

**DisneylandForward
Project Description
September 14, 2021**

To allow continued, long-term growth of The Disneyland Resort®, DisneylandForward (Project) will provide flexibility as to location for permitted uses within the Disneyland Resort Specific Plan (DRSP) area and at properties within the Anaheim Resort Specific Plan (ARSP) area owned or controlled by Walt Disney Parks and Resorts U.S., Inc. (the Applicant) or other subsidiaries of The Walt Disney Company (Disney's ARSP Properties). The Project also will provide for future streamlined review by the City of Anaheim (City) of the Applicant's projects within the DRSP area and at Disney's ARSP Properties. Both the DRSP and the ARSP are located within an area of the City known as The Anaheim Resort®, which encompasses approximately 1,078 acres generally located adjacent to and southwest of Interstate 5 (I-5) between Ball Road to the north, Walnut Street to the west, and Chapman Avenue to the south.

The Project will cover The Disneyland Resort, including the existing Theme Park, Hotel, Parking and Future Expansion Districts, as well as the following Disney ARSP Properties in the ARSP Commercial Recreation (C-R) District (Development Area 1): 1515 S. Manchester Avenue (currently used as the Manchester Cast Member Lot); 1585 S. Manchester Avenue (currently used as an office building and the Manchester Cast Member Lot); 1530 S. Harbor Boulevard (currently used as the Manchester Cast Member Lot); 1900 S. Harbor Boulevard (currently used as the Toy Story Parking Lot); 333 W. Ball Road (currently used as the Harbor Cast Member Lot); and 1717 S. Disneyland Drive (Paradise Pier Hotel). To the extent the Project updates the Anaheim Resort Public Realm Landscape Program and Anaheim Resort Identity Program to allow for the use of improved technologies and more drought-tolerant landscaping and amends the DRSP Maximum Permitted Structural Height Map and the Anaheim Commercial Recreation Area Maximum Permitted Structural Height Map, the Project will cover the entire Anaheim Resort.

Currently, the DRSP, which was analyzed in The Disneyland Resort Environmental Impact Report (EIR No. 311), certified by the City of Anaheim in 1993, as amended by an Addendum approved by the City of Anaheim in 1996, allows the following development:

- Theme Park District: up to 6,850,000 square feet of theme park uses, up to 1,025 hotel rooms, and up to 475,000 square feet of administration buildings with up to 2,300 associated parking spaces;
- Hotel District: up to 5,600 hotel rooms (including the 1,025 hotel rooms which have been constructed in the Theme Park District), up to 300,000 square feet of retail/restaurant uses, up to 9,930 parking spaces, and up to 200,000 square feet of meeting rooms/convention space;
- Theme Park District/Hotel District: up to 350,000 square feet of the theme park square footage allowed in the Theme Park District may be developed as a retail entertainment center in the Hotel District;
- Parking District, East Parking Area: up to 17,600 parking spaces, including up to 5,000 parking spaces that may be located in the Theme Park District;
- Parking District, West Parking Area: up to 16,700 parking spaces; and
- Future Expansion District: up to 5,100 parking spaces.

To date, Disney has used approximately 45 percent of the approved square footage for theme park uses in part due to the open-air nature of Disney's theme parks. The Project will allow Disney to move all or a portion of the unused approved square footage to the existing Hotel District, which will become part of the new Theme Park District of the DRSP, or the existing Future Expansion District, which will become the Southeast District of the DRSP. Under the Project, a cumulative total of up to 5,930,000 square feet of theme park uses could be developed in the DRSP, including up to 5,540,000 square feet in the new Theme Park District and up to 390,000 square feet in the new Southeast District. Similarly, the Project will allow Disney to move the unused portion of the hotel room approvals from the existing Hotel District to the existing Theme Park District or the existing Future Expansion District. Under the Project, a cumulative total of up to 5,600 hotel rooms could be developed in the DRSP, including a combination of up to 5,600 hotel rooms in the new Theme Park District and up to 1,852 hotel rooms in the new Southeast District. As part of the Project, Disney is not seeking additional square footage for theme park uses or retail entertainment uses or additional hotel rooms within The Disneyland Resort. Instead, the Project will allow Disney to move the existing approvals to other areas within the DRSP and ARSP (as discussed below). The Project will not include any changes to District A, the Anaheim GardenWalk Overlay, or the C-R Overlay.

