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A Commitment to Service

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OCT 14 2011

NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT.

Environmental Management

1195 Third Street, Suite 101
Napa, CA 94559
www.co.napa.ca.us

Main: (707) 253-4471
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Steven Lederer
Director

MEMORANDUM

To: Napa County Planning Department, Sean Trippi	From: Kim Withrow, Senior Environmental Health Specialist <i>KW</i>
Date: October 12, 2011	Re: Application for Use Permit Modification Napa Commerce Center Located at Airport Blvd., Napa Assessor Parcel # 057-210-056 File # P11-00233

We have received the will serve letters and a revised site plan for the proposed gas station, convenience store and car wash. This Department has no objection to approval of the application with the following conditions of approval:

1. Complete plans and specifications for the food preparation, service area(s), storage area(s) and the employee restrooms must be submitted for review and approval by this Department prior to issuance of any building permits for said areas. An annual food permit will be required.
2. All underground storage facilities storing hazardous materials as defined by Division 20, Chapter 6.7 of the State Health and Safety Code shall be approved by this Department prior to approval of any building permits.
3. Any hazardous waste produced on site, including laboratory wastes, must be stored and disposed of in a manner consistent with Chapter 6.5, Division 20 of the California Health and Safety Code and with Title 22, Division 4.5 of the California Code of Regulations. Additionally, a Hazardous Waste Generator Permit must be obtained from this Department.
4. Pursuant to Chapter 6.95 of the California Health and Safety Code, businesses that store hazardous materials above threshold planning quantities (55 gallons liquid, 200 cubic feet compressed gas, or 500 pounds of solids) shall obtain a permit and file an approved Hazardous Materials Business Plan with this Department within 30 days of said activities. If your business does not store hazardous materials above threshold planning quantities, submit the Business Activities Page indicating as such.

5. Discharges of wastewater or wash water from activities including (but not limited to) equipment washing, vehicle washing, auto body related activities, parking lot washing and mobile detailing that may contain oil, grease, metals, or other deleterious materials must be properly disposed. Contact your local sewer agency for discharge requirements. If a closed loop water reuse system is installed for the carwash, wastewater/sludge contained by this system must be characterized and properly disposed off site. The closed loop waste stream may generate waste that qualifies as a hazardous waste, and therefore must be handled in a manner consistent with Chapter 6.5, Division 20 of the California Health and Safety Code and with Title 22, Division 4.5 of the California Code of Regulations.
6. The proposed development must be annexed to the Napa Sanitation District.
7. All waste water lines of the proposed development must be connected to the Napa Sanitation District.
8. All solid waste shall be stored and disposed of in a manner to prevent nuisances or health threats from insects, vectors and odors.
9. During the construction, demolition, or renovation period of the project the applicant must use the franchised garbage hauler for the service area in which they are located for all wastes generated during project development, unless applicant transports their own waste. If the applicant transports their own waste, they must use the appropriate landfill or solid waste transfer station for the service area in which the project is located.
10. Adequate area must be provided for collection of recyclables. The applicant must work with the franchised garbage hauler for the service area in which they are located, in order to determine the area and the access needed for the collection site. The garbage and recycling enclosure must meet the enclosure requirements provided during use permit process and be included on the building permit submittal.
11. The proposed parcel(s) must be connected to the American Canyon water system.

cc: Napa 34 Holdings LLC, c/o Kristen Pigman, 2481 Sunrise Blvd., Ste. 200, Gold River, CA 95617
Hillary Gitelman, CDPD
Lisa Clark, DEM
Doug Calhoun, DEM



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Steven Lederer
Director

MEMORANDUM

To: Napa County Planning Department,
Sean Trippi

From: Kim Withrow, Senior Environmental
Health Specialist *KW*

Date: October 12, 2011

Re: Application for Tentative Parcel Map
Revision – Napa Commerce Center
Located at Airport Blvd., Napa
Assessor Parcel # 057-210-056
File # P11-00235

We have reviewed the revised tentative map and have no objections to approval of the application nor do we have conditions to include if this project is approved; however, as indicated in the application the proposed parcel must connect to the City of American Canyon water system and Napa Sanitation District which will require annexation into the District boundaries.

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cc: Napa 34 Holdings LLC, c/o Kristen Pigman, 2481 Sunrise Blvd., Ste. 200, Gold River, CA 95617
Hillary Gitelman, CDPD



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Department of Public Works

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Donald G. Ridenhour, P.E.
Director of Public Works

PUBLIC WORKS DEPARTMENT INTER-OFFICE MEMORANDUM

DATE: November 4th, 2011

TO: Sean Trippi, Conservation Development and Planning Department

FROM: Jeannette Doss, Assistant Engineer *JD*

SUBJECT: Napa Commerce Center Gas Station, APN 057-210-056, P11-00233MOD and P11-00235PM

This application is a combined submittal. The application first proposes a Specific Plan Amendment to allow a gas station in a second location within the Airport Industrial Area specific Plan. In addition to the Specific Plan Amendment the project also proposes a Tentative Subdivision Map Revision (P11-00235 PM) to accommodate a 1.19 ± net acre parcel for the purposes of development of a gas station and car wash facility and create a remainder parcel of 31.80 ± acres that remains subject to conditions of approval for P09-00330 TPM. Finally the project is proposing a Use Permit Modification (P11-00233 MOD) to already approved P09-00329 UP, to allow a gas station, with a retail outlet that will also feature a mini market with drive up service that coffee and coffee related food can be served. It will be comprised of 9 fueling pumps and 1 automated carwash mechanism (no hands on carwash service). The remaining uses and conditions of approval indicated in approval P09-00329 UP would remain in effect.

EXISTING CONDITIONS:

1. Napa County parcel 057-210-056 is located within the boundaries of the Airport Industrial Area Specific Plan on the south side of Airport Blvd. The parcel is situated between the intersections of Airport Blvd and Devlin Rd to the west and the intersection of Airport Blvd and Hwy 29 to the east.
2. The existing parcel is approximately 34 acres.
3. Site is currently undeveloped and exists as natural grasslands with visible surface drainage.
4. Project frontage exists along Airport Blvd.

