



CITY of NAPA

Community Development Department – Planning Division
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PLANNING COMMISSION STAFF REPORT January 21, 2010

AGENDA ITEM 7.A: 08-0111 GP, RZ, MUP; ST. REGIS RESORT MASTER PLAN

I. GENERAL INFORMATION

PROJECT SUMMARY: General Plan Amendment, Zoning Amendment to a Master Plan District, a Master Use Permit, and a Parcel Map as a prerequisite to construction of a St. Regis Resort and related winery.

LOCATION OF PROPERTY: 1201, 1301 Stanly Lane, 100, 200 Stanly Cross Road

PROPERTY: APN's: 047-230-049, -050, -051, -052

GENERAL PLAN: RA-210, Resource Area

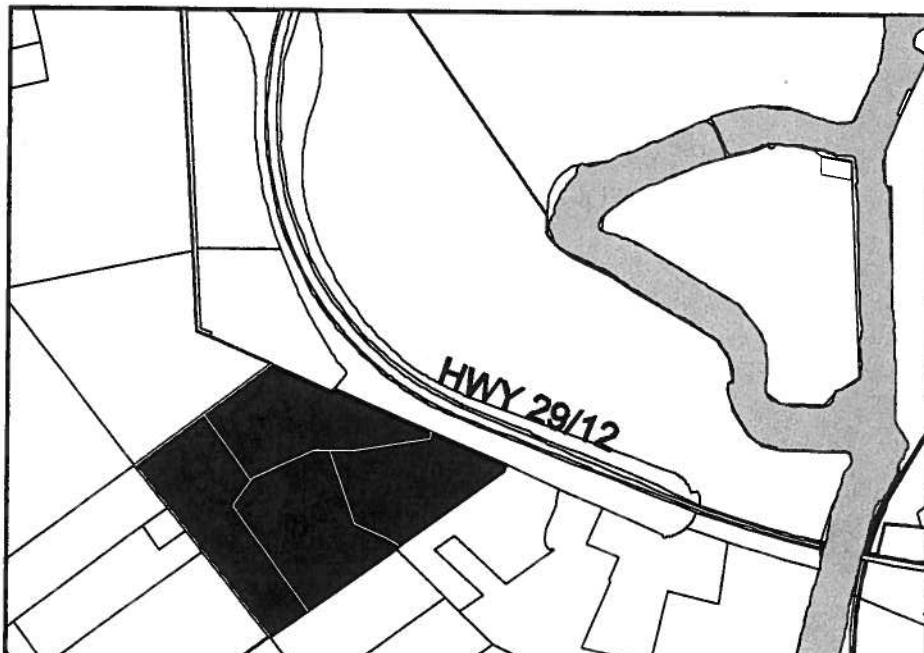
ZONING: AR, Agricultural Resource; AC, Airport Compatibility Overlay

APPLICANT: SR Napa, LLC Phone: (303) 592-1102
1060 Fourteenth Street
Denver, CO 80202

PROPERTY OWNER: Bridgeview Land LLC Phone: (707) 253-1776
855 Bordeaux Way, ste. 100
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STAFF PLANNER: Jim Hare, Consulting Planner Phone: (619) 952-3105
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PROJECT LOCATION



II. PROJECT DESCRIPTION

A. ACTIONS REQUESTED

This report addresses the first actions in a process to allow construction of a resort development limited to under 500,000 total square feet on 93 acres within the Stanly Ranch Planning Area proposed on behalf of the hotelier St. Regis (see location map, Attachment 1). The approvals sought at this time are an amended General Plan designation, rezoning to a Master Plan district, a Master Use Permit and a Parcel Map. Taken together, these actions would control future design review submittals, which would be brought before the City Council. In summary, the proposed actions are:

Certification of Environmental Documents / Further CEQA Actions. This development proposal and the actions listed below have been subject of the preparation and circulation of an Environmental Impact Report (EIR) [Forwarded Separately] pursuant to the California Environmental Quality Act (CEQA). Prior to any action on the project entitlements, the City Council must certify the EIR and adopt resolutions indicating findings and a statement of overriding considerations (see Attachment 2).

General Plan Amendment. The proposed amendment of the General Plan would change the existing designation of the project site from Resource Area to Tourist Commercial. The amendment is limited to the resort development site, and maintains the existing General Plan designation on the remainder of Stanly Ranch (see Attachment 3).

Master Plan Zoning. Consistent with the Tourist Commercial General Plan designation, a zoning amendment would place the entire project site into a Master Plan area, with zoning and use criteria specific to the site and to the development of a 'five star' resort property. A key criterion of the Master Plan would be the requirement that development of the site be controlled by a Master Use Permit. The zoning would allow for the development consistent with the conceptual plan described below. It would permit the proposed uses and establishes size limits consistent with that conceptual plan (see Attachment 4).

Master Use Permit. This permit would particularly relate to the St. Regis project proposal. It would provide highly specific conditions of approval which would be obligations of the developer and operator. Importantly it establishes ongoing monitoring jurisdiction by the City, to assure compliance with qualitative and operational objectives (see Attachment 5).

Parcel Map. The Parcel Map proposal would reconfigure the four existing parcels comprising the project site to fit the conceptual site plan which has been submitted. Action on this request would put into place additional conditions related to project development (see Attachment 6 & 7).

B. CONCEPTUAL DEVELOPMENT PLAN

The project applicant has submitted a conceptual development plan for the project (see Attachment 8). This concept plan provides the basis for a number of criteria in the General Plan and Master Plan array of uses and size limitations. Generally, the components of this concept plan are:

Site Preparation and Grading. The project would generally maintain the existing contours of the site while providing for the foundation excavation and pads for the buildings, structures and access ways of the development. These development areas would total about 40 acres. A three acre area would be devoted to a winery. The conceptual plan reflects a wetlands water feature and open space of approximately eight acres. A total of 42 acres of existing on-site vineyards would be maintained.

Hotel and Core Facilities. The conceptual plan shows a 59 unit hotel building with 91 detached cottage units, attendant lobby, shops, back-of-house facilities. Outlying guest serving facilities would include a restaurant and spa facility totaling square feet. In the vicinity of the main hotel building, the conceptual plan depicts a parking structure which would provide parking for the majority of the uses on the site.

Winery. A 25,000-case capacity winery would be constructed on one of the lots created by the Parcel Map. It would offer visitor services and could host events.

Fractional Units. In addition to the hotel building units, 25 cottages are depicted on the concept plan. These would be offered for fractional purchase or as transient lodging.

Whole Ownership Units. The conceptual site plan shows 70 units in clusters along the western side of the site. These units would be available for purchase or utilized as transient lodging.

In addition to the physical development shown on the concept plan, the St. Regis project has been evaluated within the project EIR to provide connection to the Napa Sanitation District sewerage system. The connection would consist of an approximately 4,800-foot pipe conduit, from the site under the Napa River to the Soscol Water Recycling facility. The conduit would house a sewer line from the project and a reclaimed water line to the project. Should this connection prove infeasible, the option of a 'package' sewerage treatment plant on the project site has also been evaluated.

C. DESIGN FEATURES

The proposed project is not currently the subject of design review. However, if approved the final design details would return for Design Review approval. Nevertheless, the conceptual plans submitted give an indication of the style and architectural image of the development. These drawings give additional information related to the visual effect of the potential project. They reflect a low-profile, contemporary and understated style, evoking the agricultural heritage of the Napa Valley.

The design of the resort seeks to maintain much of the existing topography of the site as possible, which would provide visual screening of the resort and winery buildings and grounds. The larger buildings of the site, comprising the hotel and its accessory structures, are limited in overall height and are largely screened from public view by two knolls in the southerly portion of the site. All other buildings would generally consist of smaller, one- and two-story structures clustered mostly in the center of the project site. Vineyards and clustered ownership units would be located around the perimeter of the site to soften the transition to neighboring agricultural properties.

The overall floor area of the proposed project would be about twelve percent of the site size. This is a relatively small ratio, and indicates that the vast majority of the project site will be occupied by uses other than buildings (for example, a pond, vineyards, open space, landscaped areas and paths), which will fit in and transition to the existing intensity and characteristics of surrounding properties within the Stanly Ranch.

The Master Plan and Master Use Permit have been written with this conceptual plan in mind. These are amplified by the project Design Guidelines, which would be adopted as a provision of, and attachment to, the Master Use Permit (see Zoning Amendment/Master Plan Ordinance for Design Guidelines; Attachment 4).

III. PROJECT CONTEXT

A. Site Description

The project site is located within the boundaries of the Stanly Ranch in the southern portion of the City of Napa, southwest of the junction of the highway junction of State Routes 12, 29, and 121. The project site consists of four parcels totaling approximately 93 acres. Uses surrounding the project site are vineyards to the west, north, and south. Beyond a parcel of vineyard, the Starmont Winery is located easterly of the project site. Stanly Lane borders the site to the northeast, and provides the primary access to the site. Secondary access is provided by Stanly Cross Road.

The project site's topography is characterized by two large knolls in the southern portion of the site and a depression in the middle of the site. Vineyards occupy most of the site, with a seasonal wetland located in the depression. The southeastern knoll, known as Cistern Hill, is the location of the only existing structures on the site, a cistern and a wooden structure which covers it.

B. Previous Land Use Actions

In the late 1990s, Carefree Resorts filed a development application (known as the Stanly Ranch Specific Plan) with the City of Napa to develop a large resort on 918 acres of the Stanly Ranch. The resort proposal consisted of the development of a 300-unit resort (including guest cottages and vacation homes), a main lodge (including a restaurant, retail, and conference facilities), a spa, an 18-hole golf course (with clubhouse), employee housing, parking facilities, and infrastructure. In 1999, following certification of the EIR, the project application was withdrawn.

In 2003, Stanly Ranch Vineyard, LLC received approval from the City of Napa to subdivide the ranch into 18 parcels for estate residences and six wineries. The first winery developed under these entitlements was the Starmont Winery, which opened in 2006.

In 2004, Stanly Ranch Vineyard, LLC sold two parcels containing wetlands adjacent to the Napa River totaling 242 acres to the California Wildlife Conservation Board, a state agency. The acreage is located south of the SR-29 Southern Crossing and is contiguous to 600 acres of wetlands north of the bridge. The agency also purchased a 17-acre conservation easement on two other parcels.

C. Environmental Process

On March 3, 2009, a Notice of Preparation of a Draft Environmental Impact Report pursuant to the California Environmental Quality Act (CEQA) for the Stanly Ranch Resort Master Plan was posted and mailed to all responsible and affected agencies. On March 30, 2009 a Scoping Meeting was noticed and held at the City of Napa City Hall, and was attended by one individual; no comments were received at the meeting. On August 27, 2009 a notice of Completion of the Draft EIR was filed with the State Office of Planning and Research, and, from August 27, 2009 to October 12, 2009, circulated the Draft EIR for a period of 45 days. The public review period elicited eighteen written comments from agencies, groups and interested individuals. On December 22, 2009, the Final EIR, incorporating comments received, responses to those comments, and changes to the Draft EIR, was published and circulated to commenting agencies and responding persons. CEQA requires that, prior to the approval of a project, the decision makers certify that the EIR has been prepared and circulated in accordance with the Act. A resolution has been drafted for City Council action, which would document the required certification. Further, the EIR finds that the proposed actions would result in significant environmental effects related to Air Quality Management Plan Inconsistency and Cumulative Air Quality which cannot be mitigated to a level of insignificance. When such a determination is made in a certified EIR, and if the decision maker determines to approve the project, it is the obligation of the decision maker to make findings of fact in relation to the project and its effects, and to adopt a statement of overriding considerations related to the attributes of the overall project.

IV. ANALYSIS

A. General Plan

The project proposes a land use which is not consistent with the existing General Plan, since the proposed tourist commercial and related land uses are not compatible with the existing Resource Area designation. The General Plan and the Municipal Code prescribe the means by which the General Plan can be amended. Once amended to the proper designation, the land use designation would become consistent with the intended land use. In this case, the proposed action is an amendment of the General Plan map to reflect a designation of Tourist Commercial for the 93 acres comprising the project site.

The project site is located within the City limits and the Rural Urban Limit (RUL). As such, it is located in an area intended for potential development, subject to local control through General Plan and zoning. The consideration and approval of the requested General Plan amendment would not be inconsistent with the City's urban growth policies. Further, the amendment area will remain surrounded and buffered by properties remaining in the Resource Area designation, thereby maintaining the protections provided by that designation on the large majority of agricultural and environmentally-sensitive areas within the Stanly Ranch General Plan subarea. Of the former Stanly Ranch Vineyards subdivision, twelve lots would remain primarily as vineyard, and the two lots of the subdivision which have been dedicated to open space would be unchanged.

In addition in order to approve a General Plan amendment, the amendment must demonstrate internal consistency with the remaining policies and principles of the General Plan. Attachment 9 of this report contains a policy-by-policy analysis of the consistency of the project proposal with the City's General Plan, and demonstrates that the project would be consistent with applicable General Plan Policies.

B. Master Plan

The Municipal Code provides for the adoption of a Master Plan as the means of providing zoning controls on property. The project site lies in an area not adjoining other developed neighborhoods of the City, and it is the subject of a single, unified development concept. The master plan process provides the best means of tailoring land use regulations for such a unique use on such a unique site. The Master Plan draft contains the following features:

- It pertains only to the 93 acres described above
- It defines and requires that resort development be built and maintained at a 'five star' level
- It allows by right a hotel and fractional units, comprising the core of a resort development
- It prohibits full ownership units (which would otherwise be dwelling units), unless they are built as an accessory use after the development of the majority of the core resort.
- It allows by right a number of accessory uses normally associated with a hotel development, including food and beverage service and therapeutic massage.
- It affirms existing aircraft over-flight easements and establishes an area, consistent with the boundaries of the County's Airport Compatibility Use Zone "D", where occupancy timing is limited.
- It requires City Council design review prior to all significant landscape and construction phases of the project.

A further key provision of the Master Plan is the requirement that a Stanly Ranch Master Use Permit (MUP) be approved by the City Council prior to the issuance of permits for site development. The MUP is described in the following section of this report.

C. Master Use Permit

A Master Use Permit (MUP) is an appropriate vehicle to tie particular performance to the project in a manner that can be enforced at the time of project review and can continue to control the long term operation of the project. It is an effective method for the City to enforce the long term objectives of environmental mitigation monitoring, of achieving the highest standards of hospitality service, and of assuring excellence in design and maintenance. As is usual with use permits in general, these objectives are achieved through placing conditions of approval in the permit and tying conformance to the conditions by the signed acknowledgement of the permittee. Notably among these conditions are the following:

- A requirement to comply with all of the mitigation, monitoring and reporting requirements set forth in the project EIR;
- A requirement that the resort operator be the agent for the transient use of fractional or whole ownership units and that transient occupancy taxes (TOT) be paid on such transient uses;
- A requirement that the project be annexed to the Napa Sanitation District;
- A requirement to improve the bikeway connection through the project site, connecting at each end with the existing San Francisco Bay Trail alignments;
- A requirement to construct and operate meeting 'Green Building' standards; and,
- A requirement that the existing concrete cistern on the site be retained and incorporated into the project and subject to design review.

