH )

I, ROBIN ESTANISLAU, the duly elected, qualified City Clerk of the City of Huntington Beach, and ex-officio Clerk of the City Council of said City, do hereby certify that the whole number of members of the City Council of the City of Huntington Beach is seven; that the foregoing resolution was passed and adopted by the affirmative vote of at least a majority of all the members of said City Council at a **Regular** meeting thereof held on **November 2, 2020** by the following vote:

**AYES:**       Posey, Delgleize, Hardy, Semeta, Peterson, Carr, Brenden  
**NOES:**       None  
**ABSENT:**   None  
**RECUSE:**   None



\_\_\_\_\_  
City Clerk and ex-officio Clerk of the  
City Council of the City of  
Huntington Beach, California

# **ATTACHMENT B**

## **PHOTOGRAPHIC SIMULATIONS WITH THE MURAL-BASED ARCHITECTURAL TREATMENT**

**Kim West Concept**



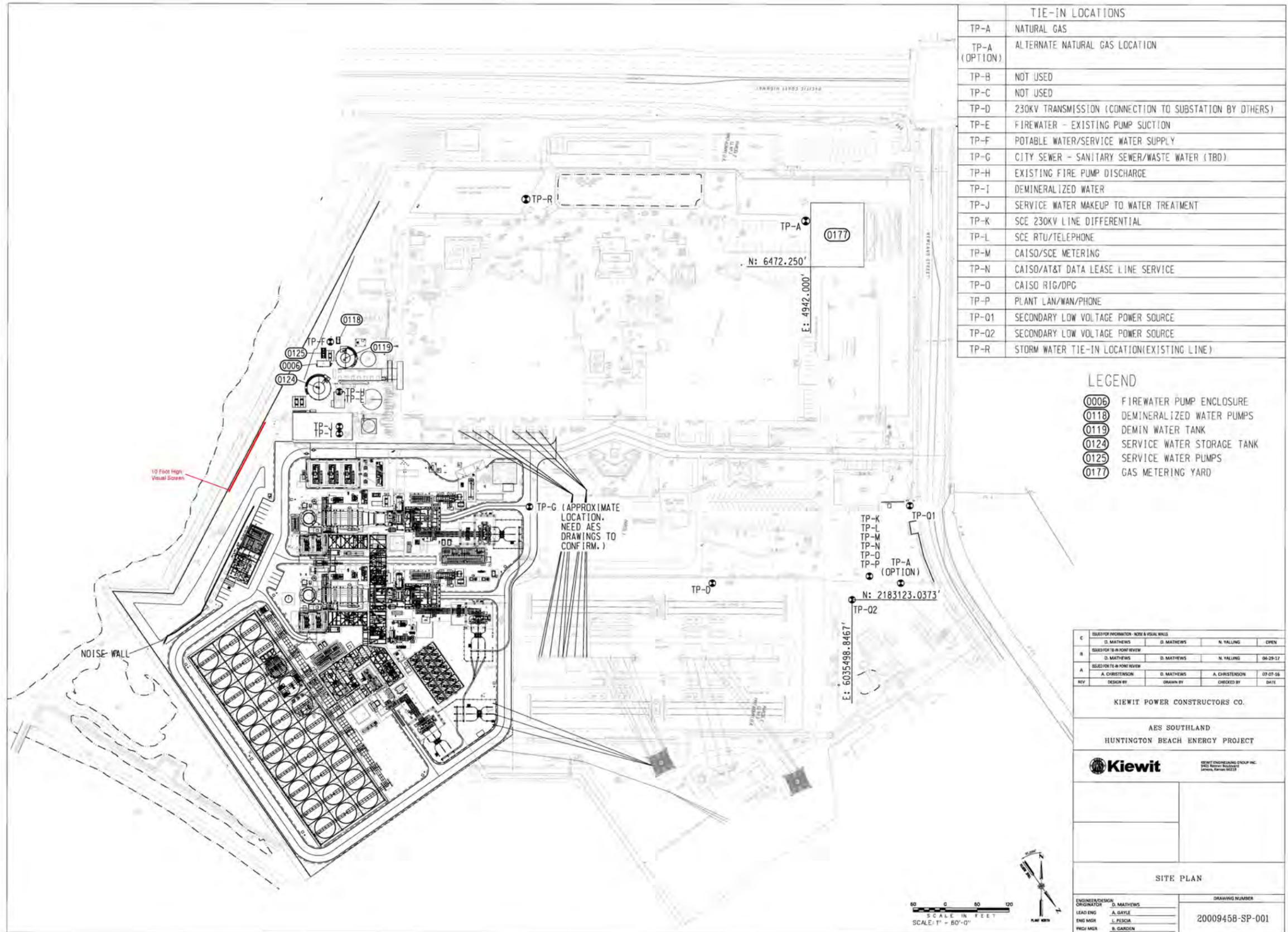
Attachment B-1. AES HBEP KOP-4 Existing View  
Huntington Beach, California  
Source: SPMDesign