5. Devlin road extension serving future lots has not been constructed.

RECOMMENDED CONDITIONS:

GROUNDWATER

1. The applicant has submitted a will serve letter from the City of American Canyon for water service dated September 19, 2011. No on site wells will be used to serve this parcel. No further analysis is necessary.
2. The Applicant must comply with all associated requirements and exhibits relating to water conditions to be imposed on all parcels as described in Napa County Agreement No. 7070, between the County of Napa and the City of American Canyon. This agreement and all its parts shall be effective as of July 3rd, 2008. (See Attached Exhibits E,F,G,H)

PARKING:

3. Any parking proposed by the applicant or required by the Planning Commission as a condition of this use permit must have a minimum structural section equivalent to support an H20 load designed by a licensed Civil or Geotechnical Engineer and shall not be less than two inches of asphalt concrete over 5 inches of Class II Aggregate. (County Road and Street Standards, Page 82).
4. Parking lot details shall conform to the requirements of the latest edition of the Napa County Road and Street Standards.

NEW PRIVATE ACCESS ROADS AND DRIVEWAYS:

5. All roadway construction associated with this application shall conform to the current Road and Street Standards of Napa County at the time of permit submittal and accepted construction and inspection practices.
6. Access drives shall meet the requirements of a commercial drive and be a minimum of 18 feet wide with 2 feet of shoulder. Structural section shall be a minimum two inches of asphalt concrete surface over five inches of Class II Aggregate or equivalent. (County Road and Street Standards, Page 12, Section 13).
7. Structural section of all drive isles shall be calculated by a licensed Civil or Geotechnical Engineer to hold a minimum H20 loading and shall conform to the procedures contained in Chapter 600 of the State of California Department of Transportation Design Manual or approved equivalent
8. All driveway access to the public right of way must conform to the latest edition of the Napa County Road and Street Standards (Page 65, Detail P-4). Outbound driveway widths shall be a minimum of 25 feet to accommodate turning movements of large trucks.
9. The applicant must obtain an encroachment permit prior to any work performed within the Napa County Right-of-Way.

10. The applicant must obtain an encroachment permit from the California Department of Transportation for any work performed within the State Right-of-Way.

SITE IMPROVEMENTS:

11. All on site civil improvements including but not limited to the excavation, fill, general grading, drainage, curb, gutter, surface drainage, storm drainage, parking, and drive isles, shall be constructed according to plans prepared by a registered civil engineer, which will be reviewed and approved by this office prior to the commencement of any on site land preparation or construction. Plans shall be submitted with the building and/or grading permit documents at the time of building and/or grading permit application. A plan check fee will apply.
12. Proposed drainage for the development shall be shown on the improvement plans and shall be accomplished to avoid the diversion or concentration of stormwater runoff onto adjacent properties. Plan shall also indicate the path and changes in runoff.
13. Grading and drainage improvements shall be constructed according to the latest "Napa County Road and Street Standards" and the California Building Code. Specifically, all cut and fill slopes shall be setback to meet the latest CBC.
14. If excess material is generated that cannot be used onsite, the Owner shall furnish to the Napa County Public Works Department evidence that the Owner has entered into agreements with the property owners of the site involved and has obtained the permits, licenses and clearances prior to commencing any off-hauling operations.
15. The applicant shall furnish an Adobe Acrobat PDF file with a complete set of all approved improvement plans to the County Engineer.
16. At the completion of construction, and prior to the final approval by the County, the applicant shall submit an Adobe Acrobat PDF file of the improvement plans reflecting all as built conditions and signed by the engineer of record.

AIRPORT SPECIFIC CONDITIONS

17. Applicant will pay the applicable Napa County Airport Industrial Area Traffic Mitigation Fees prior to receiving any building permits for this project. For any requested building permit, the proportionate share of the fee will be based on the traffic generation represented by the building permit request. For example, if the applicant requests a permit for a building that would generate 10 percent of estimated project traffic, the fee required by the county would be 10 percent of the project's grand total traffic mitigation fee. The applicant should contact the Public Works office to obtain information regarding the determination of this fee.
18. Applicant is required to dedicate to the County of Napa the required right of way for the construction of Devlin Road along the entire frontage of the parcels to be developed. Road way dedication must be a minimum of 68 feet to accommodate a 3-Lane Collector as identified in the

Airport Industrial Area Specific Plan (AIASP). Additionally, the right of way may be increased as necessary to entirely contain the roadway and all cut and fill slopes that affect the stability of the designed roadway.

19. All Public Works related improvements shall conform to the latest Napa County Road and Street Standards and the latest Napa County AIASP.
20. The Developer is to construct Devlin Road per the AIASP along the entire parcel frontage from the intersection of Airport Blvd. to the Southern most boundary connecting to the existing alignment of Devlin Road. Any portion of road constructed which is eligible for "credit" against the Traffic Mitigation Fees may be applied at the time of Building permits.
21. Any necessary storm drainage improvements shall conform to the latest "Napa County Road and Street Standards".
22. Private driveways along collectors should be separated a minimum distance of 200 feet from an intersection. The Napa County AIASP on page 120, "b. Direct Access Limitations" states that "Private driveways along collectors should be separated by a minimum distance of 200 feet and should not be permitted within 200 feet of an intersection".

OTHER RECOMMENDATIONS:

23. A Final/Parcel Map is to be submitted to the Department of Public Works in accordance with Napa County Code Section 17.22.030. Additionally, the Final/Parcel Map shall be submitted for review and approval by the County Surveyor. The applicant is to pay the map checking fee as established by resolution of the Napa County Board of Supervisors in effect at the time of submittal of the map.
24. Prior to the issuance of applicable building or grading permits the applicant must obtain all appropriate regulatory permits from the Regional Water Quality Control Board, Army Corp. of Engineers and Fish & Game.
25. Prior to the issuance of any grading or building permit, or the signing of improvement plans, the permittee and County shall survey and document the condition of the nearest County roads before construction begins, and then reevaluate conditions at the end of construction. Prior to Occupancy of any buildings or commencement of any use, the permittee shall be responsible for repair of any pavement degraded due to its construction vehicles.
26. The following improvements were identified in the December 2009 final traffic impact analysis for The Napa 34 Commerce Center project (P11-00329 UP) and shall be constructed, reviewed and approved by this office prior to occupancy of any structure:
 - a) Road widening, turn lane construction, and other improvements as described in the "Airport Boulevard/Devlin Road Intersection" section on page 21.
 - b) The existing traffic signal at Airport Boulevard/Devlin Road shall be modified to accommodate the southerly extension of Devlin Road. The "northbound right-turn

overlap phase" as part of the overall signal phasing operation and as described in the "Airport Boulevard" section on page 22.