D. Parcel Map

The parcel map application has been concurrently processed. This map reconfigures the four, generally square parcels 3, 4, 9 and 10 of the Stanly Ranch Vineyards Subdivision into shapes generally consistent with the concept plan submittal. The proposed parcels and their intended uses are described in the following table:

Parcel	Size	Use
Parcel 1	42.05 Acres	Whole Ownership Units
Parcel 2	32.81 Acres	Resort Hotel
Parcel 3	7.53 Acres	Fractional Units
Parcel 4	13.17 Acres	Winery

Because the MUP's provisions relate across uses and pertain to the entirety of the site, the division of the land does not divide or lessen the applicant's responsibility to meet all zoning and permit requirements. The map would allow for separate development of the winery and a future condominium map covering the whole ownership units. Many of the land development conditions of the MUP have been recited or refined in the Parcel Map conditions of approval. The map depicts the areas of the site which would contain the various uses as set forth in the Master Plan and the Use Permit.

E. Key Issues

Airport Land Use

The proposed project is located within the planning area of Napa County Airport and, therefore, is subject to the applicable requirements of the Airport Land Use Compatibility Plan (ALUCP). Per adopted procedure, subsequent to the Planning Commission recommendation action on this project and before consideration of the project by the City Council, the proposed actions will be considered at a public hearing of the County's Airport Land Use Commission. The ALUCP is supplemented by the NMC Charter

The southwesterly portion of the site is within Zone D and the remaining majority of the site is in Zone E. The conceptual project plan depicts a design which, as subject to conditions of approval and EIR mitigation measures, conforms to the standards of both zones. The attached table indicates the adopted criteria for these areas, and the project attributes which demonstrate conformance (see Attachment 10).

Sewer and Reclaimed Water Facility Extensions

The project site is currently served with potable water service provided by the City of Napa. The water is currently used for irrigation. The proposed project includes the extension of recycled water service to the project site, which would replace the use of potable water for irrigation. This service would be provided as part of an annexation to the Napa Sanitation District and the extension of a sewer line to service the project. Alternately, if the project applicant pursues an onsite wastewater treatment plant option, recycled water generated by that process would be used for irrigation. Under either scenario, there would be a net reduction in potable water use on the project site relative to existing levels. Therefore, the proposed project would be consistent with the objective of ensuring adequate, reliable, and safe water supplies to the community.

Traffic Impacts

A Traffic Impact Study was prepared by W-Trans in June 2009 and was incorporated in the Final Environmental Impact Report which has been reviewed by the Transportation Engineering Division of Public Works. This report studied the following intersections chosen for evaluation as the locations most likely to experience significant impact.

SR 12-121/Stanly Lane

SR 12/121/SR29.

SR 29/SR 221 Soscol Ferry Road

SR 12 has one through lane in each direction and expands to two lanes in each direction from West of Stanly Lane to SR29. Near Stanly Lane this segment carries approximately 29,000 daily vehicles. SR 29 has two lanes in each direction and carries approximately 58,000 daily vehicles near SR 12-121. Stanly Lane falls under the City of Napa jurisdiction and carries approximately 380 daily vehicles near SR12-121.

The proposed St. Regis Napa Valley project is expected to generate an average 229 weekday p.m. peak hour trips and 245 weekend midday peak hour trips. These proposed project's trips would insignificantly affect the operation of the three intersections studied including the intersection at SR29/SR221-Soscol Ferry Road, which currently operates at level of service F. As the project is incrementally contributing to increased traffic at this intersection, the project will be required to provide impact fees to the City of Napa equivalent to its pro rata (0.74%) for improvements to the SR29/SR221 at Soscol Ferry Road. A future planned flyover ramp from Southbound SR221 to Southbound SR29 would fully mitigate unacceptable operations at this intersection. The proposed flyover ramp represents an "actual" or "reasonable" plan for mitigation. Caltrans will be responsible for constructing the flyover ramp.

The Final EIR for St. Regis Napa Valley Project has adequately addressed all remaining mitigation measures for traffic, railroad grade crossing, parking, bicycles, pedestrians and public transit. With the mitigation measures proposed in the EIR, the project traffic impacts will be considered less than significant.

Growth Inducement

Although the utility service extensions discussed in the preceding paragraph do have greater capacity than singularly needed by the project itself, they do not presage further development within the Stanly Ranch Planning Area. The extension of sewer service to this area has been the subject of the Napa Sanitation District program planning prior to the advent of this application.

Moreover, the actions related to this project do not change the existing land use designations or restrictions on any other parcel within the Stanly Ranch Vineyards subdivision area. The proposed actions and the concept plan submitted shows the means by which the final design of this project achieves harmony with the surrounding existing vineyard areas. The project does not rely on any neighboring development, and seeks to make aesthetic use of its agricultural environs. As an area within the RUL, the larger Stanly Ranch area could conceivably be subject of future development proposals, but any such additional development in the vicinity of this project would be subject to a separate analysis and separate public hearing process.

Maintenance of the Existing Cistern

The project site includes an existing concrete cistern which has been subject to review and analysis as part of environmental documents related to previous actions on the project site. The project EIR, likewise, addressed this landscape feature. Although the project EIR sets forth the conditions under which the cistern could be razed, the project applicant has indicated a willingness to retain the concrete cistern structure and to incorporate it into future landscape plans. The MUP contains a condition which obligates the retention of the concrete cistern and that the means by which it is adapted into the landscape and site development plans be included at such time as the project elements in its vicinity are before the City Council for design review. The existing wooden structure over the cistern would not be retained.

Economic Impact

Pursuant to staff direction, the project applicant has filed an economic evaluation (see attachment 11), prepared by Economic Research Associates [ERA]. Listed below are the highlights of the report findings and analysis of conformance with City policies for hotel development.

Economic Report Highlights:

City Economic Impacts

- Transient Occupancy Tax from lodging is estimated from \$3.9 million a year growing to \$9.8 million annually over a ten year period.

- Sales tax is estimated at \$300,000 annually growing to \$490,000 annually over a ten year period.
- Property Tax is estimated at \$180,000 to \$200,000 annually growing to \$350,000 annually over a ten year period.

County Economic Impact

- It is estimated that direct spending in Napa County from the project would be \$24.8 million annually, which would provide the County with an estimated \$125,000 in sales tax revenues annually growing to an estimated \$220,000 annually in a ten year period.
- The County's estimated share of property tax for the project would be \$34,000 growing to \$60,000 annually over a ten year period.

Construction Economic Impact

- It is estimated that the project will generate 930 construction jobs, equaling \$47 million in annual employee compensation during construction activities.

Hotel/ Winery Operational Economic Impact

- Annual guest spending through resort operations is estimated at \$24.8 million during a stabilized occupancy. The winery component of the project is estimated to contribute \$13 million in annual retail sales, and the employee compensation is estimated at \$18.8 million annually.

Based on the project's Draft Environmental Impact Report and supporting information, the public service demands anticipated by the project are being addressed through mitigation measures and infrastructure installation. The anticipated tax generation and fee payment for services from the project would fully fund additional public/quasi-public resources to service the proposed project.

As demonstrated in the applicant's economic study, the project would have a significant positive financial impact to both the City and County through the collection of applicable taxes along with hotel operations and construction job creation. The estimated annual tax collection to the City would be \$4.38 million and growing to \$10.64 million over time. This would be the City's highest revenue generating project if it is approved and built.

Hotel Policies:

In order to fully evaluate hotel projects, the City Council adopted eight hotel policies in 2008 that cover various concerns related to hotel projects. The policies strive for hotel projects to: locate in or support the downtown; provide meeting space and associated services; take advantage of mass transit opportunities; help support and work with Napa Valley College's tourism program and provide training opportunities for hotel staff; meet sustainability best practices for both construction and operation; advance cultural arts; and provide job creation information, work force demographics, employees training programs, and wages and benefits. The applicant's formal response on how the project addresses the City's eight hotel policies is covered in pages 7-14 of the applicant's hotel policy report (see attachment 12).

Staff has reviewed both the hotel economic study and policy evaluation from the applicant and believes the project is consistent with adopted City policies related to hotels. Consistency with the hotel policies is based on the St. Regis being a five-diamond full service resort hotel that would provide meeting space and ancillary services at a luxury level, distinguishing it in the City of Napa market. The Stanly Ranch property and proposed accommodations would provide a type of visitor experience that is not currently or anticipated to be provided in Napa. The St. Regis quality level, its location on 40 acres, and size of 150 hotel rooms would position it to be complementary to the current and proposed lodging offerings in Downtown and throughout Napa. The circle of hotels currently located in downtown Napa along with the construction of the approved Ritz-Carlton Napa Valley project create a destination experience in a more urban context and create the synergy for larger scale events. The Downtown hotels are positioned to offer leisure as well as the group meeting market opportunities. Staff believes the St. Regis would enhance the Napa hospitality market by providing a distinctively luxury resort option.

In addition, the hotel would be required to meet LEED Silver requirements or other applicable "green building" standards which would promote transit and sustainability practices for operation and construction, plus the applicant would reduce peak traffic by scheduling employee shifts outside of the peak travel hours and schedule guest arrival and departure outside of the peak travel hours. Given the nature of a five-diamond resort, public art and supporting cultural programs offered through the hotel would fully meet the public art requirements and promotion of the cultural value of the Napa Valley. Lastly, the St. Regis hotel brand is recognized as one of the finest hotel brands in the world and has specific training programs established to meet the expectations of both the hotel operator and guests. The hotel operator has indicated that they will work with the Napa Valley College given the need of hospitality employees and an educational facility that provides hospitality programs.

As with any new hotel project, quality of jobs and wages are a concern. Given the training programs, anticipated wages, and work environment of a luxury resort hotel, the project offers opportunities for quality entry level jobs to higher end career positions with varying salary ranges which would be consistent with the Napa Valley pay scale for hotel workers. Based on the applicant's submittal, St. Regis estimates that only 10% of the employees will be part time while the remaining 90% would be full time (30-hour threshold) and eligible for full time benefits. In addition, the salary of a St. Regis employee would be highly competitive given the luxury branding. As deduced from the 2008 *Workforce Needs and Characteristics Study of the Napa County Hospitality and Tourism Industry* report prepared by the Napa Workforce Investment Board, the average annual salary of a hospitality worker for the 1st quarter in 2007 was \$17.14 per hour (\$32,908 annual salary @ 40-hours). St. Regis anticipates the median salary of employees to be \$38,000 annually.

Lodging Market:

The Napa Valley lodging market has four distinct lodging products: 1) limited service hotels serving price sensitive demand; 2) focused service hotels located in accessible locations for business and travelers; 3) full service hotels to serve the group meeting market; and 4) resorts to serve high-end leisure and group meeting market.

Based on the HVS 2007 *Lodging Market Study, Napa Valley*, a range of lodging types will allow for continued absorption of rooms based on the variety of products, pricing, location, and market orientation of different properties. The study did identify that the Napa Valley is underserved in the resort category. Staff believes the absorption assumptions have definitely slowed over the last two years, but will remain valid as the economic recovery continues. The St. Regis at 150 rooms would serve the luxury resort market within the Napa Valley given its requirement to meet the American Automobile Association (AAA) five-diamond standards (highest designation from AAA). The five-diamond level hotel is in an elite class with only 20 hotels meeting the criteria in California (See Attachment 13). There are only two five-diamond level hotels in Northern California, one located in San Francisco (Ritz-Carlton) and the other in Half Moon Bay (Ritz-Carlton). The market for five-diamond level hotels for the entire north-bay is unmet providing market opportunity for the approved Ritz-Carlton Napa Valley and the proposed St. Regis.

The hotel market in Napa is fortunate to be served by Starwood, Hilton, and Marriott brands. Each of these brands does extensive research on their markets and have property diversification within key markets such as Napa. Starwood is currently represented by the Westin Verasa. The St. Regis is also part of the Starwood brand being the highest level brand offered by Starwood. Marriott International is currently represented by the Napa Valley Marriott and proposed Ritz-Carlton, Napa Valley, while Hilton is represented by Embassy Suites and Hilton Garden Inn. As explained above, there is room within the Napa market for a variety of hotel brands and property types.

A five-diamond branded hotel of the quality of a St. Regis will be an economic catalyst for the City of Napa and Napa County, and reflects the overall attractiveness of the City and the Napa Valley as a destination location. The St. Regis would offer hotel amenities not currently offered in the City of Napa and the Napa Valley, as well as job creation with opportunities for future growth for the Napa Valley workforce and surrounding communities. Understanding that there are only 17 St. Regis resorts in the world and two five-diamond level hotels in northern California, the desire for Starwood to bring a five-diamond level St. Regis resort to the City of Napa demonstrates the success of City policies to promote tourism and adds to the economic vitality of the City and the region.

Housing

The applicant proposes the payment of an in-lieu housing fee, as set forth in the Napa Municipal Code. This payment would require that prior to the issuance of each building permit for each new building on the project site, the applicant pay an affordable housing mitigation fee in an amount established by resolution of the City Council. The affordable housing mitigation fee will be established in an amount reasonably necessary to offset the estimated cost of the public subsidy for low and very low income rental households for those workers generated by the project that are estimated to relocate to the City. The affordable housing mitigation fee would be equitably allocated to each building on the project site.

V. STAFF RECOMMENDATION

The St. Regis project presents a unique opportunity and challenge for the City of Napa. It is a proposal by a hotel brand of very high order, which complements the hospitality offerings of the City and the Valley. The nature of this development is appropriate from the standpoint of its use and its scale to complement its vineyard surroundings, without demanding associated neighboring development to occur. As such, the Stanly Ranch site represents a one of the few locations within the region which can accommodate both the concept and the design execution of such a project. Based upon the analysis of project effects and mitigation measures obligated in the EIR, the quality assurance conditions contained in the ordinances and conditions of approval proposed by staff and the positive attributes of the project related to economic effects, staff recommends approval.

VI. ALTERNATIVES TO RECOMMENDATION

The Planning Commission may offer recommendations to the City Council which vary from the staff recommendation. These may include recommendations to deny or modify the resolutions related to the certification of the EIR; deny or modify the Findings or Statement of Overriding Considerations related to the EIR; deny or modify the amendment of the General Plan; deny or modify the ordinance adopting the Master Plan; deny or modify the resolutions of approval for the Master Use Permit or the Parcel Map.