Attachment B-2. AES HBEP KOP-4 Mural View with HBGS  
Huntington Beach, California  
Source: SPMDesign



Attachment B-3. AES HBEP KOP-4 Mural View without HBGS  
Huntington Beach, California  
Source: SPMDesign



TIE-IN LOCATIONS	
TP-A	NATURAL GAS
TP-A (OPTION)	ALTERNATE NATURAL GAS LOCATION
TP-B	NOT USED
TP-C	NOT USED
TP-D	230KV TRANSMISSION (CONNECTION TO SUBSTATION BY OTHERS)
TP-E	FIREWATER - EXISTING PUMP SUCTION
TP-F	POTABLE WATER/SERVICE WATER SUPPLY
TP-G	CITY SEWER - SANITARY SEWER/WASTE WATER (TBD)
TP-H	EXISTING FIRE PUMP DISCHARGE
TP-I	DEMINERALIZED WATER
TP-J	SERVICE WATER MAKEUP TO WATER TREATMENT
TP-K	SCE 230KV LINE DIFFERENTIAL
TP-L	SCE RTU/TELEPHONE
TP-M	CAISO/SCE METERING
TP-N	CAISO/AT&T DATA LEASE LINE SERVICE
TP-O	CAISO RIG/DPG
TP-P	PLANT LAN/WAN/PHONE
TP-Q1	SECONDARY LOW VOLTAGE POWER SOURCE
TP-Q2	SECONDARY LOW VOLTAGE POWER SOURCE
TP-R	STORM WATER TIE-IN LOCATION(EXISTING LINE)

**LEGEND**

- 0006 FIREWATER PUMP ENCLOSURE
- 0118 DEMINERALIZED WATER PUMPS
- 0119 DEMIN WATER TANK
- 0124 SERVICE WATER STORAGE TANK
- 0125 SERVICE WATER PUMPS
- 0177 GAS METERING YARD

REV	DESCRIPTION	DESIGN BY	DRAWN BY	CHECKED BY	DATE
C	ISSUED FOR INFORMATION - NOISE & VISUAL WALL	D. MATTHEWS	D. MATTHEWS	N. YALLING	OPEN
B	ISSUED FOR 15-MINUTE REVIEW	D. MATTHEWS	D. MATTHEWS	N. YALLING	04-29-17
A	ISSUED FOR 15-MINUTE REVIEW	A. CHRISTENSEN	D. MATTHEWS	A. CHRISTENSEN	07-07-16

KIEWIT POWER CONSTRUCTORS CO.