27. As identified in the September 13, 2011 amendment to the December 2009 traffic study the limited access driveway on Airport Boulevard shall be designed to allow right turns in and right turns out only. A right-turn deceleration lane serving the right-in/right-out driveway on Airport Boulevard shall be constructed prior to the occupancy of any structures.
28. As discussed in the December 2009 traffic study, this project may have significant impacts at the Soscol Ferry/Devlin Road intersection. Whether through the payment of impact fees or through some other fair-share method duly adopted at the time of any such construction, the permittee and his/her successors in interest shall contribute to the cost of signalization at the Soscol Ferry/Devlin Road intersection should the County deem it necessary to install traffic signals at that intersection at some point in the future.
29. The project shall incorporate the turn lane construction, road widening, and other improvements at and/or adjacent to the Airport Boulevard/Ca-29 intersection as required by the Department of Transportation in their letter dated March 3, 2010.
30. Applicant shall grant an easement to the Napa County Airport for the continued maintenance, and replacement activities of its outdoor advertising sign structure located on the real property (APN 057-210-056). This easement shall include the right to construct and maintain said sign as well as the right to reasonable ingress and egress as necessary to maintain and/or update such sign faces and structures.

TENTATIVE/PARCEL MAP REQUIREMENTS

31. If the project does not install the public improvements prior to submittal of the Parcel Map for approval, then the applicant shall enter into an improvement construction agreement per Napa County Code Section 17.38.
32. Structures cannot be constructed across existing recorded utility easements. Applicant must modify and record abandonment of the whole or portion of the easement over the abandoned portion of Aviation Way to ensure buildings are constructed outside of recorded utility easements.
33. Applicant must design for drainage facilities which control drainage water generated within the land division or flowing into or crossing a land division based on a storm having a frequency of one in one hundred years, and shall be based on the runoff that can be anticipated from the ultimate development of the watershed area in which the subdivision is located (Napa County Code 17.36.020).

CONSTRUCTION STORMWATER REQUIREMENTS

34. All earth disturbing activities shall include measures to prevent erosion, sediment, and waste materials from leaving the site and entering waterways both during and after construction in

conformance with the Napa County Stormwater Ordinance. Best Management Practices shall also be implemented to minimize dust at all times.

35. The site plans indicate that the construction activity will result in disturbance of greater than one acre of total land area. Therefore, the permittee will be required to obtain coverage in accordance with Napa County's General Permit for Discharges of Storm Water Associated with Construction Activity issued by the Regional Water Quality Control Board (SRWQCB). To achieve this, the permittee shall file a Notice of Intent with the SRWQCB prior to any grading or construction activity. Construction activity subject to this permit includes but is not limited to clearing, grading and disturbances to the ground such as stockpiling, or excavation.
36. The SWPPP relating to the project improvement plans shall be submitted with the building permit application. The SWPPP should contain a site map(s) which shows the construction site perimeter, existing and proposed buildings, lots, roadways, storm water collection and discharge points, general topography both before and after construction, and drainage patterns across the project. The SWPPP must list Best Management Practices (BMPs) the discharger will use to protect storm water runoff and the placement of those BMPs. Additionally, the SWPPP must contain a visual monitoring program; a chemical monitoring program for "non-visible" pollutants to be implemented if there is a failure of BMPs; and a sediment monitoring plan if the site discharges directly to a water body listed on the 303(d) list for sediment. Section A of the Construction General Permit describes the elements that must be contained in a SWPPP. A plan check fee will apply.
37. All hazardous materials stored and used on-site during construction that could cause water pollution (e.g. motor oil, cleaning chemicals, paints, concrete, etc.) shall be stored and used in a manner that will not cause pollution, with secondary containment provided. Such storage areas shall be regularly cleaned to remove litter and debris. Any spills shall be promptly cleaned up and appropriate authorities notified.
38. All trash enclosures must be covered and protected from rain, roof, and surface drainage.
39. The property owner shall inform all individuals, who will take part in the construction process, of these requirements.

POST-CONSTRUCTION RUNOFF MANAGEMENT REQUIREMENTS

40. Project must conform and incorporate all appropriate Site Design, Source Control and Treatment Control Best Management Practices as required by the Napa County manual for *Post-Construction Runoff Management Requirements* which is available at the Public Works office.
41. Post-development runoff volume shall not exceed pre-development runoff volume for the 2-year, 24-hour storm event. Post-development runoff volume shall be determined by the same method used to determine pre-development conditions. If post-development runoff volume exceeds pre-development runoff volume after the site design BMPs are incorporated into the project's overall design, a structural BMP (e.g. bio-retention unit) may be used to capture and infiltrate the excess volume.

42. Loading/unloading dock and processing areas must be covered or designed to preclude stormwater run-on and runoff. All direct connections to storm drains from depressed loading docks (truck wells) are prohibited.
43. Wastewater from vehicle and equipment washing operations shall not be discharged to the storm drain system.
44. Vehicle/equipment washing areas shall be covered, paved, designed to prevent run-on and runoff from the washing area, and plumbed to drain to the sanitary sewer or closed-loop system. The applicant shall contact the local permitting authority and/or sanitary district with jurisdiction for specific connection and discharge requirements.
45. All fuel dispensing areas must have a 2% to 4% slope to prevent ponding, and must be separated from the rest of the site by a grade break that prevents run-on of storm water to the extent practicable.
46. Retail fueling stations must be covered with an overhanging roof structure or canopy. The canopy's minimum dimensions must be equal to or greater than the area within the grade break. The canopy must not drain onto the fuel dispensing area, and the canopy downspouts must be routed to prevent drainage across the fueling area.
47. All fuel dispensing areas must be paved with Portland cement concrete (or equivalent smooth impervious surface), and the use of asphalt concrete shall be prohibited.
48. At a minimum, the concrete fuel dispensing area must extend 6.5 feet (2.0 meters) from the corner of each fuel dispenser, or the length at which the hose and nozzle assembly may be operated plus 1 foot (0.3) meter), whichever is less.
49. Above-ground fuel tanks must be protected with a secondary containment structure of sufficient volume to contain all of the fuel in the event of a tank rupture or leak.
50. Parking lots and other impervious areas shall be designed to drain through grassy swales, buffer strips, sand filters or other sediment control methods which will be approved by this Department. If any discharge of concentrated surface waters is proposed into any "Waters of the State," the permittee shall consult with and secure any necessary permits from the State Regional Water Quality Control Board prior to the issuance of applicable construction permits.
51. In design of retention facilities, the maximum percolation rate shall be two inches per hour.
52. For on-site common retention basins, the side slopes shall not exceed 3:1.
53. Provide concrete stamping, or equivalent, of all stormwater conveyance system inlets and catch basins within the project area with prohibitive language (e.g., "No Dumping – Drains to Napa River"). Signage shall identify the receiving water the drain discharges to and include a message in Spanish.