VII. REQUIRED FINDINGS

Due to the number of actions before the Planning Commission, in order to reduce confusion and to place the full texts of action documenting into circulation at the earliest possible date, staff has attached draft City Council resolutions and ordinances to this agenda report. These documents include the full text of the amendments and permits, as well as staff's proposed findings as established by the Municipal Code for each and all of the actions before the Commission. The following table is the title listing of these attached documents:

ATTACHMENT 2	CEQA RESOLUTION CONTAINING FINDINGS OF FACT AND STATEMENT OF OVERRIDING CONSIDERATIONS, ST. REGIS NAPA VALLEY PROJECT
ATTACHMENT 3	A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF NAPA, STATE OF CALIFORNIA, AMENDING THE CITY OF NAPA GENERAL PLAN FOR PARCELS 3, 4, 9 AND 10 OF THE STANLY RANCH VINEYARDS SUBDIVISION, MAP 5539 FROM THE DESIGNATION "RESOURCE AREA" TO THE DESIGNATION "TOURIST COMMERCIAL"
ATTACHMENT 4	AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF NAPA, STATE OF CALIFORNIA, AMENDING THE NAPA MUNICIPAL CODE BY: AMENDING CHAPTER 17.30 AMENDING THE ZONING DISTRICTS MAP
ATTACHMENT 5	A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF NAPA, STATE OF CALIFORNIA, APPROVING STANLY RANCH RESORT MASTER PLAN MASTER USE PERMIT, IN CONJUNCTION WITH THE NAPA ST. REGIS RESORT PROJECT
ATTACHMENT 6	A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF NAPA, STATE OF CALIFORNIA, APPROVING THE PARCEL MAP FOR THE ST. REGIS

VIII. REQUIRED ACTIONS

Final action by the City Council after recommendation from the Planning Commission:

1. Close the public hearing.
2. Recommend approval or denial of the adoption of the Environmental Impact Report and the Statement of Overriding Considerations.
3. Accept or reject the required findings and recommend approval/denial of a General Plan Amendment.
4. Accept or reject the required findings and recommend approval/denial of a Zoning Amendment.
5. Accept or reject the required findings and recommend approval/denial of a Master Use Permit.
6. Accept or reject the required findings and recommend approval/denial of a Tentative Parcel Map.

DOCUMENTS ATTACHED

Location Map (Attachment 1)
CEQA Resolution (Attachment 2)
General Plan Resolution (Attachment 3)
Zoning Ordinance and Master Plan (Attachment 4)
Master Use Permit Resolution (Attachment 5)
Parcel Map Resolution (Attachment 6)
Parcel Map (Attachment 7)
Project Concept Plan (Attachment 8)
General Plan Consistency Analysis Table (Attachment 9)
ALUCP Analysis Table (Attachment 10)
Economic Impact Analysis by ERA (Attachment 11)
Hotel Policy Report (Attachment 12)
(AAA) 5 Diamond Standards (Attachment 13)

DOCUMENTS FORWARDED SEPARATELY

Environmental Impact Report
Citygate Fire Emergency Services Report

Prepared by:


Jim Hare *for*
Consulting Planner

cc: Applicant

EXHIBIT A

STANLY RANCH RESORT MASTER PLAN Draft December 29, 2009

17.30.010 Specific Purposes.

The purpose of the Stanly Ranch Resort Master Plan is,

- A. To develop a low-density, destination resort and winery, using the highest quality, sustainable development design features, compatible with the existing agricultural uses which support the economic needs of the community.
- B. To protect agricultural uses, sensitive wetland and creek habitat areas in the District and facilitate public access to open space within and adjacent to the District, including new trail connections to the Napa River.
- C. To create a sense of place within the Stanly Ranch Planning Area through careful consideration of density, building design and complementary uses that respond to their geographic context.
- D. To create strong linkages among uses onsite, to the river and rest of the city through provision of pedestrian, bicycle and vehicle connections that will fit into the planned, area-wide transportation plan.
- E. To create a Resort District with a low density, luxury destination resort. The resort will provide visitors with an unparalleled Napa Valley experience, including an operational winery. The resort units will be a combination of traditional hotel units, vacation homes and fractional ownership units. The resort amenities will include a spa, fitness and recreation areas (such as tennis and bocce courts and similar facilities), outdoor pools, restaurants, banquet and event space.
- F. To reflect and amplify the polices of the City of Napa General Plan and implement the General Plan Land Use Element 'Tourist Commercial' designation for the site.
- G. To implement the City of Napa Municipal Code through the incorporation of all applicable controls in accordance with the Master Plan adoption process as set forth in Chapter 17.26.
- H. To incorporate and require implementation of mitigation measures as set forth in the environmental review conducted as part of the establishment of the Ranch Resort District.
- I. To provide for the ongoing implementation of the Master Plan development standards through the establishment of procedures and standards for subsequent amendments, permitting actions and enforcement measures.

17.30.020 Definitions.

For purposes of this Chapter, these specific definitions apply:

- A. *Five Star Resort.* Five Star Resort shall mean a standard of physical features of, and operational (service expectation) aspects for a hotel that meets or exceeds the criteria established for the American Automobile Association "five diamond" properties. Should the

American Automobile Association cease to exist or to publish physical and/or operational criteria for hotels, or where otherwise necessary to further the purposes of this Chapter, the Community Development Director may utilize a similar set of criteria that he or she finds will meet the intent of the definition. The Five Star Resort standard shall also include, without limitation, operation of the hotel on a seven day a week basis, with sufficient room service, housekeeping (including housekeeping of Fractional Units and Whole Ownership Dwelling Units) food and beverage service, concierge, parking, bellman banqueting and meeting services.

- B. *Fractional Units*. Attached or detached transient dwellings subject to a condominium subdivision, which are intended for sale in partial-year increments.
- C. "*Stanly Ranch Resort Master Plan EIR*": refers to the document entitled "St. Regis Napa Valley Project EIR" (State Clearinghouse Number [SCH#]) including all documents incorporated therein by reference.
- D. *Stanly Ranch Planning Area*. Planning Area #12 as depicted in Figure 1-15 of the Napa General Plan.
- E. *Stanly Ranch Resort Master Plan District*. A district comprising 93 acres within the Stanly Ranch Planning area, described in Section 17.30.030[A], and as depicted on the Zoning Map, as defined by Section 17.06.17 as amended by Ordinance [Number], adopted on [date], which within this Chapter is referred to as "District".
- F. *Whole Ownership Dwelling Units*. Attached or detached residential dwellings, subject to a condominium subdivision, which intended for sale for the purpose of occupancy by the owner without limitation as to length or time of stay, and with full access to resort services and amenities.
- G. *Community Development Director* shall mean the Community Development Director or designee of the Community Development Director or of the City Manager

17.30.030 Area Subject to Stanly Ranch Resort Master Plan

The Stanly Ranch Resort Master Plan is located within the Stanly Ranch Planning Area, and comprises approximately 93 acres described as Parcels 3, 4, 9 and 10 of the Stanly Ranch Vineyards Subdivision, Map 5539. The Stanly Ranch Resort Master Plan comprises a single zoning district.

17.30.040 Land Use Regulations.

A. Stanly Ranch Master Use Permit

1. Stanly Ranch Master Use Permit Required Prior to Development

All other provisions of this Chapter notwithstanding, no development pursuant to this Master Plan district shall be allowed prior to the issuance of a Stanly Ranch Master Use Permit.

2. Purpose and Intent

The purpose of the Stanly Ranch Master Use Permit is to require that any applicant for development within the District be held responsible for meeting the design and operational objectives set forth in Section 17.30.010 above. In adopting this process, the intent is to provide the means to place conditions on development related to design guidelines, ongoing monitoring of

development impacts, operating conditions and standards, and agreed-upon developer and operator fiscal and economic contributions.

3. Authority, Processing and Findings

- A. The Authority to approve, conditionally approve, or deny a Stanly Ranch Master Use Permit shall be the City Council. The Stanly Ranch Master Use Permit shall be subject to processing and to findings as set forth in Chapter 17.60 [“Use Permits’] of this code, substituting the City Council as the Authority, Section 17.60.020 [“Authority”] notwithstanding.
- B. A further finding which must be made prior to the approval of a Stanly Ranch Master Use Permit shall be: The proposed design and operation of the development will result in a five star resort.

B. Permitted Uses

1. Stanly Ranch Resort Master Plan District General Description of Uses

The primary permitted uses of the District will generally comprise hotel units, fractional units, and site improvements typical of a premiere destination resort with the added feature of an associated winery.

2. Primary Permitted Uses

The primary permitted uses of the District are Hotel, offering transient lodging accommodations on a daily rate to the general public, Fractional Units, and Winery., The total number of transient units shall be no greater than 175 units, allocated between the primary permitted uses (hotel units plus fractional units). The Winery as permitted use will be a public commercial winery, with normal attendant accessory uses and site improvements, including vineyard. The primary permitted uses of the Stanly Ranch Resort Master Plan District, as described in this paragraph, are limited as set forth in Table ‘A’, below; provided, however, that the allocation of transient units between Hotel and Fractional Units may vary by up to 15 units.

Table A. Primary Permitted Uses

Use	Size or Unit Allocation	Description / Conditions
Hotel	150 units	<ul style="list-style-type: none"> • Attached hotel units without kitchens. • Normal uses and structures related to the operation and support of hotel units
Fractional Units	25 units	<ul style="list-style-type: none"> • Detached or duplex units, with kitchens • Subject to requirements of Section 17.30.060(K) and (L).
Winery	25,000 case capacity	<ul style="list-style-type: none"> • Tours, tastings and retail sales are permitted as defined per 17.52.540. • Wine produced required to

		contain at minimum 75% Napa County grapes
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3. Accessory and Related Uses

The primary permitted uses listed in the preceding Table A demand a number of associated and normally expected accessory and support uses. Table B, below, specifically provides for such accessory and support uses to be established within the District by right, subject to conditions and restrictions herein. No building permit shall be issued for any Accessory Use until at least 85 units of primary permitted transient occupancy units (Hotel or Fractional Units) are approved by the City for occupancy.

Table B. Accessory and Related Uses

Accessory Use	Zoning Ordinance Entries	Conditions / Restrictions
Food, Beverage and Entertainment Uses	Catering (with retail sales) Cocktail lounges, bars, nightclubs Food service establishments -with or without accessory serving of beer or wine; -with a bar, live entertainment,	<ul style="list-style-type: none"> • Conducted within the grounds and buildings of the hotel and its accessory buildings. • Permitted by right, Section 17.52.070 notwithstanding. • Subject to State licensing for on-sale alcohol.
Food, Beverage Shops and Stores	Food and beverage sales with or without accessory serving of beer or wine	<ul style="list-style-type: none"> • Conducted within the enclosed buildings of the hotel and its accessory buildings. • Primarily provided for the convenience and service to lodging guests of the resort. • Subject to State licensing for off-sale alcohol •
Other Shops, Stores and Commercial Services	Car Rentals Travel services Financial services offices Automatic Teller Machines	<ul style="list-style-type: none"> • Conducted within the enclosed buildings of the hotel and its accessory buildings. • Primarily provided for the convenience and service to lodging guests of the resort. •
Spas	Health and Fitness Facilities Therapeutic Massage Beauty Shops/Salon Services	<ul style="list-style-type: none"> • Primary provided for the convenience and service to guests of the resort but available to the general public. • Massage use subject to

		Chapter 5.32
Maintenance, Storage and Operations Functions	Small equipment maintenance and repair Recycling and waste storage	Conducted within the enclosed buildings of the hotel and its accessory buildings or in a separate building or buildings screened from public view and enclosure to reduce noise.
Outdoor Storage	Outdoor Storage Outdoor recycling and waste storage	<ul style="list-style-type: none"> • Conducted within screened enclosures and not visible from any location outside the Resort District. • Subject to design review.
External Installations	Satellite Dishes Signs	<ul style="list-style-type: none"> • Subject to design review at the time of approval of the structure to which they are to be attached.
Vineyard	Agricultural	<ul style="list-style-type: none"> • Vineyards in the resort district shall not constitute a primary agricultural use, nor obligate regulation or setback per Section 17.52.040. • Grapes grown as part of vineyard landscape in the Resort District may be commercially harvested and sold.
Parking	Parking Structures Parking Lots	<ul style="list-style-type: none"> • Structures and lots, meeting a shared parking demand analysis or the minimum requirements for parking per Chapter 17.54 and shall be subject to a design review permit per Chapter 17.62
Whole Ownership Dwelling Units	Residential Dwelling Units [Attached or Detached]	<ul style="list-style-type: none"> • Additional units, not included in the Primary Permitted Use unit count in Section 17.030.040.A.2., above. • Total Whole Ownership Units shall not exceed 70 units. • Notwithstanding the requirements of Section 17.52.515 ("Vacation Rental Permits"), each owner of a Whole Ownership Dwelling Unit shall be conditionally

		permitted to operate a transient occupancy use in the District, pursuant to the requirements of a Stanly Ranch Master Use Permit.”
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C. Temporary, Special Uses, and Other Uses

1. Temporary or Special Event Uses

Parades, circuses, carnivals or gatherings of 500 or more persons shall be deemed to be a “special event” as that term is used in Chapter 12.48, and shall be subject to all requirement and limitations imposed on Special Events pursuant to Chapter 12.48, including the requirement to obtain a permit.

2. Other Accessory Uses or Use Determinations

Uses that are not explicitly permitted or conditionally permitted in this District shall be prohibited, unless the Community Development Director determines that the proposed use is substantially similar to a permitted or conditionally permitted use in this District, pursuant to the criteria set forth in Section 17.04.050 of this Code.

17.30.050 Property Development Regulations.

A. Maximum Development Square Footage by District

The Floor Area of the District, not including parking structures, shall be limited to a total of less than 500,000 square feet. This total measurement is based upon the floor area projected allocation by use category per Table C, below, including normally attendant accessory structures. No lot within the District may exceed a floor area ratio of .20, as calculated per Section 17.52.120. The final allocation of floor area among the uses listed below may vary among uses and the square footage of any of the use categories may be increased by up to fifteen percent (15%), so long as:

- (1) The sum of all structures, not including parking structures, remains less than 500,000 square feet;
- (2) The number of hotel and fractional units and the winery capacity do not exceed the limits set forth in Table A [“Primary Permitted Uses”], above;
- (3) The number of whole ownership dwelling units do not exceed the limits set forth in Table B [“Accessory and Related Uses”], above; and,
- (4) Applying the generation factors used in the *St. Regis Napa Valley Traffic Impact Study*, by W-Trans, dated May 5, 2009, the total trip generation on a daily or peak hour basis for the entire Stanly District does not increase from the total projected by that study.