Currently, the ARSP, which was most recently analyzed in Supplemental Environmental Impact Report No. 340 (SEIR No. 340), certified by the City of Anaheim in 2012 to support an amendment to the ARSP, allows Disney's ARSP Properties to be developed with up to 75 or 50 hotel rooms per gross acre with approval of a Final Site Plan as indicated below:

- up to 1,116 hotel rooms on 1515 S. Manchester Avenue (currently used as the Manchester Cast Member Lot), 1585 S. Manchester Avenue (currently used as an office building and the Manchester Cast Member Lot), and 1530 S. Harbor Boulevard (currently used as the Manchester Cast Member Lot);
- up to 3,348 hotel rooms at 1900 S. Harbor Boulevard (currently used as the Toy Story Parking Lot);
- up to 534 hotel rooms at 333 W. Ball Road (currently used as the Harbor Cast Member Lot); and
- up to 564 hotel rooms at 1717 S. Disneyland Drive (Paradise Pier Hotel).

Section 18.116.070 of the City of Anaheim Municipal Code also allows the development of theme parks, entertainment venues, and transportation facilities on these properties with approval of a conditional use permit. The Project will create a Theme Park East Overlay within the ARSP for the existing Toy Story Parking Lot and a Theme Park West Overlay within the ARSP for the existing Paradise Pier Hotel to allow the Applicant to develop theme park uses on these properties concurrently with the development of theme park uses on the expanded Theme Park District or the Southeast District of the DRSP. With the Project, up to 840,000 square feet of theme park uses could be developed within the Theme Park East Overlay and up to 80,000 square feet of theme park uses could be developed within the Theme Park West Overlay for a cumulative total of up to 920,000 square feet of theme park uses in these Overlays. The Project

also will create a Parking Overlay within the ARSP for Disney's ARSP Properties located at 1515 S. Manchester Avenue, 1585 S. Manchester Avenue, 1530 S. Harbor Boulevard, and 333 W. Ball Road. The Parking Overlay will permit development of the same type of parking and transportation facilities allowed under Section 18.114.080 for the East Parking Area of the Parking District of the DRSP, and the same type of back-of-house uses, and limited retail, dining and entertainment uses allowed under Section 18.114.060 for the Theme Park District of the DRSP. The Parking Overlay also will continue to allow hotel uses, which are currently allowed under the ARSP for this area.

The Project will allow future streamlined review by the City of the Applicant's projects in the DRSP and on Disney's ARSP Properties. With approval of the Project, the property owner could submit building plans for projects proposed by the Applicant in the DRSP and on Disney's ARSP Properties to the Planning and Building Department for review by the Planning Services Division for conformance with the applicable specific plans and associated zoning standards prior to issuance of building permits.

The Project will require approval of an amendment to the Land Use Element of the City's General Plan to describe the amended District names and new Overlays and associated density. The Project also will require approval of amendments to the Circulation Element of the City's General Plan and the Orange County Master Plan of Arterial Highways (MPAH) for the following: (1) the removal of the proposed future extensions of Clementine Street between Katella Avenue and Orangewood Avenue and Gene Autry Way between Harbor Boulevard and Haster Street, which are planned through the Southeast District of the DRSP and the adjacent Theme Park East Overlay area in the ARSP; (2) the removal of the portion of Disneyland Drive between Magic Way and Katella Avenue as the Project will privatize this portion of Disneyland Drive; and (3) the reclassification of Disney Way between Anaheim Boulevard and Harbor Boulevard from a six-lane Major Arterial to a four-lane Primary Arterial (with no change to the width of the ultimate public right-of-way). The Project also would require approval of the abandonment of the public rights-of-way in Magic Way between Walnut Street and Disneyland Drive, in Disneyland Drive between Magic Way and Katella Avenue, and in Clementine Street between Katella Avenue and the south property line of the Southeast District of the DRSP, previously dedicated by the Applicant to the City. The Project also will require an amendment to the Circulation Element, Existing and Planned Bicycle Facilities Map and Amendments to Figures 6 and 13 and Tables 7 and 10 of the Bicycle Masterplan to shift the proposed bike path from the Southern California Edison easement to Disney Way. Finally, under the Project, additional pedestrian bridges may be permitted over Harbor Boulevard and Disneyland Drive. The pedestrian bridge(s) over Harbor Boulevard will require an encroachment agreement. The existing encroachment agreements for pedestrian bridges over Magic Way and Disneyland Drive would be terminated as those street segments are proposed to become private streets. The above changes also will be reflected in both the DRSP and ARSP.