54. Trash storage areas shall be paved with an impervious surface, designed not to allow run-on from adjoining areas, and screened or walled to prevent off-site transport of trash. Trash storage areas must contain a roof or awning to minimize direct precipitation or contain attached lids on all trash containers that exclude rain.
55. Prior to final occupancy the property owner must legally record an *"implementation and maintenance agreement"* approved by the Public Works department to ensure all post-construction structures on the property remain functional and operational for the indefinite duration of the project.
56. Each year the entity responsible for maintenance is required to complete an annual report. The report shall be signed by the property owner and include copies of completed inspection and maintenance checklists to document that maintenance activities were conducted during the previous year. The annual report shall be retained for a period of at least five years and made available upon request by the County.

Any changes in use may necessitate additional conditions for approval.

If you have any questions regarding the above items please contact Jeannette Doss at 253-4351. For Traffic questions please contact Rick Marshall. For groundwater questions, please contact Anna Maria Martinez.

Attachment: Exhibits E, F, G, and H of Napa County Agreement No. 7070

Cc: Rick Marshall, DPW
Napa 34 Holdings LLC, c/o Kristen Pigman, 2481 Sunrise Blvd., Ste. 200 Gold River CA 95670
Brad Shirhall, TLA Engineering and Planning, Inc., 1528 Eureka Road, Suite 100, Roseville, CA 95661
Patrick Longtin, TLA Engineering and Planning, Inc., 1528 Eureka Road, Suite 100, Roseville, CA 95661

EXHIBIT E

Water Conditions To Be Imposed On All Parcels (City Customers and Outside Customers) For Which New Water Service is Requested

The City of American Canyon ("City") may impose the conditions listed below on new water services for Outside Customers by including these conditions in the "will-serve" letters that the City provides to such Outside Customers, but only if the City also imposes the same conditions on all new water services for parcels with similar uses within the City's limits. The County shall include these same conditions in all new land use development permits for parcels within the Airport Industrial Area Specific Plan area.

1. **City Capacity Fees and Conditions of Approval for Water Service.** Capacity Fees charged for parcels within the City's Water Service Area shall be established by the City and will be periodically reviewed and updated. Capacity Fees (also known as Connection Fees) will be uniform throughout the Water Service Area, regardless of whether the parcel to which the fee applies is inside or outside the City's Limits. The Capacity Fee and any conditions on new water service will be determined based on the Water Supply Report, which shall contain the analysis described in Part II.C. of Exhibit "F" of this Agreement, and which will be consistent with the City's Zero Water Footprint Policy, adopted by the City on October 23, 2007.

2. **Cost of Water Service.** The cost of new water service shall be imposed through the capacity fees in the City's Ordinance 2007-09 or through new capacity fees approved by the County and enacted in a new City ordinance. However, if the Water Supply Report finds, consistent with the City's Zero Water Footprint Policy (see Exhibit F), that the City will have to obtain additional water supplies to meet "dry year" shortfalls, then the cost of water to meet such "dry year" shortfalls will be the sole responsibility of the Applicant. In determining whether or not such "dry year" shortfalls will occur, the City shall include in the base supplies available to the City during "dry years" the new water supplies that have been or will be included in the calculations used to set the City's Capacity Fees and water rates. The City will conclude that "dry year" shortfalls will occur only if such base supplies will not be adequate to meet anticipated "dry year" demands. The City may not impose any costs on the Applicant under this section to reimburse the City for any capital or operating costs that have been or will be included in the calculations used to set the City's Capacity Fees or water rates. The City may impose the additional costs described in the preceding sentence on Outside Customers only if the City also imposes such additional costs uniformly on City Customers.

3. **Maximum Allowable Water Use.** Water received from the City for use on parcels within the Airport Industrial Area Specific Plan area and on parcels with similar uses within the City's limits shall be limited to an average of 650 gallons of water per day per acre (measured monthly), and Applicants for new or increased City water service for all such parcels shall be required to demonstrate to the City while the City is preparing the Water Supply Report for the Applicant the maximum extent to which the Applicant can further reduce its water consumption by applying the following best management practices:

- **No Flow or Low Flow Fixtures.** These Applicants shall be required to install no flow or low flow water fixtures, and to implement other reasonable water conservation measures that are described in the City's Water Conservation Guidelines adopted in the City's Resolution No. 2008-08 or in new City water conservation guidelines approved by the County and adopted in a new City ordinance or resolution.
- **Drought Tolerant Landscape & Irrigation with Recycled Water.** These Applicants shall be required to use only drought tolerant landscaping, and they may only irrigate landscaped areas with recycled water, when it is available.
- **Purple Pipe.** These Applicants shall be required to dual plumb their buildings and install "purple pipe" in all landscape areas in anticipation of the availability of recycled water and shall use the recycled water when available.
- These Applicants shall follow the water conservation methods that are described in the Water Conservation Guidelines adopted in the City's Resolution No. 2008-08 or in new City water conservation guidelines approved by the County and adopted in a new City ordinance or resolution.

The City may apply the provisions of this Paragraph 3 to Applicants for new or increased City water service for parcels within the Airport Industrial Area Specific Plan area only if the City also uniformly applies these provisions to all Applicants for new or increased City water service for parcels with similar uses within the City's limits.