Table C. Floor Area Allocation by Use

Hotel and Related Use/Support Buildings	<195,000 sf
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Fractional Units	<60,000 sf
Whole Ownership Dwelling Units	<205,000 sf
Winery	<40,000 sf

B. Height

Buildings within the District shall comply with the height limits in Table D, below. Height shall be measured per Section 17.06.030, "Building Height", with application of the stepped building standard and with measurement at taken from the "Average Grade", as defined, and subject to the exclusions set forth in Section 17.52.220. The Hotel structure shall also be subject to a height limit of 35'-0", with application of the stepped building standard and with measurement at taken from the preexisting grade as that grade is determined by the City Engineer.

Table D. Height Limits

Use Type	Height Limit to Average Grade
Hotel	50'-0"
Freestanding Accessory	35'-0"
Timeshare and Residential	35'-0"
Winery	35'-0"

C. Setbacks

Buildings within the District shall comply with yard, setback, and separation requirements in Table E, below. All measurement of yards, setbacks and separation shall be conducted per the definition of 'Yard', Section 17.06.

Table E. Minimum Yard, Setbacks and Separation

Setback from District exterior boundary	50 feet
Agricultural Buffer Building Setback from District exterior boundary (Where applicable per NMC Section 17.52.040)	80 feet
Setbacks from internal parcel lines	0 feet
Separation between detached structures:	10 feet

D. Airport Compatibility Overlay District; Residence Restriction Area

The entirety of the District lies within the Airport Compatibility Overlay District, and subject to the provisions of Chapter 17.34 of this Title.

Pursuant to Chapter 17.34 of this Title, Within the area easterly of the line representing Zone D of the Airport Land Use Plan, as identified by the Napa County Land Use Compatibility Plan (ALUCP),

1. Whole Ownership Dwelling Units shall be prohibited; and,
2. No person shall occupy any Fractional Unit in excess of 90 days in any calendar year.

17.30.060 Other Development Standards and Requirements.

- A. **Parking.** On-site parking and loading shall be provided in accord with Chapter 17.54, or pursuant to a parking study and project design approved pursuant to a Stanly Ranch Master Use Permit.
- B. **Accessory Structures.** Nonresidential accessory structures shall meet standards for principal buildings. Walks or similar types of surfaced areas constructed at grade, fences (see 17.52 standards) and signs (see Title 15) may be located in setback areas, subject to observance of the regulations related to Visibility Triangle, Section 17.52.170.C.
- C. **Screening of trash, outdoor storage.** See 17.52 for outdoor storage screening requirements.
- D. **Rooftop Equipment.** Rooftop equipment shall be screened and integrated into the building architecture. Screens shall not disproportionately increase the mass of the building.
- E. **Landscaping.** All planting strips, yards, setbacks and other required open space areas shall be landscaped in accordance with City standards, approved by the decision-making body as part of the design review or other discretionary permit. All landscaping shall be maintained in a healthy, weed-free condition. Landscape maintenance agreements may be required by the Community Development Director for sites determined to be sensitive sites.
- F. **Street Trees.** Street trees in right of ways shall be installed if the Community Resources Director determines they are required in accordance with plans as approved, a Stanly Ranch Master Use Permit or City standards, as applicable.
- G. **Public Works Improvements.** Curb, gutter, sidewalk, street, drainage, utility undergrounding and similar improvements shall be installed if the Public Works Director determines they are required in accordance with the Stanly Master Use Permit, the Stanly Ranch Resort Master Plan FEIR, Policy Resolution 27 or Public Works Department standard specifications as applied to development designs submitted.
- H. **Lighting.** Exterior lighting shall be directed or shielded so as to prevent glare onto public streets and abutting residential properties.
- I. **Noise.** Development and operation of uses within the Stanly Ranch Master Plan shall comply with Chapter 17.52 and Section 8.08.020.
- J. **Conditions, Covenants and Restrictions, Required Elements.** All Fractional and Whole Ownership units shall be subject to Conditions, Covenants and Restrictions ["CCR's"]. The CCR's shall be subject to the review and approval of the Community Development Director and approval as to form by the City Attorney, prior to the opening of any unit purchase escrow. The City of Napa shall be a party to the CCR's, with the right but without the obligation to enforce their provisions. The CCR's shall include elements requiring notification and acknowledgment of the potential impacts from the following site and area features:
 - Napa County Airport
 - Agricultural Operations ['Right to Farm']
 - SR 129
- K. **Owners Association.** An Owners Association ("OA") shall be established to govern, manage, maintain and operate the hotel, Fractional Units and Whole Ownership Dwelling Units. The OA services shall include but not be limited to housekeeping for all public areas (including lobby and hallways) front desk, concierge services, and other such services as a hotel in accordance with CCR's to the satisfaction of the Community Development Director, and approved as to form by the City Attorney. The CCR's shall require that all portions of the District, including but not limited to, landscape and open space areas, lobby, hallways, parking banquet/ballroom facilities, conference facilities, restaurant, retails, parking, recreational an spa facilities and other amenities and improvements (collectively 'amenities' as well as individual Hotel,

Fractional and Whole Ownership Dwelling Units, their furniture, fixtures, and equipment shall be maintained and operated in accordance a Five Star Resort standard.

- L. Fractional Units. Each Fractional Unit may be used for a total of 168 days without payment of TOT, which total number of TOT-exempt days may be divided among a number of Fractional Owners. Each Fractional Owner may use the unit for a maximum of fourteen (14) days per year without payment of TOT. At all other times, each unit shall be used for transient occupancy purposes only; and no unit may be rented to any person(s) for more than 30 consecutive days. Fractional owners who exceed fourteen (14) days of use in a year shall pay a TOT for each day in excess of 14 days using an Average Daily Rate, calculated as the total amount of TOT owed by the operator for hotel from non-owner transient occupied Fractional Units for the subject calendar month, divided by the total number of non-owner transient days charged during the same calendar month (as measured consistent with the City's Transient Occupancy Tax Ordinance, Napa Municipal Code Chapter 3.20).
- M. TOT shall be paid on all occupancies other than by an Fractional Owner, including occupancies of units owned by the developer, operator or other similar entity.
- N. Whole Ownership Dwelling Units. For each Whole Ownership Dwelling Unit, as defined in the Stanly Ranch Resort Master Plan, TOT at the rate established by the City of Napa shall be paid on the rental amount paid if the unit is rented to a person who is not the owner of the unit for a period of less than thirty (30) days.

17.30.070 Design Review Required.

- A. New structures, additions and exterior remodels and residential development or the subdivision of any lot shall require Design Review by the Community Development Director, Planning Commission or City Council as described in Chapter 17.62 (Design Review Permits), and consistent with Design Guidelines adopted pursuant to a Stanly Ranch Resort Master Plan Master Use Permit.
- B. For the purposes of this section, all initial approvals for habitable space, including the Hotel, Fractional Units, Whole Ownership Dwelling Units, Winery, accessory buildings and above grade parking structures shall be considered to comprise a single mixed use project, each component of which is subject to design review by the City Council per paragraph 17.62.050.C.3 of this Title.
- C. The painting of walls with murals, wall graphics or unusual paint colors incompatible with their context shall also require review in accordance with Chapter 17.62.
- D. Signs shall require review in accordance with Title 15.

17.30.080 Administration.

- A. The requirements of this Chapter 17.30 are specific to the District, and where there is a conflict between this chapter and other requirements of Title 17, the requirements of this chapter shall prevail. Where not addressed, general zoning requirements apply.
- B. General zoning provisions shall apply for administration of the District in accordance with the Master Plan Zoning Administrative Regulations section in Section 17.26.110.
- C. A unified site development plan providing a site plan and building design for all buildings, parking, landscape and open space areas, streets, pedestrian and bicycle paths and utilities is required prior to any development occurring within the District. In addition, each component

shall each be designed to provide a complementary interface between the components through their building design and site layout. Such unified site development plan shall be provided by submittal of a Design Review application as described in Chapter 17.62 approved by the City Council.

D. Amendments to this chapter shall be processed in accordance with Chapter 17.66.

DRAFT

EXHIBIT A

Stanly Ranch Resort Master Plan Master Use Permit and Conditions of Approval Issued to the Napa St. Regis Project February 16, 2010

A. Description of the Project As Approved

This Master Use Permit ("MUP") is issued to and for the Stanly Ranch Resort Project, as depicted on the project plan submittal dated [date] comprised of the following documents, with modifications and further conditions as established at the time of the final project approval:

- a. Conceptual Development Plan [title and date]
- b. Plan revisions to the Conceptual Development Plan [reference and date]
- c. Preliminary Parcel map [title and date]
- d. Design and Landscape Guidelines [title and date]
- e. Economic Analysis ERA, Inc., [title and date]
- f. Fire Response analysis [title and date]

This MUP further incorporates changes to the project and mitigation measures contained in the [reference to the FEIR] and the technical analysis attached and appended thereto.

This MUP is issued in the anticipation of the construction and operation of a resort to be operated under the brand name "St. Regis". Any changes in ownership, operators or brand for this resort shall be submitted to the Community Development Director and may require amendment of this MUP and/or re-execution of agreements and conditions as set forth herein.

B. Term of the MUP

This MUP shall remain in force and effect from its effective date, through construction and during the subsequent use and operation of the development and shall be controlling on all the aforementioned phases of the project. This MUP shall expire and shall become void on the earliest of any of the following events:

- a. If, prior to the issuance of a building permits, there is a change of hotel brand or operators which no longer meets the definition of Five Star Resort as defined in NMC Section 17.30.020.
- b. If a site development permit or building permit for the hotel component of the development has not been issued prior to five years after the effective date of this MUP, further provided that an extension of up to five years may be granted by the City Council.
- c. If, for cause and in accordance with the City of Napa Municipal Code, the MUP is revoked.

C. Conditions of Approval

This MUP is subject to the following conditions of approval.

General Conditions:

1. This project is approved subject to the provisions of an Environmental Impact Report (EIR) for which the City will file a Notice of Determination required under Public Resources Code Section 21152 and Title 14 of the California Code of Regulations Section 15075. The project applicant shall provide a check to the Planning Division for \$2,842.25, payable to the Napa County Clerk for the payment of a \$2,792.25 EIR filing fee and a \$50 County Clerk processing fee.
2. This project shall be subject to the mitigation measures adopted with the St. Regis Napa Valley Project Environmental Impact Report prepared for the project and included with these conditions of approval as Attachment ___ to Resolution _____, which are attached to this document and incorporated into this document as if set forth in full herein.
3. Signage is not part of this review. Any signage for this proposed development shall require the owner or designee to submit for review and obtain approval in accordance with the City's Sign Ordinance, Chapter 15.56.
4. Prior to final condominium map approval, the owner or designee shall prepare (i) grant deed and (ii) purchase and sale agreements (or applicable portions thereof) to be used in connection with the applicant's sale of the units/lots to individual buyers that shall include disclosures that indicate the existence, operations, characteristics, and potential exposure to nuisance/objectionable odors/risk of upset/hazards of the following:
 - a. Napa County Airport
 - b. State Highway 129
 - c. Agricultural uses on Adjacent Parcels ["Right to Farm"]
 - d. Regional trail system
 - e. Public Open Space Parcels
5. Prior to the issuance of a grading permit or building permit, the Applicant shall submit draft Covenants, Conditions and Restrictions (CC&Rs) pertaining to the operations and management of the project. The CC&Rs shall be drafted to meet the requirements of the Stanly Ranch Resort Master Plan and shall be subject to review by the Community Development Director and approval as to form by the City Attorney. The CC&Rs shall be consistent with the terms of this Use Permit and its conditions of approval, the Environmental Impact Report mitigation

measures and monitoring requirements, and the project Design Guidelines. Further, the CC&Rs shall comply with the following:

- a. The CC&Rs shall ensure at a minimum that the long term maintenance and operation of the hotel is in accordance with the Napa Zoning Ordinance, that sufficient lodging rooms are available for transient occupancy and shall provide notice to future purchasers of the City's right to enforce provisions of the CC&Rs, other regulatory documents and the terms of any permits issued for this Project.
- b. The CC&Rs shall contain a statement indicating that the City is deemed to be an express third party beneficiary of the CC&Rs and has the right, but not the obligation, to enforce any of the provisions of the CC&Rs.
- c. Subsequent to initial submittal and approval of CC&Rs, and proposed amendments to the CC&Rs shall be submitted for review to the Community Development Director or designee, and shall be approved by the Community Development Director, and the City Attorney as to form, prior to the amendments being valid. In the event a proposed amendment materially alters any of the provisions required by the City to be included in the CC&Rs, the Community Development Director may require the proposed amendment to be approved by the City Council.
- d. The CC&Rs shall require the Hotel Owner to hire a single qualified professional management entity to maintain and operate the hotel and fractional units. The management entity shall have at least five (5) consecutive years of experience in the hotel management business in hotels that meet the Five-Star Resort Standard, as defined in section 17.30.020 of the Master Plan and have ten (10) other properties (nationally or internationally) under current management. The applicant shall provide the City with appropriate documentation to demonstrate that the management entity meets the requirements of this section. The CC&Rs shall give the Hotel Owner and management entity the right, power and obligation to enforce the Five-Star Resort Standard including, without limitation, the right to enter any portion of the resort, including individual guest units and cure any failure to meet the Five-Star Resort Standard. The management entity shall offer transient rental services to all owners of the fractional units. The CC&Rs shall require the association to hire a single manager of the whole ownership units, which shall offer transient rental services to all owners of the whole ownership units.
- e. The Hotel Owner and management entity shall maintain and regularly make available to City such information, books, records, and documentation, and also shall allow reasonable access to individual units, as the City finds necessary to have or review in order to ensure that City may determine the resort's compliance with this Chapter and other applicable City laws, regulations, project conditions and mitigation measures. The original and every subsequent management entity shall immediately advise the Community Development Director of its name, qualifications, address, telephone number and the name of

a contact person.

