Exhibit

FINAL MITIGATION MONITORING AND REPORTING PROGRAM

Berths 226-236 [Everport] Container Terminal Improvements Project Environmental Impact Statement/ Environmental Impact Report



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THE PORT OF LOS ANGELES

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Table 1. Mitigation Monitoring and Reporting Program Summary for the Berths 226-23 [Everport] Container Terminal Improvements Project

Mitigation Measure, Lease Measure or Standard Condition of Approval	Timing and Methods	Responsible Parties
Air Quality and Meteorology		
MM AQ-1. Harbor Craft Used during Construction. Harbor craft used during construction must be equipped with U.S. Environmental Protection Agency (EPA) Tier 3 engine standards or cleaner at all times during construction.	**Timing:** During specified construction phases. **Methods:** LAHD will include MM AQ-1 in the contract specifications for construction. LAHD will monitor implementation of mitigation measures during construction. This measure shall be met unless one the following circumstances exist and the contractor is able to provide proof that such circumstances: ▪ A piece of specialized equipment is unavailable in a controlled form, or within the required Tier level, within the state of California, including through a leasing agreement; ▪ A contractor has applied for necessary incentive funds to put controls on a piece of uncontrolled equipment planned for use on the project, but the application process is not yet approved, or the application has been approved, but funds are not yet available; ▪ A contractor has ordered a control device for a piece of equipment planned for use on the project, or the contractor has ordered a new piece of controlled equipment to replace the uncontrolled equipment, but that order has not been completed by the manufacturer or dealer. In addition, for this exemption to apply, the contractor must attempt to lease controlled equipment to avoid using uncontrolled equipment, but no dealer within 200 miles of the project has the controlled equipment available for lease.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
MM AQ-2. On-Road Trucks Used during Construction. On-road trucks shall comply with EPA 2010 on-road emission standards or better, unless the contractor provides a written finding consistent with project contract or lease management requirements and obtains written approval from the	**Timing:** During specified construction phases. **Methods:** LAHD will include MM AQ-2 in the contract specifications for construction. LAHD will monitor implementation of mitigation measures during	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:**

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Lead Agency that such equipment is unavailable.	construction. A written finding must demonstrate that one the following circumstances exist: ▪ A piece of specialized equipment is unavailable in a controlled form, or within the required Tier level, within the state of California, including through a leasing agreement. ▪ A contractor has applied for necessary incentive funds to put controls on a piece of uncontrolled equipment planned for use on the project, but the application process is not yet approved, or the application has been approved, but funds are not yet available. ▪ A contractor has ordered a control device for a piece of equipment planned for use on the project, or the contractor has ordered a new piece of controlled equipment to replace the uncontrolled equipment, but that order has not been completed by the manufacturer or dealer. In addition, for this exemption to apply, the contractor must attempt to lease controlled equipment to avoid using uncontrolled equipment, but no dealer within 200 miles of the project has the controlled equipment available for lease.	Environmental Management Division, Construction Management Division
MM AQ-3. Non-Road Construction Equipment (except vessels, harbor craft, on-road trucks, and dredging equipment). All non-road construction equipment greater than 50 hp must meet EPA Tier 4 emission standards, unless the contractor provides a written finding consistent with project contract or lease management requirements and obtains written approval from the Lead Agency that such equipment is unavailable.	**Timing:** During specified construction phases. **Methods:** LAHD will include MM AQ-3 in the contract specifications for construction. LAHD will monitor implementation of mitigation measures during construction. A written finding must demonstrate that one the following circumstances exist: ▪ A piece of specialized equipment is unavailable in a controlled form, or within the required Tier level, within the state of California, including through a leasing agreement.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division