AES SOUTHLAND  
HUNTINGTON BEACH ENERGY PROJECT

**Kiewit** KIEWIT ENGINEERING GROUP INC.  
1902 Newport Boulevard  
Lawrence, Kansas 66044

**SITE PLAN**

ENGINEER/DESIGN ORIGINATOR	D. MATTHEWS	DRAWING NUMBER	20009458-SP-001
LEAD ENG	A. BAYLE		
ENG MGR	L. PESCARA		
PROJ MGR	B. GARDEN		

Attachment B-4. AES HBEP Revised Site Plan Showing New Screen  
Huntington Beach, California  
Source: SPMDesign

**SPMD**

**AES HUNTINGTON BEACH MURAL // ART STRATEGY**

October 2020

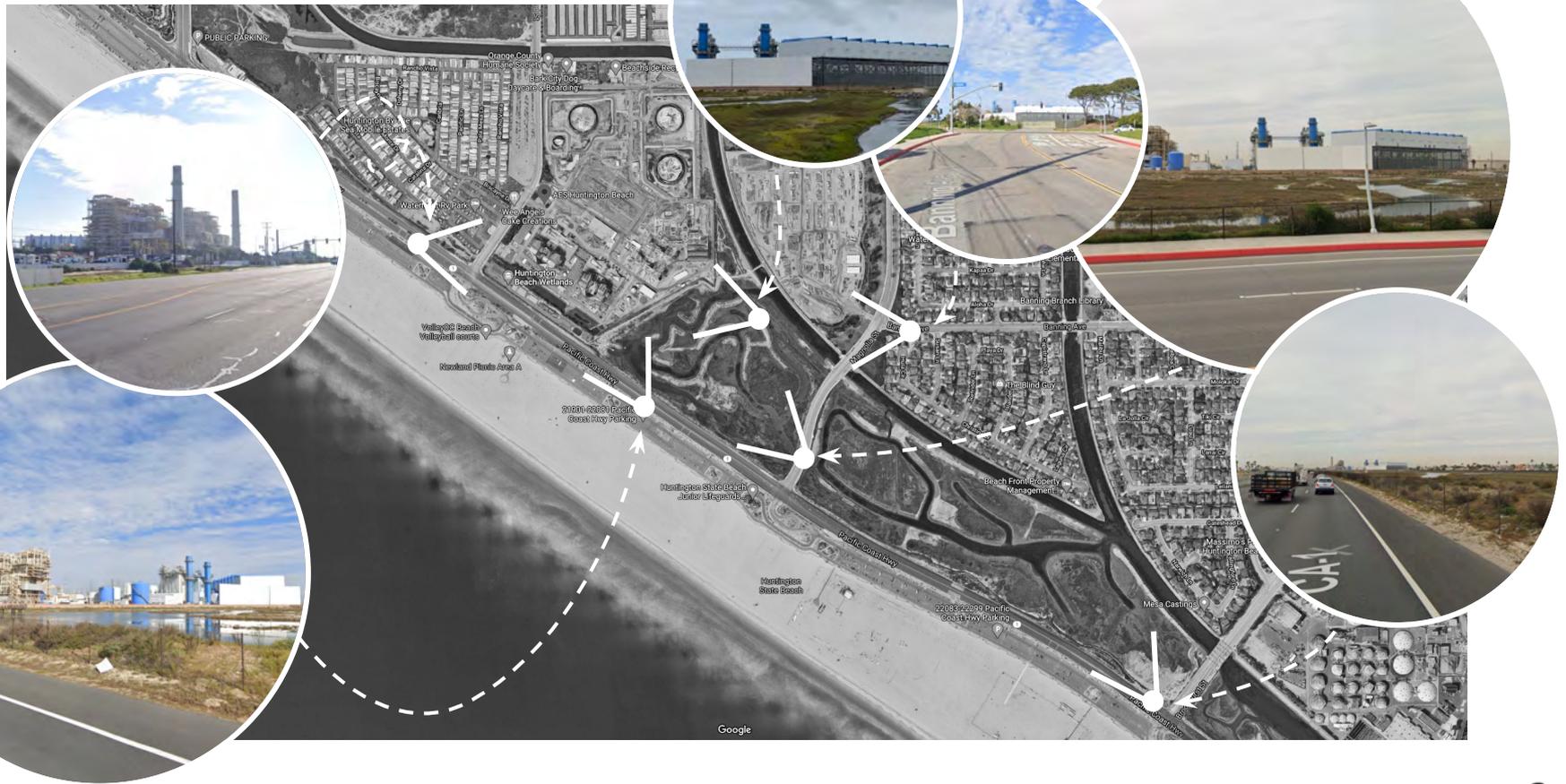
# **Artwork Strategy**

We see this mural as an opportunity to tie the history of the site, the natural environment of the wetlands/coastal area, and the cultural landscape of Huntington Beach (Surf City) together. Our intent is not to camouflage the walls with art, but rather to celebrate and complement the natural habitats surrounding the site, while also making a dramatic and compelling statement about Huntington Beach at large. On the following pages, we've outlined a concept and the stylistic approach that we believe are most successful in conveying the narrative described above at the scale and complexity of AES's facility.

**SITE**

# SITE

## Vantage Points



# ARTIST DIRECTION

# KIM WEST

## Artist

Kim West is a painter. Her visual arts practice incorporates studio painting, mural making, and installation projects activated with collaborative performance.

West is best known for her murals in the downtown Los Angeles Arts District, including her 5-story *Only One Way Through* on Hauser Wirth, which has been described as “dreamlike” by the *New York Times*. West’s work engages with memories, washy landscapes, and color-forward botanical motifs – where the creation of fractured realities become allegorical events. Her developing exploration of layer-painting work literally and figuratively expands on notions of what happens when sacred memories begin to fade.

West works in Los Angeles, where she lives with her husband and two children.



# KIM WEST

## The Approach

How do I paint a painting?

More aptly: how do I go about painting a big, site-specific painting - upwards of forty thousand square feet?

It starts with gleaning the most precursory tidbits. Then, a daydream or twelve. Research, and more research. Some more daydreams, then sketches and doodles. If possible, the site and its environs are explored, and inevitably, a few rabbit holes turn up and lead to exciting paths and discoveries. Rinse, and repeat it all. A rich, alchemical broth starts to simmer. And that is when things begin to cook.