- f. CC&Rs and/or other documents satisfactory to the Community Development Director and City Attorney will be recorded to ensure the long term maintenance and operation of the resort in accordance with this Chapter and the terms of any permits or approvals issued for the resort, to ensure that sufficient rooms will be available for transient occupancy purposes and to provide notice to future purchasers of the City's right to enforce the CC&Rs and/or other documents, this Chapter and the terms of any permits or approvals issued for the resort.
6. Fractional and Whole Ownership Dwelling units approved by this permit shall be subject to the following provisions related to the payment of Transient Occupancy Tax (TOT):
 - a. Fractional Units. Each Fractional Unit may be used for a total of 168 days without payment of TOT, which total number of TOT-exempt days may be divided among a number of Fractional Owners. Each Fractional Owner may use the unit for a maximum of fourteen (14) days per year without payment of TOT. At all other times, each unit shall be used for transient occupancy purposes only; and no unit may be rented to any person(s) for more than 30 consecutive days. Fractional owners who exceed fourteen (14) days of use in a year shall pay a TOT for each day in excess of 14 days using an Average Daily Rate, calculated as the total amount of TOT owed by the operator for hotel from non-owner transient occupied Fractional Units for the subject calendar month, divided by the total number of non-owner transient days charged during the same calendar month (as measured consistent with the City's Transient Occupancy Tax Ordinance, Napa Municipal Code Chapter 3.20).
 - b. TOT shall be paid on all occupancies other than by a Fractional Owner, including occupancies of units owned by the developer, operator or other similar entity.
 - c. Whole Ownership Dwelling Units. For each Whole Ownership Dwelling Unit, as defined in the Stanly Ranch Resort Master Plan, TOT at the rate established by the City of Napa shall be paid on the rental amount paid if the unit is rented to a person who is not the owner of the unit for a period of less than thirty (30) days.
 7. Prior to final tract/parcel map approval or development permits for any project phase, the applicant or property owner shall demonstrate compliance with the following emergency response mitigation measures to the satisfaction of the Fire Chief:
 - a. Prior to the issuance of the first building permit for the project, the applicant shall pay a one-time fee totaling \$75,000 to offset the project's

potential cumulative impacts on the City-wide fire and paramedic services, particularly related to impacts caused by additional service demands in the southern portion of the City. This one-time fee shall be used by the City for the purpose of studying and improving City-wide fire and paramedic services, including the potential need for a new fire station in the southern end of the City, or a relocation of or modification to existing facilities, in order to meet the City's response time goals. Payment of this one-time fee shall be in addition to all other required fees.

- b. Submittal of, and enforceable commitment to implement, an on-site emergency response staffing and training plan.
 - c. On-site construction materials and methods to achieve fire safety and provide for emergency response.
 - d. Payment of Citywide Fire and Paramedic Impact fees, provision of on-site private staffing and facilities notwithstanding.
8. Prior to final tract/parcel map approval or development permits for any project phase or component, the applicant or property owner shall have completed an annexation of the master plan property into the Napa Sanitation District, and shall have approval from the District for the means and capacity for transporting and processing project-generated sewage from the site and the provision of recycled water to the site. In the event the annexation does not occur within one year of submittal of the annexation application, or if the annexation is denied, the applicant may seek approval from all required governing agencies for a package sewerage treatment plant to process project-generated sewage, to the capacity as analyzed in the project Environmental Impact Report.
 9. All structures and operating procedures governed by this Permit shall comply with the City of Napa 'Green Building' provisions or shall meet LEED Silver standards, whichever is in effect at the time of submission of application materials for building permits.
 10. Prior to the issuance of a building permit for any new buildings on the project site, the applicant shall pay a fee to be held in a special account by the City of Napa to cover the project's fare share toward the cost of constructing a fly-over ramp for left-turning vehicles traveling southbound from State Route 221 to State Route 29. The applicant's fare share shall be (0.74%) of the cost of constructing said improvement. The cost of said improvement shall be determined by the City of Napa Public Works Department in consultation with the Napa County Transportation Planning Agency (NCTPA) and Caltrans. The most recent estimate for said improvement is \$30,329,000. The applicant's percentage share represents an average of the project peak hour trips for weekday PM and weekend midday as a percentage of total traffic in future year 2030.

11. Prior to the issuance of each building permit for each new building on the project site, the applicant shall pay an affordable housing mitigation fee in an amount established by resolution of the City Council. The affordable housing mitigation fee shall be established in an amount reasonably necessary to offset the estimated cost of the public subsidy for the low and very low income rental households needed to mitigate the project's impact on the City's housing stock, to serve workers generated by the project. The affordable housing mitigation fee shall be equitably allocated to each building on the project site.
12. The Valley Oaks at the termination of vineyard rows fronting Stanly Lane are subject to the City's Tree Preservation Ordinance (§12.45; Trees on Private Property) and any proposed removal would require compliance with this code. The project applicant and subsequent owners and operators shall maintain Valley Oaks, to the satisfaction of the Community Development Director, in consultation with the Community Resources Department and Public Works Department.
13. The San Francisco Bay Trail crosses the Stanly Ranch Resort from the southern intersection of Cuttings Wharf Road to the junction of Stanly Lane and thence to Highway 121. The on-site portions of this route shall be maintained and improved in accordance with the following:
 - a. The existing easement on Stanly Crossroad shall remain in full force and effect to provide bicycle and pedestrian passage; and,
 - b. The Developer shall construct and open to the public a minimum 10-foot wide paved bicycle and pedestrian trail with a minimum of 2 foot shoulders on each side free and clear within the 15 foot wide public bicycle and pedestrian easement as required on the St. Regis Parcel Map (Resolution #08-0111-DR, PM), prior to of the opening of the hotel resort or final occupancy of the first vineyard unit, whichever occurs first. At the option of the resort owner, the trail may be developed as a Class 1 path along the Stanly Crossroad frontage from Stanly Lane to Home Hill Road at least 10-feet wide with a minimum of two foot shoulders on each side or in a final location acceptable to the City as an on street path through the resort on a very low volume road. Prior to of the opening of the hotel resort or final occupancy of the first vineyard unit, whichever occurs first, Developer shall inform City of which of these options it intends to pursue, and shall commit to construction of the selected option by entering into an Improvement Agreement, submitted for review to the Community Development Director or designee, to be approved by the Community Development Director, and the City Attorney as to form, setting forth a timeline for construction and terms and conditions for the completion of construction of the bike path. The on-site portions of the trail shall be maintained by the resort.
 - c. The Developer shall provide funding or construction in lieu of funding for a City project to rehabilitate the existing Stanly Lane bikeway, northerly of the project site. The rehabilitation would entail an asphalt overlay or equivalent surface on the existing roadbed and compacting to provide a Class I path for bicycles and

pedestrians. The existing culverts (bridges) on this bikeway segment would remain unchanged and no tress would be removed.

- d. The public bicycle and pedestrian path shall be appropriately identified with signs identifying it as a public path and a San Francisco Bay Trail.
14. Prior to the first occupancy, permit on the project site, the Developer shall improve the junction where the Stanly Lane bypass diverges from the original Stanly Lane alignment. Prior to the issuance of the first Certificate of Occupancy for the project, the project applicant shall rehabilitate the original Stanly Lane alignment to serve as an extension of the San Francisco Bay Trail to a point south of the SR-12-SR-121 / Stanly Lane intersection. The rehabilitation would entail laying decomposed granite on the existing roadbed and compacting it to provide an adequate surface for bicycles and pedestrians. The existing culverts would remain unchanged and no trees would be removed.
15. All aviation easements and notices related to the operation of the Napa County Airport put in place as a condition of approval for Stanly Ranch Vineyards Subdivision, Map 5539, shall remain in full force and effect and shall be applicable to this project.
16. The existing concrete cistern on the project site shall be preserved and incorporated into the overall project in a manner that recognizes the importance of the structure on the site. Upon submittal of the first plans for Design Review, the applicant shall concurrently submit plans showing the means by which the existing cistern on site will be preserved and incorporated into the overall winery design and the design and configuration of the new structures in the vicinity of the cistern. The preservation and incorporation plans for the concrete cistern shall be subject to concurrent design review, and such plans may be approved, conditionally approved or denied.
17. Developer shall comply with all requirements of federal, state, and local laws and regulations applicable to project construction and issuance of building permits.
18. Developer shall comply with the monitoring/reporting check lists pursuant to the City of Napa Resolution 96-153 regarding CEQA implementation procedures for both standard and project specific mitigation measures.
19. Developer shall notify all employees and agents of the mitigation measures and conditions applicable to the project and shall ensure compliance with such measures and conditions. Developer shall also notify all assigns and transferees of the same.
20. Developer shall comply with all applicable statutes, codes, ordinances, rules, regulations and standard specifications, as well as project mitigations and project conditions contained in City of Napa Policy Resolution No. 27.

21. Developer shall revise its project to include all mitigation measures set forth in the project Environmental Impact Report and shall comply with all the required mitigation measures as well as any required mitigation monitoring and reporting program for such mitigation measures.
22. Developer shall pay all applicable fees and charges at the required time and at the rate in effect at time of payment.
23. Developer shall design and construct all improvements to comply with the General Plan, with the applicable Master Plan, the Napa Municipal Code (NMC), City ordinances and resolutions, the "Standard Specifications" of the Public Works and Fire Departments, any approved tentative map, site plan or other documents submitted for permit approval, all representations made by Developer, and with the plans and specifications submitted to and approved by City.
24. The time limit within which to commence any lawsuit or legal challenge to any quasi-judicative decision made by the City is governed by Section 1094.6 of the Code of Civil Procedure, unless a shorter limitations period is specified by any other provision. Under Section 1094.6, any lawsuit or legal challenge to any quasi-judicative decision made by the City must be filed no later than the 90th day following the date on which such decision becomes final. Any lawsuit or legal challenge, which is not filed within that 90-day period, will be barred.
25. The Developer shall defend and indemnify and hold the City, its agents, officers, and employees harmless of any claim, action or proceedings to attack, set aside, void or annul the approval by a third party so long as the City promptly notifies the Developer of any such claim, action, or proceedings, and the City cooperates fully in the defense of the action or proceedings.
26. Developer shall pay all fees related to filing of environmental documents for the project with the County Clerk.
27. Violation of any term, condition, mitigation measure or project description relating to this approval is unlawful, prohibited and a violation of the Napa Municipal Code and can result in revocation or modification of this approval and/or the institution of civil and/or criminal enforcement and/or abatement proceedings.
28. Project approval would not have been granted but for the applicability and validity of each and every one of the specified mitigations and conditions, and if anyone or more of such conditions and mitigations is found to be invalid by a court of law, this project approval would not have been granted without requiring other valid conditions and/or mitigations consistent with achieving the purpose and intent of such approval.

Planning Department:

29. All new exterior lighting on private property shall be designed to focus lights onto the Project site and not spill over into adjacent properties.
30. Low-level lighting meeting minimum CBC and safety standards shall be utilized in any parking areas(s), including parking garage openings, as opposed to elevated high-intensity light standards.
31. The Applicant shall underground all on-site utilities.
32. During the construction/demolition/renovation period of the project, Developer shall use the franchised garbage hauler or licensed demolition contractor in which the project is located to remove all wastes generated during project development, unless Developer transports project waste. If the Developer transports the project's waste, Developer must use the appropriate landfill for the service area in which the project is located.
33. Developer shall provide for the source separation of wood waste for recycling. Developer shall use the franchised garbage hauler or licensed demolition contractor in which located for collection of such wood waste, unless the Developer transports such wood waste to a location where wood waste is recycled.
34. The Applicant shall submit to and receive approval from the Public Works Director of a source reduction plan which meets the City's Source Reduction and Recycling Element and implementing guidelines.
35. Recycling and solid waste enclosures shall be provided on the project site in accordance with the requirements of the Napa Municipal Code.
36. The following dust control measures shall be observed by contractors during demolition of existing structures and site grading:
 - a. Watering should be used to control dust generation during demolition of structures and break-up of pavement.
 - b. Use dust-proof chutes to load debris into trucks whenever feasible. Watering should be used to control dust generation during transport and handling of recycled materials.
 - c. Water all active construction areas at least twice daily and more often during windy periods; active areas adjacent to existing land uses shall be kept damp at all times, or shall be treated with non-toxic stabilizers or dust palliatives. This shall include exposed material stockpiles (dirt, sand, etc.).
 - d. Cover all trucks hauling soil, sand, and other loose materials.

- e. Pave, apply water three times daily, or apply (non-toxic) soil stabilizers on all unpaved access roads, parking areas, and staging areas at construction sites.
 - f. Sweep daily (preferably with water sweepers) all paved access roads, parking areas, staging areas at construction sites and off-site rights-of-way; water sweepers shall vacuum up excess water to avoid runoff-related impacts to water quality.
 - g. Apply non-toxic soil stabilizers to inactive construction areas.
 - h. Enclose, cover, water at least twice daily, or apply non-toxic soil binders to exposed stockpiles (dirt, sand, etc.).
 - i. Limit traffic speeds on unpaved roads to 15 mph;
 - j. Install sandbags or other erosion control measures to prevent silt runoff to public roadways.
 - k. Replant vegetation in disturbed areas as quickly as possible unless the disturbed area is to be excavated within the next 60 days.
 - l. Minimize idling time (5 minutes maximum).
 - m. Maintain properly tuned equipment.
37. Restaurants and kitchen exhaust vents shall be designed to meet accepted odor control engineering practices and shall include properly maintained exhaust filtration systems or other effective methods of odor control. Prior to issuance of certificate of occupancy, the project engineer shall provide proof of installation of proper odor control exhaust vents to the City of Napa Project Manager or designee.
38. If special-status species are found, the biologist shall prepare and implement a plan to compensate for such loss by propagating the species at a suitable replacement site or sites as approved by the City of Napa or California Department of Fish and Game and/or U.S. Fish and Wildlife Service staff if required by applicable regulation. Prior to removal or major pruning of any trees on the site and within thirty days of such action, a qualified biologist, approved by the City of Napa, shall complete preconstruction surveys to determine the presence of nesting birds and bats within trees proposed to be removed. If nests are present, no construction shall occur near such tree until birds have fledged or the biologist determines the nest is unoccupied. Prior to removal of buildings, a qualified biologist shall conduct pre-demolition surveys for bats. If bats are present, they shall be flushed out of the buildings prior to demolition and any holes in the buildings shall be covered so bats cannot re-enter the buildings prior to demolition.
39. The Project developer shall perform a delineation and obtain from the USACE a jurisdictional determination of "waters of the United States" (which includes wetlands and the drainage ditch) on the Project site. The Project developer shall avoid temporary and permanent fill of jurisdictional waters and wetlands to the extent feasible and minimize impacts to the waters and wetlands to the extent feasible. The Project developer shall mitigate the loss of all such jurisdictional waters at a 1:1 acreage ratio, or as required by the regulatory agencies, by

purchasing mitigation credits at the Burdell Ranch Wetland Conservation Bank, or by acquiring, creating and permanently preserving an equivalent amount of seasonal wetlands at an alternative location within the Napa River watershed acceptable to the City or by creating, enhancing or restoring in-kind waters at a site within the City of Napa or other agreeable location. The developer shall also mitigate the loss of woody riparian vegetation located in the existing drainage ditch by planting an equal sized area along the Napa River with native riparian trees and shrubs. The Project developer shall obtain any required permits and approvals from the USACE, RWQCB, and DFG for the fill of such jurisdictional waters, and shall do so prior to commencing grading activities within such jurisdictional waters.