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	▪ A contractor has applied for necessary incentive funds to put controls on a piece of uncontrolled equipment planned for use on the project, but the application process is not yet approved, or the application has been approved, but funds are not yet available. ▪ A contractor has ordered a control device for a piece of equipment planned for use on the project, or the contractor has ordered a new piece of controlled equipment to replace the uncontrolled equipment, but that order has not been completed by the manufacturer or dealer. In addition, for this exemption to apply, the contractor must attempt to lease controlled equipment to avoid using uncontrolled equipment, but no dealer within 200 miles of the project has the controlled equipment available for lease.	
MM AQ-4. Cargo Ships Used During Construction. All ships and barges used primarily to deliver construction-related materials or cranes shall comply with the expanded Vessel Speed Reduction Program (VSRP) of 12 knots between 40 nautical miles (nm) from Point Fermin and the Precautionary Area.	**Timing:** During specified construction phases. **Methods:** LAHD will include MM AQ-4 in the contract specifications for construction. LAHD will monitor implementation of mitigation measures during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting**: Environmental Management Division, Construction Management Division
MM AQ-5. General Construction Mitigation Measure. All dredging equipment must be electric; however, this is subject to availability of the equipment. For MM AQ-1 through MM AQ-4, if a CARB-certified technology becomes available that is as good as or better than the existing measure in terms of emissions performance, the technology could replace the existing technology if approved by LAHD.	**Timing:** During specified construction phases. **Methods:** LAHD will include MM AQ-5 in the contract specifications for construction. LAHD will monitor implementation of mitigation measures during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
MM AQ-6. Vessel Speed Reduction Program (VSRP). Starting January 1, 2019 and thereafter, 95 percent of Evergreen ships calling at the Everport Container Terminal shall be required to comply with the expanded VSRP at 12 knots between 40 nm from Point Fermin and the Precautionary Area. Starting January 1, 2026, 95 percent of all ships calling at the Everport	**Timing:** Throughout operation. **Methods:** LAHD will include MM AQ-6 in the lease agreement with tenant. LAHD will monitor implementation of mitigation measures during	**Implementation:** LAHD and Everport **Monitoring and Reporting:** Environmental Management

Mitigation Measure, Lease Measure or Standard Condition of Approval	Timing and Methods	Responsible Parties
Container Terminal will follow this requirement. Alternative Compliance Plans will be considered where a different speed that would result in fewer emissions compared to the current speed limits. Any alternative compliance plan shall be submitted to LAHD at least 90 days in advance for approval and shall be supported by data that demonstrates the ability of the alternative compliance plan for the specific vessel and type to achieve emissions reductions comparable to or greater than those achievable by compliance with VSRP. The alternative compliance plan shall be implemented once written notice of approval is granted by the LAHD.	operation.	Division
MM AQ-7. Alternative Maritime Power (AMP). By 2020 or upon substantial completion of construction, 90 percent of Evergreen ships calling at the Everport Terminal must use AMP. By 2026, 95 percent of all ship calls at the Everport Container Terminal must use AMP or approved equivalent under the CARB Shore-Power Regulation. The equivalent alternative technology must, at a minimum, meet the emissions reductions that would be achieved from AMP.	**Timing:** Throughout operation. **Methods:** LAHD will include MM AQ-7 in the lease agreement with tenant. LAHD will monitor implementation of mitigation measures during operation.	**Implementation:** LAHD and Everport Monitoring and Reporting: Environmental Management Division
LM AQ-1. Replacement of Equipment and Review of New Technology. When the tenant needs to replace or turnover equipment in its fleet, the tenant shall meet with the LAHD to determine if something is feasible or technologically available that may result in fewer emissions. If any kind of technology becomes available and is shown to be as good as or better than the existing measure in terms of emissions reduction performance, the technology could replace the requirements of other mitigation measures pending approval by LAHD. LAHD shall require the tenant to review any new emissions-reduction technology for feasibility and report back to LAHD every five years beginning five years after lease agreement if no new purchase or equipment turnover occurs sooner as noted in the abovementioned paragraph. If LAHD and tenant determine the technology is feasible in terms of cost and operations, the tenant shall work with LAHD to implement such technology.	**Timing:** Throughout operation. **Methods** LAHD will include LM AQ-1 in the lease agreement with tenant. LAHD will monitor implementation of lease measures during operation.	**Implementation:** LAHD and Everport **Monitoring and Reporting:** Environmental Management Division
LM AQ-2: Priority Access System. A priority access system shall be evaluated to identify one or more ways to provide preferential access to zero- and near-zero-emission trucks. The tenant shall provide a report to LAHD on preferential access system options by January 1, 2020.	**Timing:** Throughout operation. **Methods:** LAHD will include LM AQ-2 in the lease agreement with tenant. LAHD will monitor implementation of lease measures during operation.	**Implementation:** LAHD and Everport **Monitoring and Reporting:** Environmental Management Division