The potential environmental impacts of the Project will be reviewed in a Subsequent Environmental Impact Report to EIR No. 311 (The Disneyland Resort) and SEIR No. 340 (The Anaheim Resort Specific Plan). The review will be limited to the impacts of the Project's

proposed changes (moving previously approved and vested uses to other areas of the DRSP and ARSP and other Project actions listed below) to The Disneyland Resort Project, previously analyzed in certified EIR No. 311, and the Anaheim Resort Specific Plan Project, previously analyzed in certified SEIR No. 340.

The Project will require the following project actions, among others, from the City of Anaheim:

- certification of a Subsequent Environmental Impact Report to EIR No. 311 and SEIR No. 340 and adoption of a Mitigation Monitoring Program;
- approval of an amendment to the Land Use Element of the City of Anaheim General Plan to describe the amended District names and new Overlays and associated density;
- approval of an amendment to the Circulation Element of the City of Anaheim General Plan (1) to remove the proposed extensions of Clementine Street between Katella Avenue and Orangewood Avenue and of Gene Autry Way between Harbor Boulevard and Haster Street, which are planned through the Southeast District of the DRSP and the adjacent Theme Park East Overlay area in the ARSP; (2) to remove the portion of Disneyland Drive from Ball Road to Katella Avenue from the Planned Roadway Network Map as the Project will privatize the portion of Disneyland Drive between Magic Way and Katella Avenue; and (3) to reclassify Disney Way between Anaheim Boulevard and Harbor Boulevard from a six-lane Major Arterial to a four lane Primary Arterial (with no change to the width of the ultimate public right-of-way);
- approval of an amendment to the Circulation Element, Existing and Planned Bicycle Facilities Map and Amendments to Figures 6 and 13 and Tables 7 and 10 of the Bicycle Masterplan to shift the proposed bike lane from the Southern California Edison easement to Disney Way;
- approval of an amendment to the DRSP and the DRSP Zoning and Development Standards;
- approval of an amendment to the ARSP and the ARSP Zoning and Development Standards, including approval of The Anaheim Resort Theme Park East Overlay, The Anaheim Resort Theme Park West Overlay, and The Anaheim Resort Parking District Overlay, and changes to the Public Facilities Plan pertaining to Disneyland Drive and Magic Way;
- approval of amendments to the DRSP Maximum Permitted Structural Height Map and the Anaheim Commercial Recreation Area Maximum Permitted Structural Height Map;
- approval of amendments to the Anaheim Resort Public Realm Landscape Program and Anaheim Resort Identity Program;
- approval of the abandonment of the public rights-of-way in Magic Way between Walnut Street and Disneyland Drive, in Disneyland Drive between Magic Way and Katella Avenue, and in Clementine Street between Katella Avenue and the south property line of the proposed Southeast District of the DRSP, previously dedicated by Disney to the City;
- approval of an encroachment agreement for a pedestrian bridge(s) over Harbor Boulevard and termination of existing encroachment agreements for pedestrian bridges over Magic Way and Disneyland Drive;
- approval of potential amendments to the Anaheim Resort Maintenance District (ARMD) with the privatization of Magic Way and a portion of Disneyland Drive; and

- approval of an amendment to the Development Agreement between Walt Disney World Co. and the City.

The Project also will require the following action from the Orange County Transportation Authority:

- approval of an amendment to the Orange County Master Plan of Arterial Highways (1) to remove the proposed extensions of Gene Autry Way between Harbor Boulevard and Haster Street and of Clementine Street between Katella Avenue and Orangewood Avenue, which are planned through the Southeast District of the DRSP and the adjacent existing Toy Story Parking Lot in the ARSP; (2) to remove the portion of Disneyland Drive from Ball Road to Katella Avenue as the Project will privatize the portion of Disneyland Drive between Magic Way and Katella Avenue as the Project will privatize this portion of Disneyland Drive; and (3) to reclassify Disney Way between Anaheim Boulevard and Harbor Boulevard from a six-lane Major Arterial to a four lane Primary.

The Project also may require permits or approvals from other public agencies with jurisdiction over the Project.