40. No use authorized by a use permit or planned development permit may commence until after the Developer executes any required permit agreement.
41. The Developer shall build the Project in compliance with the Design Review Guidelines adopted with the Stanly Ranch Resort Master Plan (Section 17.30.070).
42. A Final Fencing and Lighting Plan shall be submitted as part of Final Design Review and approved prior to the issuance of a building permit.
43. All new landscaping shall consist substantially of drought tolerant plants and be designed to minimize water usage consistent with the City's Water Efficient Landscape Guidelines. Lawns shall comprise no more than twenty-five percent (25%) of the area landscaped, and the remaining areas shall be planted with low water-using trees and plants and irrigated with a drip system.
44. A preliminary Landscape & Irrigation Plan, signed by either a licensed Landscape Architect or Architect, shall be submitted and approved prior to the issuance of a building permit. The Final Landscape and Irrigation Plan shall be approved by the Planning and Public Works Department prior to the issuance of building permits for any above surface building construction. The Final Landscape & Irrigation Plan may include the required fencing and lighting plan. A full Performance Bond shall be posted with the City of Napa for the installation of landscaping, irrigation, fencing and lighting according to the approved plans.
45. Prior to occupancy, the licensed Landscape Architect or Architect who signed the Final Landscape & Irrigation Plans (and Final Fencing & Lighting Plans if included) shall certify in writing to the Community Development Director that he or she has inspected and approved the installation of the landscaping & irrigation (and fencing & lighting if included) as consistent with the approved plans.
46. A landscape design and/or installation bond shall be secured prior to issuance of a building permit for above surface structures. The Landscape Maintenance Agreement shall be signed prior to approval of the final landscape plans. After landscaping is installed in conformance with the approved plan and the department is notified of this fact in writing by the landscape professional who installed the

landscaping, the bond or other assurance shall be released.

47. No trash containers or dumpsters shall be located on the site for regular use unless entirely screened from view and designed to meet water quality standards. A detail of the trash enclosure(s) shall be submitted as a part of the Final Design Review.
48. Project signage is not included in the Planned Development approval and shall be subject to separate permit consideration and approval pursuant to Section 15.56 of the Zoning Ordinance (Sign Code).
49. The related discretionary project approvals shall not become effective until final reading of the Ordinance rezoning portions of the property to MP, Master Plan and adopting the Master Plan.
50. The developer shall provide an erosion and sediment control plan and a schedule for implementation of approved measures to the Public Works Director for approval with the first improvement plans submitted for review. No grading and excavation shall be performed except in accordance with the approved plan and schedule.
51. The geotechnical engineer or qualified and licensed inspection service shall also assume responsibility for inspection of the work and shall certify to the City, prior to acceptance of the work, that the work performed is adequate and complies with their recommendations. Additional soils information may be required by the Chief Building Inspector during the plan check of individual building plans in accordance with Title 15 of the NMC.
52. Construction activities shall be limited to specific times pursuant to Napa Municipal Code 8.08.025 which limits construction activities to 7:00 a.m. to 7:00 p.m., Monday through Friday and 8:00 a.m. to 4:00 p.m. on weekends or legal holidays, unless a permit is first secured from the City Manager (or his/her designee) for additional hours. The ordinance further states that there will be: no start up of machines nor equipment prior to 8:00 a.m., Monday through Friday; no delivery of materials nor equipment prior to 7:30 a.m. nor past 5:00 p.m., Monday through Friday; no cleaning of machines nor equipment past 6:00 p.m., Monday through Friday; no servicing of equipment past 6:45 p.m., Monday through Friday.
53. Construction equipment must have state-of-the-art muffler systems required by current law. Muffler systems shall be properly maintained.
54. Noisy stationary construction equipment, such as compressors, shall be placed away from developed areas off-site and/or provided with acoustical shielding.
55. Grading and construction equipment shall be shut down when not in use.
56. During non-working hours, open trenches within the city or state R-O-W, shall be backfilled, or plated or provided with appropriate signage, flashers, and barricades

approved by the Street Superintendent to warn oncoming motorists, bicyclists, and pedestrians of potential safety hazards.

57. All Project-related grading, trenching, backfilling, and compaction operations shall be conducted in accordance with the City of Napa Public Works Department Standard Specifications (hereinafter referred to as PWD Standard Specifications).
58. Implementation of an erosion control plan or hydro-seeding of all disturbed slopes shall be completed by October 1 of each year such slopes are present on the site; Developer shall provide sufficient maintenance and irrigation of the slopes such that growth is stabilized by November 1 of each year such slopes are present on the site.
59. All road surfaces shall be restored to pre-project conditions after completion of any project-related pipeline or utility trenching installation activities. This may require the street(s) to be overlaid with asphalt cement (AC).
60. Any pedestrian or public bicycle access around or through the Project site shall remain unobstructed during project construction or an alternate route established as approved by the Police Chief and Public Works Director. The Project shall be connected to the Napa Sanitation District (NSD) for sanitary sewer service and the Developer shall obtain a sewer service permit from NSD. If the subject property is presently served by individual sewage disposal systems, the septic systems, set backs, and reserve areas must be protected and maintained during cleaning, grading, construction, and after connection to the District, the existing septic tank(s) shall be properly destroyed. Proposed sewer system design shall be included in the improvement plans and shall be installed to NSD standards prior to issuance of the certificate of occupancy.
61. The Project shall be designed and built in accordance with the PWD Standard Specification regarding the adequate conveyance of storm waters.
62. The recommendations for Project design and construction included in the Geotechnical Investigation conducted for the project Environmental Impact Report. shall be incorporated into Project construction plans and specifications and implemented during Project construction. Prior to the issuance of a Building Permit, the Project's geotechnical engineer shall submit a letter to the Chief Building Official indicating that all geotechnical recommendations have been implemented in the Project plans.
63. The Developer shall submit an acoustical report that demonstrates that interior noise levels will be controlled to an L_{dn} of 45 dBA, since outdoor levels exceed an L_{dn} of 60 dBA. Typical noise control features would include sound rated windows and mechanical ventilation, consistent with the requirements of the State of California Building Code, Section 1208A.8.

64. Consistent with the requirements of City Municipal Code section 17.52.310D, the Project shall be designed so as to maintain ambient noise levels and keep levels below a CNEL of 60 dBA. Therefore, an acoustical analysis must be prepared prior to issuance of a building permit, to show how the Project will be designed to achieve the noise levels shown in the noise analysis within the Project Environmental Impact Report.
65. The following shall apply to use of amplified sound operations:
 - a. Use of loudspeakers, amplified sound systems or public address systems that can be heard outside any building is prohibited unless a permit has been obtained from the City Manager pursuant to Napa Municipal Code, Section 8.08.010. The City may require additional acoustical analysis, as part of the permit request, to ensure consistency with City noise requirements.
 - b. Hotel management shall prohibit outdoor events with amplified sound between the hours of 10 p.m. and 7 a.m., unless otherwise allowed by a permit issued by the City Manager pursuant to Napa Municipal Code Section 8.08.010.
66. Prior to approval of the Final Map or Parcel Map, the Developer shall furnish the Public Works Department with proof of the payment of the mapping service fee as required by Napa County Board of Supervisors Resolution No. 92-119.
67. Prior to approval of the Final or Parcel Map, Developer shall execute a reciprocal access and maintenance agreement for all parcels, which share use of private access, drives. The agreement shall be in a form approved by the City Attorney and shall be recorded with the Final Map.
68. The Developer shall furnish documentation for the review and approval by the Community Development Director, and approvable as to form by the City Attorney, of the acquisition of all rights of entry, permits, easements, etc., necessary to construct the Project or to satisfy required Project mitigation measures and/or conditions prior to approval of the Final Map.
69. Prior to approval of the Final Map or any construction permit, developer shall enter into the following agreements subject to the review and approval of the City:
 - a. Deposit agreement for storm drainage improvements
 - b. Proof of Easement Agreement with Napa Sanitation District for public sewer line
70. Developer shall submit a Condominium Plan subject to the review and approval of the Community Development Director and to the City Attorney for approval as to form. Said plan shall be approved prior to the approval of the Final Map.

71. Developer shall submit a final Parking Operations Plan prior to Occupancy approval. Said plan shall be prepared by a licensed Traffic Engineer versed in shared parking methodology and shall include, but not be limited to, the following elements:
 - a. Employee parking
 - b. Valet parking operations during large events
 - c. Locations of suitable off-site employee parking sites
 - d. Special events parking
 - e. Provisions for overflow parking

72. Developer shall submit a construction sequencing plan to the Public Works Director and the Building Official prior to the issuance of the grading permit, encroachment permit or building permit, whichever occurs first. Said plan shall be updated periodically, as necessary, during the course of construction. Said plan shall include, but not be limited to, the following construction elements and shall describe the phasing that is proposed. The Public Works Director may approve changes to the timing of construction sequencing as outlined below or called for in these Conditions of Approval:
 - a. Rough grading
 - b. Archaeological excavation
 - c. Underground garage excavation/construction
 - d. On-site civil improvements
 - e. On-site utility relocation
 - f. Off-site civil improvements
 - g. Off-site utility relocation
 - h. Parking plan for construction workers
 - i. Staging plan for equipment and materials storage and deliveries.

73. Developer shall submit a truck haul route for the import/export of soils to the Public Works Director prior to the issuance of the grading permit.

74. Public street access points and street corners shall be designed to satisfy the City of Napa Visibility and Fencing Standard (Std. Detail S-25). The site distance and visibility triangle lines shall be shown on the grading and drainage plans. The visibility height limits are measured from the top of curb of the fronting street to the top elevation of the obstruction.

75. The following items related to on-site access and circulation shall be installed by the Developer and shown on the improvement plans:
 - a. Private driveways and private streets shall be clearly distinguishable from public streets. To accomplish this, a 10 foot wide stamped concrete strip shall be installed on the Project parcel along the right of way line at the Project entrances, unless an exception is approved by the Public Works Director.

- b. The Developer shall pave all required onsite parking areas and drive aisles thereto in conformance with the minimum City of Napa standard structural section standard (equivalent to a minimum 3 inches of Asphalt Concrete over 10 inches of Class II aggregate Base material) or as recommended by the geotechnical engineer.
76. The following items shall be shown on the improvement plans or completed prior to approval of the plans:
 - a. The improvement plans shall include a Joint Trench Plan.
 - b. The improvement plans shall include a Construction Traffic Control Plan.
 - c. The site development and grading shall be designed to provide access to all entrances and exterior ground floor exits, and access to normal paths of travel, and where necessary to provide access, shall incorporate pedestrian ramps, curb ramps, etc. The accessible route of travel shall be the most practical direct route between accessible building entrances, accessible site facilities and the accessible entrance to the site per CBC 1127B. All proposed accessible routes of travel shall be identified on the improvement plans.
77. Prior to approval of the improvement plans for the Project, the Developer shall submit documentation to the Public Works Department for review and approval that indicates that any work performed on neighboring properties shall be done in accordance with temporary construction easements from the impacted neighbor(s). The easements shall be obtained with copies submitted to the Public Works Department for review prior to the approval of the improvement plans.
78. Prior to approval of the Final Map the Developer shall submit documentation to the Public Works Department for review and approval that indicates that in accordance with Napa Municipal Code Chapter 15.84 and implementing resolutions to pay for the traffic improvements identified therein, the Developer shall pay the Street Improvement Fee prior to issuance of any building permit for the Project. The fee is required to mitigate the cumulative impact of the traffic generated by the subject Project on the City's arterial and collector street system. Such fee shall be payable at the rate in effect at the time of payment. The findings set forth in the ordinance and implementing resolutions are incorporated herein. The City further finds that the calculation of the fees in accordance with the trip generation capacity of Development demonstrates there is a reasonable relationship between the amount of the fees imposed and the cost of the street improvements attributable to this Project. The fee amounts noted below are based on the current rates and are for informational purposes only. City fee amounts are updated periodically. The developer shall pay the fees based on the rate in effect at the time of payment. The fee amounts will be reduced based on fee credits for the existing site uses. Existing building square footages shall be submitted to the Development Engineering Division by the developer to allow for calculation of these fee credits.

79. Prior to issuance of a certificate of occupancy for the Project the Developer shall submit documentation to the Building Division for review and approval that indicates that the following items have been completed as reviewed and approved by the Public Works Department:
- a. All onsite and offsite improvements shall be installed prior to occupancy.
 - b. The improvements identified on the approved improvement plans shall be completed.
 - c. All road surfaces shall be restored to pre-project conditions after completion of any project-related pipeline and/or utility installation activities.
 - d. Installation of street paving by the Developer shall be completed and shall include reconstruction of the existing pavement section as required to provide adequate conforms. The limits of such reconstruction shall be reviewed by the Public Works Department and approved by the Public Works Director as part of the construction plan review. Any necessary pavement conforms shall be installed prior to occupancy.
 - e. The Developer shall submit to the Public Works Department all improvement plans in digital auto-cad format, compatible with the City's current version, and tied to the City's coordinate system for all storm drain facilities, water lines, lot lines, sanitary sewer lines, sidewalks and streets. Auto-cad files shall be updated for as-built information and submitted to and approved as complete by the Public Works Department prior to occupancy.
 - f. The Developer of a commercial, industrial or multi-family project with common waste disposal facilities shall submit to and receive approval from the Public Works Department Recycling/Waste Reduction Division of a source reduction plan which meets the City's Source Reduction and Recycling Element and implementing guidelines prior to obtaining an occupancy permit.
80. The Developer is responsible for all coordination with utility companies and the design of all utility service installations that are required to serve the Project, including utility layout, design and costs associated with any necessary facilities upgrades, revisions, relocations and/or extensions. The developer shall relocate or underground any overhead utilities that conflict with the new improvements.
81. Prior to approval of the Final Map, the Developer shall:
- a. Either install all onsite and offsite improvements or work with the Public Works Department to execute the City's Standard Improvement Agreement, provide bonds and provide proof of workers compensation insurance and general liability insurance in the forms and amounts as required by the Risk Manager and City Attorney. Typically one million dollar general liability insurance is required.