Mitigation Measure, Lease Measure or Standard Condition of Approval	Timing and Methods	Responsible Parties
Biological Resources		
MM BIO-1: Protect Marine Mammals. Although it is expected that marine mammals will voluntarily move away from the area at the commencement of the vibratory or "soft start" of pile driving activities, as a precautionary measure, pile driving activities occurring as part of the sheet pile and king pile installation will include establishment of a safety zone, by a qualified marine mammal professional, and the area surrounding the operations (including the safety zones) will be monitored for marine mammals by a qualified marine mammal observer.[1] The pile driving site will move with each new pile; therefore, the safety zones will move accordingly. [1] Marine mammal professional qualifications shall be identified based on criteria established by LAHD during the construction bid specification process. Upon selection as part of the construction award winning team, the qualified marine mammal professional shall develop site specific pile driving safety zone requirements, which shall follow NOAA Fisheries Technical Guidance Assessing the Effects of Anthropogenic Sound on Marine Mammal Hearing (NOAA Fisheries 2016) in consultation with the Acoustic Threshold White paper prepared for this purpose by LAHD (LAHD 2017). Final pile driving safety zone requirements developed by the selected marine mammal professional shall be submitted to LAHD Construction and Environmental Management Divisions.	**Timing:** Throughout pile driving operations. **Methods:** LAHD shall include MM BIO-1 in the contract specifications for construction. LAHD shall monitor implementation of mitigation measures during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
Cultural Resources		
MM CR-1: Historic Resource Recordation. Prior to demolition of the former Canner's Steam Company Plant (located within the 22-acre backland area shown in Figure 2-4 of Chapter 2, Project Description, and Figure 3.4-6 of Section 3.4, Cultural Resources of the Draft EIS/EIR), archival documentation of the building will be completed in the form of a Historic American Building Survey (HABS) that shall comply with the Secretary of the Interior's Standards for Architectural and Engineering Documentation. The documentation shall include large-format photographic recordation, detailed historic narrative report, and compilation of historic research. The documentation shall be completed by a qualified architectural historian and shall be placed in the Port archives.	**Timing:** Prior to the demolition of the former Canner's Steam Company Plant. **Methods:** LAHD shall complete MM CR-1 prior to commencement of demolition activities. LAHD shall retain a qualified archaeologist to evaluate any potential finds prior to demolition.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
MM CR-2: Completion of Phase I Cultural Resource Investigation. A Phase I investigation shall be completed by a qualified archaeologist for all un-surveyed areas of the 22-acre backlands (shown in Figure 2-4 of Chapter 2, Project Description, and Figure 3.4-6 of Section 3.4, Cultural Resources of the Draft EIS/EIR) to rule out the presence of significant resources. Phase II and III investigations shall be completed if significant	**Timing:** Prior to construction within the 22-acre backlands expansion area. **Methods:** LAHD shall complete MM CR-2 prior to commencement of construction activities of the 22-acre backlands. LAHD shall retain a qualified archaeologist	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction

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archaeological resources are not ruled out. Furthermore pre-construction worker training shall be completed if significant resources are not ruled out. Furthermore, pre-construction worker training shall be completed as described in MM CR-3.	to evaluate any potential finds prior to construction.	Management Division
MM CR-3: Pre-construction Worker Training. Prior to the commencement of landside construction activities, qualified archaeologist and paleontologist retained by the LAHD or their designee shall provide training to construction personnel to provide information on regulatory requirements for the protection of cultural resources. This training may take the form of examples of cultural resources to look for and protocols to follow if discoveries are made. The archaeologist/paleontologist shall develop the training and any supplemental materials necessary to execute said training.	**Timing:** Prior to construction activities. **Methods:** LAHD shall include MM CR-3 in the contract specifications so that a qualified archaeologist shall perform the training to all construction personnel related to the protection of cultural resources.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
SC CR-1: Stop Work in the Area if Prehistoric and/or Archaeological Resources are Encountered. In the unlikely event that any prehistoric artifact is encountered during construction, work shall be immediately stopped and the area secured until the materials found can be assessed by a qualified archaeologist.	**Timing:** Throughout construction. **Methods:** LAHD shall include SC CR-1 in the contract specifications for construction. LAHD shall monitor implementation of standard conditions of approval during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
SC CR-2: Unanticipated Discovery of Paleontological Resources. In the event that a paleontological resource is encountered during construction, the contractor shall stop construction and a qualified paleontologist shall evaluate the significance of the resource. Additional monitoring recommendations may be made at that time. If the resource is found to be significant, the paleontologist shall systematically remove and stabilize the specimen(s) in anticipation of preservation. Curation of the specimen shall be in a qualified research facility, such as the Los Angeles County Natural History Museum.	**Timing:** Throughout construction. **Methods:** LAHD shall include SC CR-2 in the contract specifications for construction. LAHD shall monitor implementation of standard conditions of approval during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
Greenhouse Gas Emissions		
MM GHG-1 – LED Lighting. All fixtures on the high mast poles at the Everport Container Terminal shall be replaced with LED fixtures or a technology with similar energy-saving capabilities.	**Timing:** Tenant must complete replacement of lighting by December 31, 2020. **Methods:** Tenant shall include MM GHG-1 in the construction specifications.	**Implementation:** Tenant through its own construction contractor in conjunction with LAHD **Monitoring and Reporting:** Environmental Management