DisneylandForward
Uses Currently Allowed Under DRSP/ARSP For Disney Properties
September 15, 2021

Disney DRSP Property	Maximum Allowable Development Under DRSP	Existing Development	Remaining Entitlement
<i>Hotel District Uses</i>			
Hotel Rooms	5,600 hotel rooms	2,336 hotel rooms	3,264 hotel rooms
Hotel Retail/Restaurant	300,000 sf	159,549sf	140,451sf
Hotel Meeting Space	200,000 sf	161,220 sf	38,780 sf
Parking Spaces	9,930 spaces	6,176 spaces	3,754 spaces
<i>Theme Park District Uses Within the Hotel District Boundary</i>			
Theme Park District Retail Entertainment	350,000 sf	246,702sf	103,298sf
<i>Theme Park District</i>			
Theme Park	6,850,000 sf	3,192,885 sf	3,657,115sf
Administration Building	475,000 sf	305,430 sf	169,570 sf
Administration Building Parking	2,300 spaces	1,464 spaces	836 spaces
<i>Parking District</i>			
East Parking Area	17,600 spaces	1,337 spaces	16,263 spaces
West Parking Area	16,700 spaces	16,298 spaces	402 spaces
<i>Future Expansion District</i>			
Parking Area	5,100 spaces	2,572 spaces	2,528 spaces
Disney ARSP Properties	Maximum Allowable Development Under ARSP	Existing Development	Remaining Entitlement
<i>Hotel District Uses</i>			
1515 S. Manchester Ave 1585 S. Manchester Ave 1530 S. Harbor Blvd	1,116 hotel rooms	Cast Member parking and office building	1,116 hotel rooms
1900 S. Harbor Blvd	3,348 hotel rooms	Toy Story Parking Lot	3,348 hotel rooms
333 W. Ball Road	534 hotel rooms	Cast Member parking	534 rooms
1717 S. Disneyland Drive	564 hotel rooms	Paradise Pier Hotel	564 hotel rooms

DisneylandForward
Hotel Room Density Currently Allowed For Disney's ARSP Properties
September 15, 2021

Disney ARSP Properties	Acreage	Density Category	Maximum Allowable Development Under ARSP
Parking Overlay			
1515 S. Manchester Ave 1585 S. Manchester Ave 1530 S. Harbor Blvd	14.88 ac	C-R District: Low-Medium Density Up to 75 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 1,116 hotel rooms
333 W. Ball Road	10.69 ac	C-R District: Low Density Up to 50 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 534 hotel rooms
Theme Park East Overlay			
1900 S. Harbor Blvd	53 ac	C-R District: Low-Medium Density Up to 75 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 3,348 hotel rooms ¹
Theme Park West Overlay			
1717 S. Disneyland Drive	5.19 ac	C-R District: Low Density Up to 50 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 564 hotel rooms ²
Notes: ¹ Acreage for this density excludes the ultimate public right-of-way for Clementine Street and Gene Autry Way. ² Consistent with SEIR 340.			

DisneylandForward
Theme Park Development Plan (SP-07)
September 15, 2021

Disney DRSP Property	Maximum Allowable Development Under DRSP	Existing Development	Remaining Entitlement
<i>Theme Park District</i>			
Theme Park	Up to 5,540,000 sf ¹	3,192,885 sf	Up to 3,657,115 sf
Theme Park District Retail Entertainment	350,000 sf ²	246,702 sf	103,298 sf
Administration Building	475,000 sf	305,430 sf	169,570 sf
Administration Building Parking	2,300 spaces	1,464 spaces	836 spaces
<i>Southeast District</i>			
Theme Park	Up to 390,000 sf ¹	Cast Member Parking	Up to 390,000 sf
Disney ARSP Properties	Maximum Allowable Development Under ARSP	Existing Development	Remaining Entitlement
<i>Theme Park East Overlay</i>	Up to 840,000 sf ¹	Toy Story Parking Lot	Up to 840,000 sf
<i>Theme Park West Overlay</i>	Up to 80,000 sf ¹	Paradise Pier Hotel	Up to 80,000 sf
Note: ¹ Including back-of-house uses. ² Up to 350,000 sf of 5,540,000 sf allowed for theme park development may be developed as Retail, Dining and Entertainment.			