4. **Water Offsets.** Applicants for City water service for parcels within the Airport Industrial Area Specific Plan area and for parcels with similar uses within the City's limits that wish to use more than an average of 650 gallons of water per day per acre (measured monthly) shall offset the proposed water use over 650 gallons per day per acre (measured monthly) through the use of one or more options that are made available by the City to the Applicants. These options include, but are not limited to, retrofitting of existing residences with low flow fixtures, purchase of otherwise developable land as permanent open space, or acquisition of other water supply resources as provided for by a water supply analysis that follows the Zero Water Footprint Methodology described in Exhibit F. The City shall make all such options available uniformly to Applicant for City water service for parcels within the Airport Industrial Area Specific Plan area and for parcels with similar uses within the City's limits, and that seek such offsets.

5. **Drought Restrictions.** To the extent permitted by law, the City may curtail or ration the use of water provided by the City below the limit of 650 gallons per day per acre (measured monthly) in dry years through the imposition of drought restrictions that are uniformly applied throughout the City's Water Service Area.

EXHIBIT F

Zero Water Footprint and Water Supply Report Methodology

I. PURPOSE

To implement the Zero Water Footprint Policy adopted by the City Council on October 23, 2007. In this policy, "Zero Water Footprint" is defined as:

"No loss in reliability or increase in water rates for existing water service customers due to requested increased demand for water within the City's Water Service Area."

II. PROCEDURES

- A) Initial Request.** Applicants for all projects requiring additional water supplies from the City of American Canyon, either inside City limits or in the City's Water Service Area but outside of City limits, shall complete a water supply worksheet estimating average and peak use for indoor and outdoor uses and provide the completed worksheet to the City's Engineering Division.
- B) Evaluation of Water Footprint.** The Engineering Division shall evaluate the water footprint of the project, using the water supply worksheet provided by the Applicant, to determine whether a Water Supply Report is required. A Water Supply Report will not be required if the project meets the adopted Zero Water Footprint definition. This can be accomplished by projects with no additional water demand or by projects which offset increased water demand by off-site conservation measures.
- C) Water Supply Report.** A Water Supply Report shall be prepared for all projects that do not meet the adopted Zero Water Footprint definition. The Water Supply Report shall be prepared by the City of American Canyon at the cost of the project applicant. The Water Supply Report shall be substantially in the form of the report approved in the City's Resolution No. 2008-02, or in a new form approved by the County and approved by the City in a new resolution and shall include the following analysis:
 - 1) Water service request
 - a) Description of project
 - b) Water service request
 - (i) Average Daily Demand
 - (ii) Peak Day Demand
 - c) Conservation Measures Included in Project
 - 2) Consistency
 - a) Urban Water Management Plan
 - b) Recycled Water Facilities Plan
 - c) Water Conservation Implementation Guidelines
 - 3) Water footprint
 - a) Zero Water Footprint Definition
 - b) Project's impact on reliability
 - c) Project's impact on rates

- d) Project's water footprint
- 4) Project's contribution
 - a) Capacity fee
 - b) Reimbursable improvements
- 5) Capital program status
 - a) Summary
 - b) System planning status
 - c) Water supply
 - (i) Water supply implementation status
 - (ii) Water supply alternatives
 - d) Water treatment
 - (i) Water treatment implementation status
 - (ii) Water treatment alternatives
 - e) Water storage, transmission, and distribution status
 - f) Water capital program financial status
- 6) Vineyards analysis
 - a) Vineyards decision
 - b) Facts with respect to solutions to water supply problems
 - c) Water supply over the life of the project
 - d) Impacts of likely future water sources
 - e) Possible replacement sources and their impacts
- 7) Recommended mitigations
 - a) Long term water mitigations
 - b) Short term water mitigations
- 8) Opportunities to reduce project's water footprint
 - a) On-site conservation opportunities
 - b) Off-site conservation opportunities

D) Applicant Review of Water Supply Report. The Water Supply Report, once approved by the City, will be furnished to the project applicant. If the applicant elects to revise the project to reduce the water footprint, the Water Supply Report may be revised at the applicant's cost.

E) Water Will Serve Letter. Water will-serve letters are required for projects outside of the Napa Valley Gateway project limits that are requesting increased water services from the City. The Napa Valley Gateway project is subject to the terms and conditions of a will-serve letter for the entire project agreed upon between the City of American Canyon and Charles Slutzkin of Napa Valley Gateway Limited in a will-serve letter agreement dated December 13, 2002. So long as the terms and conditions of that will-serve letter agreement are complied with, developments of parcels within the Napa Valley Gateway project limits will not require any Water Supply Report or additional will-serve letters.

EXHIBIT G

Appeal Procedure: Zero Water Footprint Methodology

1. **Grounds for Appeal- Conditions of Approval.** If the water service application is for a parcel outside the City's limits, then the City shall, within 30 days of receipt of such application, provide to the Applicant and the County any conditions of approval that the City proposes to impose on the parcel at least 90 days before imposing the conditions of approval.

Conditions of approval that result from the Water Supply Report and that the City proposes to include in a water service will-serve letter that will be issued by the City for a parcel outside of the City's limits may be appealed by an Applicant under the process described in Section 3 below.