Mitigation Measure, Lease Measure or Standard Condition of Approval	Timing and Methods	Responsible Parties
		Division, Construction Management Division
MM GHG-2 – Solar Electricity. Photovoltaic panels shall be installed over the employee parking lot as part of the development of the 22 acres, pending a feasibility study.	**Timing:** Feasibility study must be conducted prior to design and construction of the 22-acre backlands. **Methods:** Tenant shall include MM GHG-2 and its feasibility potential into construction specifications	**Implementation:** Tenant through its own construction contractor in conjunction with LAHD **Monitoring and Reporting:** Environmental Management Division, Construction Management Division
LM GHG-1: GHG Credit Fund. Proposed Project GHG emissions are 99,856 metric tons of CO2e above the CEQA Baseline in the peak year of operations in 2038. They exceed the 10,000 metric ton CO2e significance threshold by 99,856 metric tons. Because operational GHG emissions exceed the significance threshold with the incorporation of all feasible mitigation measures, LAHD shall establish a carbon offset fund, which may be accomplished through a Memorandum of Understanding with the California Air Resources Board or another appropriate entity, to mitigate project GHG impacts to the maximum extent feasible. The fund shall be used for GHG-reducing projects and programs on Port of Los Angeles property. It shall be the responsibility of the Tenant to contribute to the fund. Fund contribution shall be the equivalent of 1 percent of the minimum annual guarantee (MAG) at the time that project construction will commence. This amount will be approximately $300,000, payable upon substantial completion of Project construction. This amount is appropriate because it takes into account the tenant's actual container throughput and assesses a fee in correlation with the facility's GHG contribution level. If LAHD is unable to establish the fund within a reasonable period of time, the Tenant shall instead purchase credits from an approved GHG offset registry in the amount of approximately $300,000.	**Timing:** Payable upon substantial completion of Project construction. **Methods:** LAHD shall include LM GHG-1 in the lease agreement with tenant. LAHD shall monitor implementation of mitigation measures during operation.	**Implementation:** LAHD and Everport **Monitoring and Reporting:** Environmental Management Division
Noise		
MM NOI-1: Noise Reduction during Pile Driving. The contractor shall be required to use a pile driving system which is capable of limiting maximum noise levels at 50 feet from the pile driver to 104 dBA, or less, for wharf construction.	**Timing:** Throughout pile driving operations. **Methods:** LAHD shall include MM NOI-1 in the contract specifications for construction. LAHD shall monitor implementation of mitigation measures during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management

Mitigation Measure, Lease Measure or Standard Condition of Approval	Timing and Methods	Responsible Parties
		Division, Construction Management Division
MM NOI-2: Utilize Temporary Noise Attenuation Curtain Adjacent to Pile Driving Equipment. If under MM NOI-1 the reduced pile driving noise exceeds 103 dBA at 50 feet from the pile driver, utilize temporary noise attenuation curtain suitable for pile driving equipment as needed. This noise attenuation device should be installed directly between the equipment and the nearest noise sensitive receptor to the construction site.	**Timing:** Throughout pile driving operations. **Methods:** LAHD shall include MM NOI-2 in the contract specifications for construction. LAHD shall monitor implementation of mitigation measures during construction.	**Implementation:** LAHD through Construction Contractor **Monitoring and Reporting:** Environmental Management Division, Construction Management Division