The scope and scale of surfaces at the AES Huntington Beach facility conjures a mural that pops up on the horizon, and shimmers as it floats in and out of focus. The imagery appears as a beautiful, welcoming mirage of color and shape emerging from the wetlands distinctly its own thing, but also unmistakably of the landscape from which it springs.

The expanse - whether viewed from a car window heading up the PCH or breezily exploring a marsh pathway - offers the opportunity to play with encompassing fields of vision while synthesizing fragmented sections of surface that ultimately form a cohesive whole.

The mural should engage the site literally and figuratively. Guiding thoughts while delving into concept development would consider both its reflection in the marsh waters and position on the horizon with intentionality, while expanding the viewers' impressions of the wetland and coastal environs. Also: ideas around the mythology and romance of Surf City, its seaside, and energy, wind, and associated invisible but physically experienced sources of power.



Textural Color Studies

# KIM WEST

## **The Approach**

Concept work begins by collecting various forms of research, including on-site visitation and remote investigation. Imagery, motifs, colors, textures, emotions, generalities, and specificity emerge from this data. Gathered ingredients are translated into written and image based notes and sketches. Compositional ideas emerge as impressions of memories, specificities of place, gestural conceptualizations, and communicative color layer together.

Over the past few days in studio, I have made a few shallow Internet-dives into myriad sources including the Huntington Beach Wetlands Conservancy website, various Huntington Beach commerce and town history sites, as well as a selection of historical Huntington Beach image searches. From these remote sources, I've created a nascent collection of small watercolors that will describe the colors and gestures of elements native and iconic to the environs.

The distillation of the visual information culled from research and musings is processed through my lens of color, coalescing in an expressive and painterly composition and palette. Inviting color is generous and propulsive - it encourages discovery and excitement about what comes next.