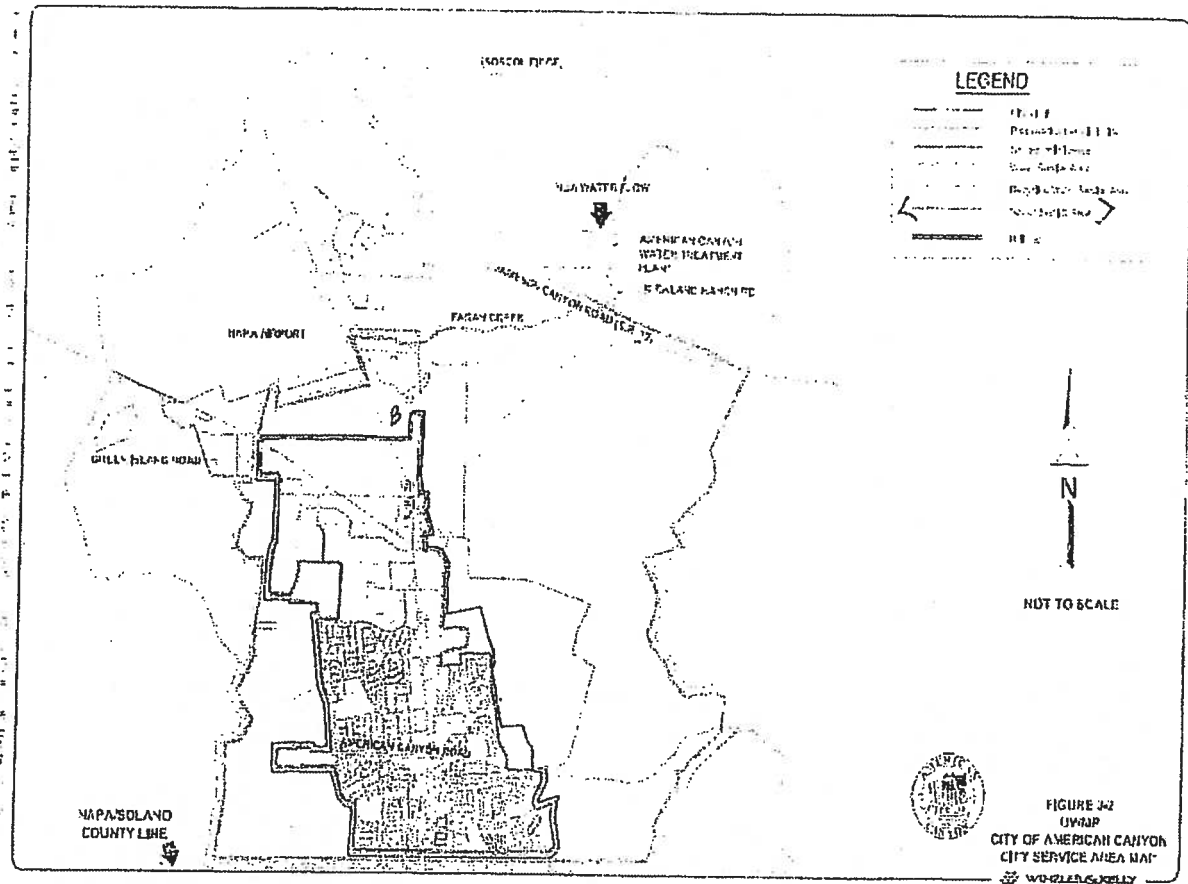
2. **Exceptions:** An appeal may not challenge water rates imposed by the City that are consistent with *Hansen v. City of San Buenaventura* (1986) 42 Cal.3d 1172, and the City's Ordinance 2007-13. An appeal also may not challenge Capacity Fees that are set pursuant to the City's Ordinance 2007-09, or new capacity fees approved by the County and enacted in a new City ordinance.

3. **Appeal Process and Appeal Panel.** An appeal of water service conditions of approval that the City proposes for a parcel outside the City's limits may be filed within ninety (90) days after the proposed conditions are forwarded to the Applicant and the County for inclusion in a development permit. The appeal will be heard by the panel described in the following paragraph, and this panel will determine whether any of the conditions under appeal is inconsistent with any provision of this Agreement.

The Appeal Panel will be made up of one member selected by the County Executive Officer, one member selected by the City Manager and one member selected by the two appointed members. If the two appointed members cannot agree on the third member, the name of each candidate shall be placed in a hat to be drawn for selection. The decision of the Appeal Panel will be final, but subject to judicial review pursuant to Code of Civil Procedure section 1094.5. The reasonable cost of the Appeal Panel shall be borne by the Applicant.

EXHIBIT H

City's Water Service Area





A Tradition of Stewardship
A Commitment to Service

Napa County Fire Department
Fire Marshal's Office
1199 Big Tree Road
St. Helena, CA 94574

Office: (707) 967-1419
Fax: (707) 967-1474

Pete Muñoa
Fire Marshal

INTER-OFFICE MEMORANDUM

TO: Sean Trippi
Conservation, Development and Planning Department

FROM: Brian Hampton
Fire Department

DATE: October 11, 2011

SUBJECT: P11-00233/35 APN# 057-210-056

SITE ADDRESS: Airport Boulevard & Devlin Road

The Napa County Fire Marshal's Office has reviewed the Use Permit application to establish a gas station w/ a convenience store, car wash, etc. We would like the following comments and/or conditions incorporated as project conditions should the Planning Commission approve the project.

1. This current application does not warrant any new fire protection conditions. Applicant shall comply with all items in letter dated July 18, 2011
2. **All construction and use of the facility shall comply with all applicable standards, codes, regulations, and standards at the time of building permit issuance.**

CITY OF AMERICAN CANYON



September 19, 2011

Kristen Pigman
Napa 34 Holdings, LLC
2481 Sunrise Blvd., Ste. 200
Gold River, CA 95670

SUBJECT: Request for Amended Water Service "Will Serve" Letter
(APN 057-210-056)

Dear Ms. Pigman:

The City of American Canyon ("City") has received a request from Mr. Patrick Longtin of TLA Engineering & Planning on your behalf as owner of Napa 34 Holdings, LLC, for an amended "Will-Serve" letter from the City to reflect changes in the project known as Napa Commerce Center and to extend the letter for one year. The project was originally issued a Will-Serve letter on October 16, 2009, which was subsequently corrected on December 16, 2009. When no response was received, the Will-Serve letter was re-sent on April 20, 2010, to the attention of Brian Kaufman at Napa 34 Holdings' Sacramento office. We were recently informed that the acceptance of the conditions of the April 2010 letter has been signed. The purpose of this letter is to amend the Will-Serve letter to reflect the change in project description.

At the August 5, 2008, City Council meeting, the City of American Canyon adopted Ordinance No. 2008-08, which revised the City's "Will Serve" policy to require that certain conditions and exactions be imposed prior to receiving water service for a parcel. On October 23, 2007, the City Council adopted a Zero Water Footprint Policy, further defining its water policy.

The City's understanding of the current request for water service for the Napa Commerce Center is based on the original will-serve questionnaire and your submittal package received on July 25, 2011. Your request results in the following uses: warehouse (344,915 sf); office space (130,462 sf); and gas station/car wash (3,521 sf).