- b. Lawfully required Dedications of any additional right-of-way necessary to accommodate the Project public improvements will be included on the Final Map
82. Developer shall meet the requirements of discharging to a public storm drainage system as required to ensure compliance by the City with all state and federal laws and regulations related to storm water as stipulated in the Clean Water Act. Developer shall meet the requirements of the National Pollutant Discharge Elimination System ("NPDES") permit in effect prior to completion of Project construction for storm water discharges from the municipal storm water system operated by the City of Napa. Developer shall comply with the Storm Water Pollution Mitigation Plan ("SWPMP") submitted by Developer as part of its application as (modified and) approved by the Director of Public Works.
83. Developer shall mark all new storm drain inlets with permanent markings, which state "No Dumping-Flows to River." This work shall be shown on improvement plans.
84. Prior to any Occupancy, the Developer shall form a condominium owners plan or other similar mechanism approved by the City Engineer, and approved as to form by the City Attorney, to provide for the long-term private maintenance, financing and monitoring for the parking garage(s), common areas and any structural storm water pollution reduction devices and treatment control Best Management Practices (BMPs) incorporated as part of the Project.
- a. The plan shall be reviewed and approved by the City Engineer and approved as to form by the City Attorney and shall comply with all applicable City and State Water Resources Control Board requirements.
 - b. The plan shall be incorporated into required Project CC&R's.
 - c. The water quality portion of the plan shall include a detailed outline of responsible parties, inspections, maintenance procedures, monitoring documentation and BMP maintenance annual reporting to the City Public Works Department, and procedures for administration and oversight.
 - d. Appropriate easements or other arrangements satisfactory to the City Engineer and City Attorney necessary or convenient to ensure the feasibility of the scheme and fulfillment of maintenance responsibilities shall be secured and recorded.
85. Prior to issuance of a grading permit for any portion of the site requiring remediation under the approved remediation plan, the Developer shall obtain required permits from the San Francisco Bay Regional Water Quality Control Board and Napa County Environmental Health Department for site remediation. Copies of the approved remedial action plan and approval to proceed with grading activities shall be submitted to the City of Napa Project Manager or designee.
86. Prior to approval of the grading and drainage plans for the proposed Project, the Developer shall submit a final drainage report and SWPMP (storm water pollution

prevention mitigation plan) prepared by a licensed civil engineer to the City subject to the review and approval of the Napa Public Works Director and the review of the NFCWCD.

87. Developer shall incorporate Best Management Practices (BMPs) to reduce storm water pollution into the Project. The BMPs shall be based on a storm water quality guidance manual approved by the Public Works Director.
88. Installation of street paving shall include reconstruction of the existing pavement section to provide adequate conforms. The limits of such reconstruction shall be reviewed and approved by the Public Works Director as part of the construction plan review.
89. The Developer shall submit to the Public Works Department construction improvement plans for all on and off-site improvements, including detailed designs for all utilities, water, grading, drainage, erosion control, paving and solid waste storage and recycling areas. The plans shall be prepared by a registered civil engineer unless the Public Works Director authorizes them to be prepared by some other qualified professional. The plans must be reviewed and approved by the Public Works Director prior to approval of the Final Map.
90. Developer shall design storm drain pipes to have a self-cleaning minimum velocity of three feet (3') per second when flowing half full (Design Manual Concrete Pipe, Page 7 and Caltrans Highway Design Manual, Page 830-15). The Developer shall provide calculations showing this condition is met with the first submittal of Project improvement plans.
91. On-site storm drains, outside of City right-of-way, shall be made of SDR-35 plastic or reinforced concrete pipe. The use of cast-in-place concrete pipe (CIPP) requires the approval of the Director of Public Works. To obtain approval of CIPP, the Director shall be provided a soils report indicating ground water level and suitability of soil, a construction schedule, showing that CIPP will not be installed between October 1 and March 1, a record of the contractor's CIPP experience and a quality assurance plan for installation of the CIPP.
92. Developer shall submit a stormwater post-construction runoff management applicability checklist. This information is required pursuant to the NPDES General Permit Regulations contained in State Water Quality Control Board Water Quality Order No. 2003-0005-DWQ. If the Project is determined to be a priority project or any answers in part B are yes then the Developer shall submit a stormwater runoff management plan. Said checklist and plan shall be submitted upon the first submittal of Project improvement plans.
93. Developer shall submit a Notice of Intent (NOI) to the State Water Resources Control Board and a copy of the transmittal, NOI, and a Storm Water Pollution Prevention Plan (SWPPP) shall be submitted to the City prior to the issuance of a building

and/or grading permit. This information is required pursuant to the NPDES General Permit Regulations contained in State Water Quality Control Board Water Quality Order No. 2003-0005-DWQ.

94. Developer shall incorporate best management practices (BMPs) to reduce storm water pollution into the Project. As a basis for developing storm water mitigation measures, it is recommended that the Developer utilize "Start at the Source", which is a design guidance manual for storm water quality protection prepared for the San Francisco Bay Area Storm Water Management Agencies Association. Information is available at <http://stoppp.tripod.com/bmp.html> for the start at the source handbook. This information is required pursuant to the NPDES General Permit Regulations contained in State Water Quality Control Board Water Quality Order No. 2003-0005-DWQ.

95. In accordance with the City of Napa June 20, 2006 "Post Construction Storm Water Pollution Prevention (PCSWPP) Standards" (which have been adopted by the City Council to conform to the State of California NPDES General Permit requirements) the Developer shall incorporate post-construction BMPs into the project design to mitigate project impacts to water quality:
 - a. The post-construction BMPs shall be shown on the Project improvement plans.
 - b. The Developer shall prepare and submit a Stormwater Management Plan per "Post Construction Storm Water Pollution Prevention" Standards.
 - c. To treat stormwater runoff from the site, the Developer is proposing to install post-construction BMPs such as bioswales, cisterns and storm vaults.
 - d. The post-construction BMPs shall be installed by the Developer and designed and sized by a registered civil engineer in accordance with the City's adopted PCSWPP Standards and an accepted design method such as that which is outlined in the "California Storm Water Association BMP (CSWA-BMP Handbook." The design and calculations shall be reviewed and approved by the Public Works Department.
 - e. Post-construction BMPs shall include treatment of storm water pumped from below grade parking structures to remove hydrocarbons, suspended solids and other contaminants.
 - f. Post-construction BMPs shall include provide and maintaining filter inserts to treat runoff from vehicular driveways.
 - g. Post-construction BMPs shall include trash enclosures and dumpster areas that are covered and protected from roof and surface drainage.
 - h. Post-construction BMPs shall include kitchen grease control. The kitchen must be designed with contained area for cleaning mats, containers and sinks connected to a sanitary sewer. Grease must be collected in a contained area and removed regularly in accordance with an approved maintenance schedule by a disposal and recycling service.
 - i. Post-construction BMPs shall include outdoor storage controls. Oils, fuels, solvents, coolants, pool chemicals, and or other chemicals stored outdoors in

containers must be protected from drainage by secondary containment structures such as berms and roofs. Bulk material stored outdoors must also be protected from drainage with berms and covers. Process equipment stored outdoors must be inspected for proper function and leaks and stored on impervious surfaces with cover. Storage areas must implement a regular approved program of sweeping, and litter control and a spill cleanup plan. Amounts of chemicals stored shall be regulated by the Fire Department.

- j. To the extent practicable, maintain post-development peak runoff and average volume of runoff levels that are similar to pre-development levels.
 - k. Efficient irrigation, appropriate landscape design and proper maintenance shall be implemented to reduce irrigation runoff, promote surface filtration, and minimize use of fertilizers, herbicides and pesticides.
 - l. A parking lot sweeping program shall be implemented that at a minimum provides for sweeping immediately prior to October 1, and once during the storm season (October 1-May 1). Sweep, collect, and dispose of debris and trash in a proper container. Do not sweep debris onto City streets or into catch basins. Use dry methods of sweeping and vacuuming to clean parking lots rather than hosing, pressure washing or steam cleaning. If water is used for cleaning, collect wash water and dispose of as a hazardous waste or place on site where it can evaporate. Catch basins in parking lots shall be cleaned every 6 to 12 months, or whenever the sump is half full.
96. A State Department of Fish and Game 1601 Streambed Alteration Agreement, a Regional Water Quality Control Board 401 permit, and/or a Corps of Engineers 404 permit maybe required for work done on rivers, creeks and other waterways. Developer shall provide copies of these agreements or permits to the Public Works Department prior to approval of the Improvement Plans.
97. Pool drains shall not be connected to the storm water system.
98. Developer shall include Commercial Best Management Practices (BMP) with instructions to include these measures in the design.
99. The Project shall be connected to the City of Napa water system. Any existing well must be properly protected from potential contamination. If an existing well is to be destroyed, a well-destruction permit must be obtained from the Napa County Department of Environmental Management by a licensed well driller. If an existing well is not destroyed, it must be properly protected and an approved backflow prevention device installed according to the Water District's specifications.
100. All faucets in sinks and lavatories shall be equipped with faucet aerators designed to limit the maximum flow to two and two tenths (2.2) gallons per minute, unless an exception is approved by the Public Works Director.
101. All showerheads shall be of a design to limit the maximum flow to two and one-half (2.5) gallons per minute, unless an exception is approved by the Public Works Director.

102. Backflow devices shall be subject to design review at the time of the submittals for related buildings or landscape elements. Prior to approval of the improvement plans, the Developer shall provide a set of engineered improvement plans to the Water Division that satisfies all of the following conditions. The improvement plans shall meet City of Napa Public Works Standards and shall be approved by the Water Division prior to the final approval of the improvement plans.

- a. The plans shall show all existing and proposed public water facilities and easements within a minimum of 50 feet of the proposed Project boundaries.
- b. All existing service laterals to the project parcel shall be used prior to the installation of new services from the City water main.
- c. Any unused service shall be abandoned at the City water main.
- d. All new and existing public water facilities, including but not limited to water meters, backflow devices, service laterals, and fire hydrants, shall be located outside of all driveways and driveway approaches.
- e. Approved backflow prevention devices shall be installed on all new and existing commercial, irrigation, and fire water services.
- f. All commercial and irrigation service backflow devices shall be installed above ground.
- g. All backflow devices shall be placed outside City right-of-way, but may be placed on the outer wall or within the proposed structure in a location closest to the service lateral (not to exceed 20-feet from the public right-of-way) as approved by the Water Division. If any device is proposed to be placed inside a structure, the Developer shall submit building plans to the Water Division with specific details of the utility closet and device installation specifications, for review with the civil improvement plans.
- h. If the fire service double check backflow devices are to be installed in vaults or other structures, the plans shall include specifications for the vaults or structures and shall specify that the backflow devices will be placed in the vaults or structures.
- i. No signs, fences, trees, foundations, streetlights, or other permanent structures shall be installed within 10 feet of a City water main or water facility, or within a public water utility easement. The Developer shall provide a copy of the landscaping plan to the Water Division for approval prior to the approval of the improvement plans, to ensure these requirements are met.
- j. Fire hydrants shall be kept a minimum of 5-feet from driveways and driveway approaches.
- k. Proposed separations between public water facilities and other utilities shall meet the required minimum separations as specified by the Department of Health and the City of Napa Public Works Standards and

shall be approved by the Water Division, with exception of a new shared easement and casing for the recycled water line and sewer line extending from the project to the existing Napa Sanitation facilities.

- l. Existing water facilities and/or water laterals that conflict with the driveway and driveway approaches shall be abandoned at the main and installed in a new location at the sole cost of the Developer. Existing water laterals shall not be laterally extended across driveway frontage in order to avoid placement within a driveway or driveway approach. Existing water facilities located within the proposed driveway, if any, shall be relocated to 3-feet outside the driveway approach.
 - m. New and existing water facilities shall be potholed at possible conflict locations.
 - n. Pothole information shall be verified by the Water Division and shall be identified on the plans with the date of the potholing and depth of the existing facilities. Any conflicts identified from the potholing shall be corrected on the improvement plans specifying any necessary utility offsets or relocations.
 - o. All proposed hot taps to an existing City water main shall be labeled "Hot Tap By City Forces at Contractor's Expense".
 - p. Any work conducted within the Caltrans right-of-way requires a permit from Caltrans. The Developer shall obtain all necessary permits from Caltrans prior to construction.
103. The Developer shall pay all water connection fees to the Water Division prior to the approval of the improvement plans. No inspections or water service from the Water Division will be initiated until all connection fees for the Project have been paid. Fees can be paid at the Water Division office, 1340 Clay Street, in Napa.
104. Prior to occupancy, the Developer shall complete the water demand mitigation requirements of this Project as specified by the Water Division. The Developer will be contacted by the City of Napa Water Division after obtaining a building permit specifying the requirements for the proposed Project.
105. Approved backflow prevention devices shall be installed on all new and existing domestic, commercial, irrigation and fire water services. Prior to initiation of water service, the Developer shall have all backflow devices installed and tested. The Developer shall have all backflow devices tested by an AWWA certified tester from a list of testers provided by the City of Napa. The test results shall be submitted by the Developer to the City of Napa Water Division.
106. Prior to initiation of water service, the Developer shall pay all meter set fees and hot tap fees to the Water Division at the time of installation. Fees shall be paid at the Water Division office, 1340 Clay Street, in Napa.

Building Division:

107. All construction activities shall meet the California Building Code regulations for seismic safety (i.e., reinforcing perimeter and/or load bearing walls, bracing parapets, etc.).
108. Water and energy conservation measures shall be incorporated into project design and construction in accordance with applicable codes and ordinances.
109. Prior to issuance of demolition permits for existing buildings on the site, a qualified contactor shall undertake testing for the presence of reportable levels of lead based paint and asbestos material. If found, such materials shall be removed from the site by qualified contractors and disposed of in appropriate locations. (Special Mitigation Measure HAZ-1.b)

Environmental Management:

110. A Hazardous Materials Business Plan or Negative Declaration Response Form must be submitted and approved by the Hazardous Materials Section of the Napa County Department of Environmental Management. This must be submitted within 60 days of receiving the Use Permit unless the Developer submits a letter stating the hazardous materials will not be brought on site until a specified future date. In this case, the Business Plan or Negative Declaration must be submitted within 30 days of bringing the Hazardous Materials on site.
111. Prior to issuance of any building permits, complete plans containing equipment layout, finish schedule and plumbing plans for the food and beverage facilities and employee restrooms, must be submitted for review and approval by the County Department of Environmental Management. An annual food permit will also be required.
112. Complete plans for the swimming pool and/or spa including decking and accessory restroom facilities shall be submitted to the County Department of Environmental Management for review and approval prior to issuance of building permits. An annual pool permit will also be required.

RESOLUTION NO 2010 –

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF
NAPA, STATE OF CALIFORNIA, APPROVING THE
TENTATIVE PARCEL MAP FOR THE ST. REGIS PARCEL
MAP

APPLICANT: SR Napa, LLC: Jeff Selby
1060 Fourteenth Street
Denver, CO 80202

APN's: 047-230-049,
-050, -051, -052

PROPERTY Bridgeview Land, LLC
OWNER: 855 Bordeaux Way, Ste. 100
Napa, CA 94558

WHEREAS, on September 30, 2008, application materials, pertaining to Parcels 3, 4, 9, and 10 of the Stanly Ranch Vineyards Subdivision, Map 5539, and comprising a Parcel Map to reconfigure four existing parcels of land totaling approximately 95 acres into four lots, including Design Review of the Parcel Map, at 1201, 1301 Stanly Lane and 100, 200 Stanly Crossroad, APN's: 047-230-049, -050, -051, -052; were submitted by SR Napa LLC, to the City of Napa for review as case number (08-0111) and

WHEREAS, the Planning Commission held a public hearing on the matter on January 21, 2010 and unanimously recommended approval of the Tentative Parcel Map, and

WHEREAS, the City Council has considered all information related to this matter, as presented at the public meeting of the City Council identified herein, including any supporting reports by City staff, and any information provided during public meetings.