DisneylandForward
Hotel Development Plan (Map SP-08)
September 15, 2021

Disney DRSP Property	Maximum Allowable Development Under DRSP	Existing Development	Remaining Entitlement
Theme Park District			
Hotel Rooms	Up to 5,600 hotel rooms	2,336 hotel rooms	Up to 3,264 hotel rooms
Hotel Retail/Restaurant	Up to 300,000 sf	159,549sf	140,451sf
Hotel Meeting Space	Up to 200,000 sf	161,220 sf	38,780 sf
Parking Spaces	Up to 9,930 spaces	6,176 spaces	3,754 spaces
Southeast District			
Hotel Rooms	Up to 1,852 hotel rooms ¹	Cast Member Parking	Up to 1,852 hotel rooms
Disney ARSP Properties	Acreage	Density Category	Maximum Allowable Development Under ARSP
Parking Overlay			
1515 S. Manchester Ave 1585 S. Manchester Ave 1530 S. Harbor Blvd	14.88 ac	C-R District: Low-Medium Density Up to 75 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 1,116 hotel rooms
333 W. Ball Road	10.69 ac	C-R District: Low Density Up to 50 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 534 hotel rooms
Theme Park East Overlay			
1900 S. Harbor Blvd	53 ac	C-R District: Low-Medium Density Up to 75 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 3,348 hotel rooms ²
Theme Park West Overlay			
1717 S. Disneyland Drive	5.19 ac	C-R District: Low Density Up to 50 rooms per gross acre or 75 rooms per lot or parcel, whichever is greater	Up to 564 hotel rooms ³
Notes: ¹ The proposed number of guest rooms reflects the same density (75 guest rooms per gross acre) as permitted by paragraph .0201 of Section .020 (Permitted Accessory Uses and Structures) of 18.114.090 (Land Use and Site Development Standards - Future Expansion District (Development Area 4)). ² Acreage for this density excludes the ultimate public right-of-way for Clementine Street and Gene Autry Way. ³ Consistent with SEIR 340.			

DisneylandForward
Parking Development Plan (Map SP-09)
September 15, 2021

Disney DRSP Property	Existing Development	Maximum Allowable Development Under DRSP
East Parking Area	Cast Member Parking & Gardenwalk	Up to 17,600 spaces
West Parking Area	Guest and Cast Member Parking	Up to 16,700 spaces
Southeast District	Cast Member Parking	Up to 5,100 spaces
Disney ARSP Properties	Existing Development	Maximum Allowable Development Under ARSP
<i>Parking Overlay</i>		
1515 S. Manchester Ave 1585 S. Manchester Ave 1530 S. Harbor Blvd	Cast Member Parking and Office Building	Up to 17,600 spaces split with the DRSP East Parking Area
333 W. Ball Road	Cast Member Parking	Up to 5,700 spaces

DisneylandForward
Density Proposed For Disney Properties
September 15, 2021

Disney DRSP Property	Maximum Allowable Development Under DRSP
Theme Park District	
Hotel Rooms	Up to 5,600 hotel rooms
Hotel Retail/Restaurant	Up to 300,000 sf
Hotel Meeting Space	Up to 200,000 sf
Parking Spaces	Up to 9,930 spaces
Theme Park District Retail Entertainment	Up to 350,000 sf ¹
Theme Park	Up to 5,540,000 sf
Administration Building	475,000 sf
Administration Building Parking	2,300 spaces
Parking District	
East Parking Area	Up to 17,600 spaces
West Parking Area	Up to 16,700 spaces
Southeast District	
Theme Park	Up to 390,000 sf
Hotel Rooms	Up to 1,852 hotel rooms
Parking	5,100 spaces
Disney ARSP Properties	Maximum Allowable Development Under ARSP
Parking Overlay	
1515 S. Manchester Ave 1585 S. Manchester Ave 1530 S. Harbor Blvd	Up to 17,600 spaces split with the DRSP East Parking Area and up to 1,116 hotel rooms
333 W. Ball Road	Up to 5,700 spaces parking spaces and up to 534 hotel rooms
Theme Park East Overlay	
1900 S. Harbor Blvd	Up to 840,000 sf of theme park uses and up to 3,348 hotel rooms
Theme Park West Overlay	
1717 S. Disneyland Drive	Up to 80,000 sf of theme park uses and up 564 hotel rooms
Notes: ¹ Up to 350,000 sf of 5,540,000 sf allowed for theme park development may be developed as Retail, Dining and Entertainment.	