Total Building Size	478,898 square feet
Total Lot acreage:	34 acres
Anticipated water demand:	10,800 gal/day (avg.)

Maximum Daily Water Demand in gallons per day:

Irrigation:	0
Domestic:	16,200
Industrial:	0
Combined peak daily water usage:	16,200

Average Daily Water Demand in gallons per day:

Irrigation:	0
Domestic:	10,800
Industrial:	0
Combined peak daily water usage:	10,800



According to the most recent submittal, the water demand is estimated to average 10,581 gallons per day. This amount is lower than the original estimate of 10,800 gallons per day (or 318 gallons per acre per day), but staff has determined that the change is not significant enough to warrant a revision to the Water Supply Report for the project, apart from revising the description of the project.

City Review

The City review of the proposed development is required as described previously, as well as established by City procedures which are meant to ensure that Will Serve letters are only issued based on assumed water and sewer demands for specified allowed densities of development, taking into account the overall demand for water and the overall demand for effluent discharge within the City's system. The City will provide the level of water service requested by the applicant, subject to the occurrence or satisfaction of the following conditions and/or the continued existence of the following described conditions:

1. Applicant shall be subject to the City's rules and regulations in force at the time application for service for the authorized and described development is made, including all fees and charges, unless otherwise agreed in writing.
2. Applicant shall construct all facilities required to serve the development property which shall be determined by the City based on the authorized and described development. Applicant shall bear 100% of the costs of the facilities required to serve the development property, subject to review and approval of the City's Public Works Department. Applicant shall also be responsible for paying its proportionate fair-share allocation of any additional regional facilities required to serve the development property, including, but not limited to, participation in a mutual beneficial assessment district to be initiated by others.
3. Applicant shall submit to the City cost estimates for the construction of all on- and off-site public water facilities required for the authorized and described development. If the City finds the costs reasonable, the Applicant shall pay to the City an amount equal to Applicant's proportionate fair share of 5% of the agreed-upon construction costs to cover plan check and inspection services by the City. This fee is fixed and non-refundable. This Will-Serve Letter is conditional upon the City's agreeing in writing to the estimated costs.
4. Because the City faces a cutback of up to 96% in its allocation from the State Water Project during extremely dry years, as documented by the City's Urban Water Management Plan, it is seeking additional water supply in the form of transfers of rights. The cost of this water supply is not known, nor is it included in the current City rates. The City is considering a drought surcharge on all customers, existing and new, in order to finance a drought reserve. The Applicant agrees to waive any protest to such a drought surcharge during its formulation and implementation and review under the California Environmental Quality Act, Public Resources Code section 21000 *et seq.* ("CEQA").
5. As a result of *Vineyard Area Citizens for Responsible Growth v. Rancho Cordova* (2007) 40 Cal.4th 412, the lead agency as defined under CEQA, here the County, in its environmental review of a development project, including what is currently proposed by the Applicant, must at a minimum accomplish an environmental review under

CEQA that: (a) presents sufficient facts to evaluate the pros and cons of supplying the water that the project will need; (b) presents an analysis that assumes that all phases of the project will be built and will need water, and includes an analysis to the extent reasonably possible of the consequences of the impacts of providing water to the entire project; and (c) where it is impossible to determine that anticipated future water sources will be available, some discussion of possible replacement sources or alternatives to use of anticipated water and of the environmental consequences of those impacts must be presented. *Vineyard, supra*, 40 Cal.4th 430-434.

6. On October 23, 2007, the City Council of the City of American Canyon adopted a Zero Water Footprint Policy (ZWF). The ZWF requires development to offset its water demand 100%. As a result of this policy, those applicants who do not meet the ZWF will be required to pay a surcharge on their monthly water rate. Because this project does not meet the ZWF, the applicant agrees to pay a surcharge to the City's monthly water rate, as described below.
7. Financial Obligation for Water Service:
 - a. Monthly water service charge will be \$4.81 per 100 cubic feet. (This fee is subject to change to coincide with current City of Vallejo water rates.) The estimated monthly water service charge (based on 10,800 gpd average daily water demand) is approximately \$2,083 per month.
 - b. The water capacity fee for the subject use will be \$296,946. (This fee is subject to change to coincide with current City of American Canyon water capacity fee)
 - c. Mitigation fees as outlined in the Water Supply Report.
8. This will serve letter is subject to the items and conditions of the Water Supply Report attached and hereto made a part of this "Will-Serve" agreement.
9. The City reserves the right to audit the site's water demand as deemed necessary in order to verify that the applicant's water use is in accordance with this Will-Serve Letter.

This Will-Serve Letter supersedes all prior purported Will-Serve Letters and service commitments to the development of the Property with any use. This Will Serve Letter will remain valid until December 16, 2012, and is only valid for the authorized development. The City reserves the right to further condition extension of water service if development different from that presently proposed and authorized is pursued or if events out the City's control impact the City's ability to furnish water.

Except to the extent set forth, this letter does not create a liability or responsibility to the Applicant or to any third party on behalf of the City. The City does not make a determination as to land use entitlements required for the proposed project, and the issuance of this Will Serve Letter shall not be construed to be an expression of the City of a position regarding the use or intensity of use of the development property or that the County has complied with applicable law in assessing the proposed project under CEQA.

Letter to Kristen Pigman
September 19, 2011
Page 4

This Will Serve Letter only becomes effective upon acceptance of the conditions set forth in this letter by execution of the acceptance provision set forth below and the transmittal of the executed acceptance to the City Public Works Department.

Sincerely yours,



Michael W. Throne
Public Works Director

cc: Richard J. Ramirez, City Manager
William Ross, City Attorney
Hilary Gitelman, Napa County Planning Department
Greg Baer, Community Development Department
Susan Presto, Finance Department

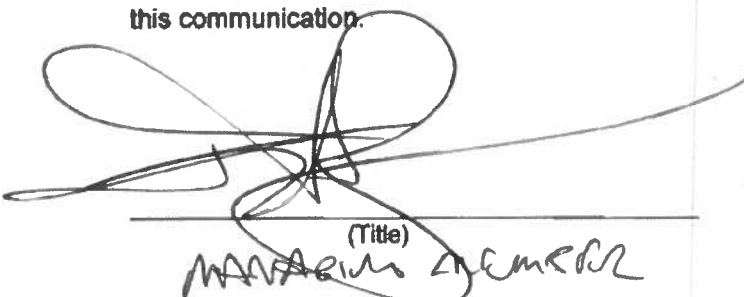
ACCEPTANCE

Napa 34 Holdings, L.L.C.