NOW, THEREFORE, BE IT RESOLVED by the City Council of the City of Napa as follows:

Section 1. The City Council hereby finds that the facts set forth in the recitals to this Resolution are true and correct, and establish the factual basis for the City Council's adoption of this Resolution.

Section 2. The City Council has adopted Resolution R2010 ____ certifying an Environmental Impact Report that addresses the potential environmental impacts of the Tentative Parcel Map for the St. Regis project.

Section 3. The City Council makes the following findings for the St. Regis Parcel Map, 08-0111-PM:

ATTACHMENT 6

Design Review of Parcel Map:

1) *The project design is in accord with the General Plan and any applicable Specific Plan design policies.*

The proposed large lot Parcel Map is consistent with the Tourist Commercial General Plan designation, and the St. Regis Master Plan as it configures the four parcels as delineated in the St. Regis Master Plan.

2) *The project design is consistent with applicable Design Review Guidelines adopted by the City Council.*

There are no applicable Design Review Guidelines for this project location.

3) *The Design Review permit is in accord with provisions of this Title and will not be detrimental or injurious to property or improvements in the vicinity of the development site, or to the public health, safety or general welfare.*

The parcel map design is consistent with Title 17 of the Municipal Code (Zoning Ordinance), and staff has determined that the reconfiguration of the four existing agricultural lots into four lots with destination resort and agricultural uses will not have an adverse affect on public health, safety or welfare due to the primarily agricultural use of the newly configured lots which is similar in use to existing agricultural uses on adjacent properties.

Parcel Map:

1) *The proposed subdivision, together with the provisions for its design and improvement, is consistent with the General Plan.*

The proposed Tentative Parcel Map is consistent with the Tourist Commercial General Plan designation, and will provide for a destination resort which will provide services oriented towards tourists and other visitors in the community.

2) *The design of the proposed subdivision provides, to the extent feasible, for future passive or natural heating and cooling opportunities in the subdivision, as described in the State Subdivision Map Act and any guidelines promulgated by the Council.*

Passive heating and cooling opportunities may be provided to the maximum extent practical by configuration of the proposed lot sizes and configurations to allow for the orientation of structures in an east-west alignment for southern exposure.

Section 4. The City Council hereby approves the requested Tentative Parcel Map for the St. Regis Tentative Parcel Map as represented on the submitted plans, as prepared by Christopher Tibbits of Riechers & Spence Associates, date stamped January

6, 2010 and attached to the staff report of February 16, 2010, which is on file in the Community Development Department - Planning Division, subject to compliance with the following conditions:

SPECIAL CONDITIONS:

Community Development Department – Planning Division:

1. Construction activities shall be limited to specific times pursuant to NMC 8.08.025 which limits construction activities to 7:00 a.m. to 7:00 p.m., Monday through Friday and 8:00 a.m. to 4:00 p.m. on weekends or legal holidays, unless a permit is first secured from the City Manager (or his/her designee) for additional hours. The ordinance further states that there will be: no start up of machines nor equipment prior to 8:00 a.m., Monday through Friday; no delivery of materials nor equipment prior to 7:30 a.m. nor past 5:00 p.m., Monday through Friday; no cleaning of machines nor equipment past 6:00 p.m., Monday through Friday; no servicing of equipment past 6:45 p.m., Monday through Friday.

2. Construction equipment must have state-of-the-art muffler systems required by current law. Muffler systems shall be properly maintained.

3. Noisy stationary construction equipment, such as compressors, shall be placed away from developed areas off-site and/or provided with acoustical shielding.

4. Grading and construction equipment shall be shut down when not in use.

5. The Developer shall furnish documentation for the review and approval by the Community Development Director, and approvable as to form by the City Attorney, of the acquisition of all rights of entry, permits, easements, etc., necessary to construct the Project or to satisfy required Project mitigation measures and/or conditions prior to approval of the Final Map.

6. Developer shall submit a Condominium Plan subject to the review and approval of the Community Development Director and to the City Attorney for approval as to form. Said plan shall be approved prior to the approval of the Final Map.

DEVELOPMENT ENGINEERING DIVISION:

7. Approval of this project shall be subject to the requirements of the Napa Municipal Code and the Public Works Department Standard Plans and Specifications.

8. Subject to final approval of the Fire Prevention Division, Public Works may accept the widths of roadways and absence of curbing as shown on the prepared Tentative Map.

Rights of Way and Easement:

9. The Subdivider shall record various private easements and shall convey to the City by Offer of Dedication various public easements as described herein and whose final location shall be approved by the City prior to recordation of the Parcel Map:

a. A minimum 15-foot wide public bicycle & pedestrian easement traversing Parcel 1 from the existing bicycle & pedestrian easement on Stanly Lane to the existing bicycle & pedestrian easement near the intersection of Stanly Crossroad and Home Hill Road. Alternate alignments of the public bicycle & pedestrian easement which may traverse parcels other than Parcel 1 may be acceptable so long as a linkage from Stanly Lane to Stanly Crossroad at Home Hill Road is accomplished.

b. A 24- foot private access easement within Parcel 2 for the benefit of Parcel 3 to provide access to Parcel 3 from Stanly Crossroad.

c. A 20- foot private access easement within Parcel 1 for the benefit of Parcel 2 to provide access to that portion of Parcel 2 north of the proposed "water feature" from Stanly Lane.

d. A water utility easement shall be recorded in accordance with the Conditions of Approval submitted by the City's Water Division.

e. A landscape easement within the northern portion of Parcel 4 for the benefit of Parcels 2 and 3 as shown on the tentative map.

Parcel Map:

10. Prior to recordation, the property owner shall submit the Parcel Map for review and approval by the City Engineer. The Parcel Map shall be prepared in accordance with the "Initial Submittal Checklist" and the "Subdivision Map Checklist" available on the City of Napa's Website (www.cityofnapa.org) and it shall show all public and private easements including, but not limited to drainage facilities, utilities, trails and access.

11. Prior to final tract/parcel map approval or development permits for any project phase or component, the applicant or property owner shall have completed an annexation of the master plan property into the Napa Sanitation District, and shall have approval from the District for the means and capacity for transporting and processing project-generated sewage from the site and the provision of recycled water to the site. In the event the annexation does not occur within one year of submittal of the annexation application, or if the annexation is denied, the applicant may seek approval from all required governing agencies for a package sewerage treatment plant to process

project-generated sewage, to the capacity as analyzed in the project Environmental Impact Report.

Water Division:

12. The plans shall show all existing and proposed public water facilities and ea The proposed plans show water services coming off the existing 36" transmission main. All water services shall come off the existing 8" water main on Stanly Lane or the 12" water main on Stanly Crossroads. No services shall be connected off the 36" transmission main. This will impact the current location of the water services proposed on Stanly Lane which will impact the location of the private water utility easements.

Prior to recordation of the parcel map:

13. The Developer shall record on the Final Map a dedicated "10-ft Private Water Utility Easement" within Parcel 1 for the benefit of Parcel 2 where Parcel 2 water services cross through Parcel 1 from Stanly Lane. Final location of the water services shall be confirmed by the City Engineer prior to recordation of these easements.

Napa Sanitation:

14. The subject parcels are currently within the Napa Sanitation District's Sphere of Influence but are outside of the District's boundaries. At this time, NSD has no comments on the proposed parcel reconfigurations. The owner should be aware that NSD Ordinance requires separate parcels to be served by separate private sewer systems until a point where they connect to the public sewer system. The Napa Sanitation District will provide conditions of approval for the St. Regis Project at the time the appropriate development application is filed with the City of Napa Planning Department.

CITY GENERAL CONDITIONS:

13. Unless otherwise specifically provided, each condition of this approval shall be satisfied prior to issuance of a building permit, or if a building permit is not required, prior to the commencement of use; however, in the event the subject approval is for a tentative subdivision map or parcel map, each condition shall be satisfied prior to final map approval. Applicant's (and land owner, if different) execution of the City's improvement agreement with required security may be accepted in lieu of condition completion.

14. No use authorized by a use permit or planned Development permit may commence until after the Developer executes any required permit agreement.

15. Developers shall pay all applicable fees and charges at the required time and at the rate in effect at time of payment (see Policy Resolution 16 as amended for a

partial listing of applicable fees and Policy Resolution 16 or individual departments regarding the timing of fee payment requirements).

16. The authorized project is limited to the project as described in Developer's application, correspondence and final submitted plans and specifications and in accordance with the Developer's representations and agreements made at the public hearing(s) on the project. All project development, including the design and construction of improvements, shall be consistent with the same. Any future additions, expansions, remodeling, including changes in style, size, height, color, bulk, shall be subject to future review by Community Development Department and the Public Works Department.

17. Developer shall design and construct all improvements and facilities shown on any approved tentative map, site plan, or other documents submitted for permit approval, all representations made by developer, and with the plans and specifications submitted to and approved by City, to comply with the General Plan, any applicable Specific Plan, the Napa Municipal Code (NMC), City ordinances and resolutions, the "Standard Specifications" of the Public Works and Fire Departments, as well as any approved tentative map, site plan or other documents submitted for permit approval, all representations made by Developer, and with the plans and specifications submitted to and approved by City.

18. The time limit within which to commence any lawsuit or legal challenge to any quasi-adjudicative decision made by the City is governed by Section 1094.6 of the Code of Civil Procedure, unless a shorter limitations period is specified by any other provision. Under Section 1094.6, any lawsuit or legal challenge to any quasi-adjudicative decision made by the City must be filed no later than the 90th day following the date on which such decision becomes final. Any lawsuit or legal challenge, which is not filed within that 90-day period, will be barred.

19. To the full extent permitted by law, the Developer shall indemnify, defend, release and hold City, its agents, officers, and employees from and against any claims, suits, liabilities, actions, damages, penalties or causes of action by any person, including Developer, for any injury (including death) or damage to person or property or to set aside, attack, void or annul any actions of City, its agents, officers and employees, from any cause whatsoever in whole or in part arising out of or in connection with (1) the processing, conditioning or approval of the subject property; (2) any failure to comply with all applicable laws and regulations; or (3) the design, installation or operation of project improvements and regardless whether the actions or omissions are alleged to be caused by City or Developer so long as City promptly notifies Developer of any such claim, etc., and the City cooperates in the defense of same.

20. Developer shall pay all fees related to filing of environmental documents for the project with the County Clerk.

21. If the Developer is not the owner of the subject property, all agreements required to be executed by the City must be executed by the Owner(s) as well as the Developer.

22. The Developer shall pay all City staff development fees, which are or may become due to City pursuant to Napa Municipal Code Section 2-204, et seq.

23. The conditions of project approval set forth herein include certain fees, dedication requirements, reservation requirements and other exactions. Pursuant to Government Code Section 66020(d)(1), these conditions constitute written notice of the statement of the amount of such fees and a description of the dedications, reservations, and other exactions. Developer is hereby notified that the 90-day period in which Developer may protest those fees, the amount of which has been identified herein, dedications, reservations and other exactions, shall commence upon adoption of the instant resolution. Should Developer fail to file a protest complying with all the requirements of Section 66020, Developer will be legally barred from later challenging such exaction.

24. Violation of any term, condition, mitigation measure or project description relating to this approval is unlawful, prohibited and a violation of the Napa Municipal Code and can result in revocation or modification of this approval and/or the institution of civil and/or criminal enforcement and/or abatement proceedings.

25. Project approval would not have been granted but for the applicability and validity of each and every one of the specified mitigations and conditions, and if any one or more of such conditions and mitigations is found to be invalid by a court of law, this project approval would not have been granted without requiring other valid conditions and/or mitigations consistent with achieving the purpose and intent of such approval.

26. The approved Design Review permit and Tentative Parcel Map shall expire 2 years from the date of approval unless an extension is secured by the Planning Commission prior to the expiration date, or unless such Tentative Parcel Map and associated Design Review permits enjoy an extension under Government Code sections 66452.21 and 66452.22 as incorporated locally under the provisions of Napa Municipal Code 16.28.080.

27. The property owner and applicant's signatures must be obtained affirming that they have read, understand and agree to comply with the Conditions of Approval for St. Regis Design Review, and Parcel Map Resolution #08-0111-PM.

AIRPORT LAND USE COMPATIBILITY PLAN REVIEW NOTES, ST REGIS PROJECT

ACLUP Criteria	Project Attribute
<u>Zone D:</u>	
<p>Maximum density recommendation of 100 persons per acre inside structures for non-residential uses.</p> <p>Maximum density recommendation of 150 persons per acre (both indoors and outdoors) for non-residential uses.</p> <p>Residential uses are prohibited.</p>	<p>Residential units are prohibited, and full ownership units are not proposed in this area; the duration of stay is limited for resort facilities in this area; outdoor facilities in this area are limited and user aggregations not accommodated by the plan; calculations included in the EIR document conformance with the person density limitations.</p>
<p>Uses hazardous to flight are prohibited (i.e., features that attract large numbers of birds and sources of smoke, glare, distracting lights, or electrical interference).</p>	<p>The project plan includes the potential for a pond in the wetland area currently existing on the site; this water feature has been evaluated in light of the ALUCP standard and determined not to constitute a hazard; conditions of approval require control of lighting.</p>
<p>Overflight easement or deed restrictions are required.</p>	<p>Overflight easements and deed restrictions established in the Stanly Ranch Vineyards subdivision remain in full force and effect, and conditions of approval require CC&Rs and buyer notification to reflect and uphold these easements.</p>
<p>Building envelopes and approach surfaces are required on all development plans within 100 feet of approach zones.</p>	<p>This criteria does not apply to the project.</p>
<p>Clustering is encouraged to maximize open land areas.</p>	<p>The project design and Master Plan criteria require very low floor area ratios, and the concept plan indicates clustering and a design feature</p>
<p>Noise level reduction measures may be required for noise-sensitive uses.</p>	<p>Mitigation measures will be applied per the EIR, applicable to the anticipated noise levels from all sources.</p>
<u>Zone E:</u>	
<p>Noise-sensitive outdoor uses are prohibited.</p>	<p>The outdoor areas of the resort and winery would consist of exercise and recreation facilities (the spa, paths, etc.), the pond, vineyards, and parking and roadways. None of these uses are noise</p>

	sensitive.
Overflight easement or deed restrictions are required.	Overflight easements and deed restrictions established in the Stanly Ranch Vineyards subdivision remain in full force and effect, and conditions of approval require CC&Rs and buyer notification to reflect and uphold these easements.