Thus far, I have only nibbled around the edges of things that grow in and around the marshland, as well as discovering imagery from the beachy and cheerful colors of the surfboards and culture in Huntington Beach of the early 1950s. The palettes at right are initial takes on that visual information - they would expand, and then become refined into an orchestra of site specific color.



Brayer Texture Studies

# KIM WEST

## Concept Study

As a completed, **abstracted landscape rooted in specificity of place**, the mural exists as its own focal point of art while simultaneously heightening the viewer's senses to their surrounds, and encouraging a closer consideration of them.

At first pass, I'm imagining each plane as a canvas that works on its own, yet forms a cohesive whole when digested together.

I'm interested in exploring what **types of horizon lines might be suggested - ocean/sky, mountain/sky**.

I'm interested in iconic **Southern California palms - gestural, wavy, shimmering**. Maybe they are tipped with **gold leafing, suggesting movement and dreams**. Subtle - one moment the glint it is there, the next it dissolves like heat off of the pavement and sand.

I'm interested in the **play of reflection**. Perhaps the **mountain range in the north-west distance is alluded to on the north-east upper-most plane**.

Perhaps the **squiggly and meandering gestures of the marsh - viewed as a bird**, are rendered in form on the central plane facade - allowing a viewer by car to experience that particular expanse typically reserved for those in flight.



*\*Concept Study, not final rendering*



# KIM WEST

## Concept Study

I'm interested in exploring what base color family fields each plane wants to be. These choices and decisions and responses are ultimately dictated by culling the entirety of project research, experience and inspirations.

With surface knowledge thus far, it is compelling to look at north-east planes as areas that might dissolve into the sky/horizon, and gradually transition and dissolve into areas of slightly more saturated hues on the smaller, lower to the ground planes. In the center, bridging the two, a horizon with larger, gestural palms.



# KIM WEST

## Concept Study



# KIM WEST

## Concept Study



*\*Concept Study, not final rendering*

# KIM WEST

## Concept Study - KOP-4



**THANK YOU!**

# **ATTACHMENT C**

## **Revised Condition of Certification VIS-1**

## **VIS-1 VISUAL SCREENING AND ENHANCEMENT PLAN FOR PROJECT STRUCTURES – PROJECT OPERATION**

On November 2, 2020, the City of Huntington Beach adopted Resolution 2020-81 supporting a mural-based architectural treatment for the HBEP. The project owner shall implement a mural-based architectural treatment for the HBEP, consistent with the City of Huntington Beach's adopted Resolution 2020-81.

Proposed surface treatments shall minimize the potential visual effects of glare from project surfaces. Methods to visually screen and enhance the project site shall visually unify the project to the extent practicable while maintaining compliance with the City's adopted resolution.

Proposed surface treatments shall minimize the potential visual effects of glare from project surfaces. Methods to visually screen and enhance the project site shall visually unify the project to the extent practicable while maintaining compliance with the City's adopted resolution.

The transmission structures for the on-site 230-kV transmission line shall have a surface treatment that enables them to blend with the environment to the greatest extent feasible, and the finish shall appear as a matte patina. Unpainted exposed lagging and surfaces of steel structures that are visible to the public shall be embossed or otherwise treated to reduce glare.

### **Verification:**

Prior to the installation of the mural-based architectural screen, the project owner shall provide the CPM with the detailed schedule proposed by the artist commissioned to paint the mural-based architectural treatment. The project owner shall provide the CPM with a monthly compliance report documenting the artist's progress on the mural-based architectural treatment.

After completion of the mural-based architectural treatment, the project owner shall provide a status report regarding maintenance of the mural-based architectural treatments in the Annual Compliance Report for the project. At a minimum, the report shall include:

- Descriptions of the condition of the mural-based architectural treatment.
- Descriptions of major maintenance and painting work required to maintain the original condition of the mural-based architectural treatment during the reporting year.
- Electronic photographs showing the results of maintenance and painting work.