APN 057-210-0556

ON BEHALF of NAPA 34 HOLDINGS, LLC

I, KRISTEN E. PIGMAN, accept the conditions set forth in
this communication.



(Title)

Date:

10/4/11

Date:

(Title)

AMENDMENT TO WATER SUPPLY REPORT

Napa Commerce Center

APN 057-210-056

On July 25, 2011, Mr. Patrick Longtin of TLA Engineering & Planning submitted a request to amend the Water Supply report for Napa Commerce Center dated October 24, 2009. Mr. Longtin proposes to construct a gas station and carwash at the southwest corner of SR 29 and Airport Boulevard. The gas station and carwash include a 3,521 square-foot building to house the cashier, a small convenience store, restrooms, and a drive-through coffee stand and a separate, automated car wash.

The gas station and carwash will replace buildings C and D of the Napa Commerce Center. Each building was proposed to be 7,563 square feet.

Use	Original (sq ft)	Proposed (sq ft)	Original ADD (gpd)	Proposed ADD (gpd)
Office	144,076	130,462	10,800	9,796
Warehouse	346,427	344,915	0	0
Gas Station	0	3,521	0	432
Car wash	0		0	333
Total	490,503	478,898	10,800	10,561

The proposed changes decrease the water demand by approximately 2%. Staff has determined that this decrease in water demand does not warrant a change to the water demand allocations called out in the Water Supply Report.

However the project description in the Water Supply Report must be amended to reflect the changes to the project. Therefore, the Water Supply Report is amended as follows:

DESCRIPTION OF PROJECT

Napa 34 Holdings, LLC is seeking a Use Permit for the construction of eight (8) buildings totaling 478,898 square feet on a 34-acre lot located west of SR 29, east of Devlin Road extension, south of Airport Boulevard, and north of old Aviation Way right-of-way.

The property is located within the Napa County Airport Specific Plan Area. The anticipated use is industrial/warehouse (344,915 square feet), office (130,614 square feet), and gas station/carwash (3,521 square feet). The property zoning is Industrial Park/Airport Compatibility.

ACCEPTANCE
OF
WATER SUPPLY REPORT CONDITIONS

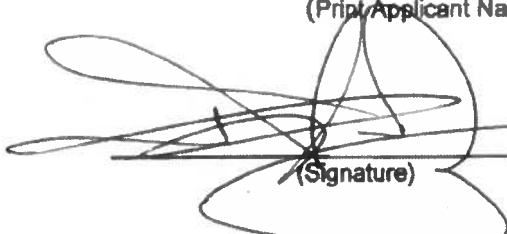
Napa Commerce Center

APN 057-210-056

I/we, NAPA 34 HOLDINGS, LLC, accept the conditions set
(print names of applicant and/or owner)
forth in the Water Supply Report dated October 4, 2009.

NAPA 34 HOLDINGS, LLC

(Print Applicant Name & Title)



(Signature)

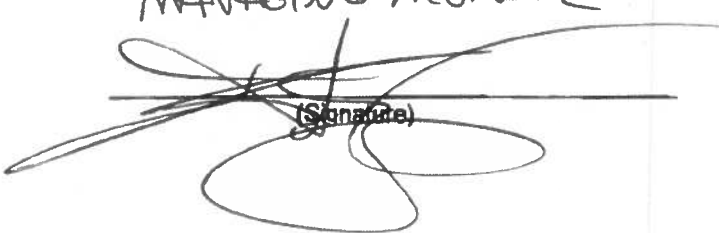
Date:

10/4/11

KRISTIN E. PLOMAN
NAPA 34 HOLDINGS, LLC

(Print Owner Name & Title)

MANAGING MEMBER



(Signature)

Date:

10/4/11



Dedicated to Preserving the Napa River for Generations to Come

August 30, 2011

Conservation, Development and Planning Department
County of Napa
1195 Third Street, Room 210
Napa, CA 94559

RECEIVED

SEP 1 2011

NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT.

SUBJECT: APN 057-210-056

To Whom It May Concern:

The Napa Sanitation District has received a request to provide a "Will Serve" letter for a proposed 3,600 SF gas station and car wash to be located on the northwest corner of the subject parcel. The subject parcel is currently within the District's Sphere of Influence but not within the District's boundaries. The District would be able to provide sanitary sewer service to this parcel upon completion of annexation proceedings.

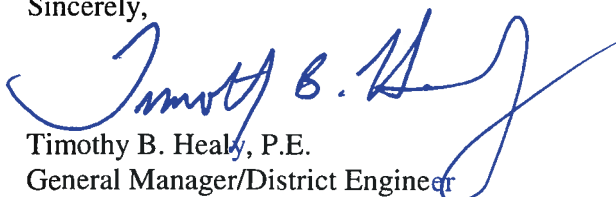
The owner/developer will be required to install the sanitary sewer and recycled water improvements as specified in the District's Conditions of Approval for the project. Additionally, the owner will be required to pay the appropriate connection and inspection fees, and shall be subject to all applicable rules and regulations of the District.

The District has been informed that the proposed gas station will generate approximately 600 gallons of wastewater per day which is equivalent to approximately 3 single-family dwellings.

It should be noted that this parcel is within the District's Reclaimed Water Benefit Zone. The development will be required to install the necessary facilities to utilize reclaimed water for landscape irrigation. The gas station project has requested service to approximately 0.5 acres of proposed landscaping, with a total recycled water demand of approximately 1.5 acre-feet per year.

This "Will Serve" letter for sanitary sewer and recycled water service is valid for a period of three (3) years from the date of this letter. If the proposed development has not obtained its required Connection Permits from the District at the end of this time, this "Will Serve" letter shall become void. If you have any questions regarding this matter, please contact Andrew Damron at (707) 258-6000 ext 507.

Sincerely,



Timothy B. Healy, P.E.
General Manager/District Engineer