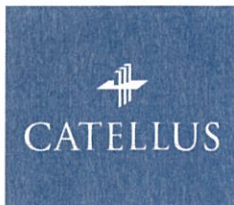


“A”

ALUC Application Submittal



November 11, 2019

County of Napa
Airport Land Use Commission
1195 Third Street
Napa, CA 94559

Attn: John McDowell

Dear Mr. McDowell:

As Development Manager for Napa Redevelopment Partners ("NRP"), Catellus submits this application letter to the Napa County Airport Land Use Commission for consideration of proposed changes to the Napa Pipe project ("Napa Pipe"). NRP has made a General Plan Amendment application and a Rezoning application to the City of Napa for Napa Pipe to be consistent with a revised land use plan. The primary goal of the Project modifications is to prioritize housing concurrent with the construction of the wholesale warehouse store in Phase 1. The overall entitlements of the Project will remain unchanged.

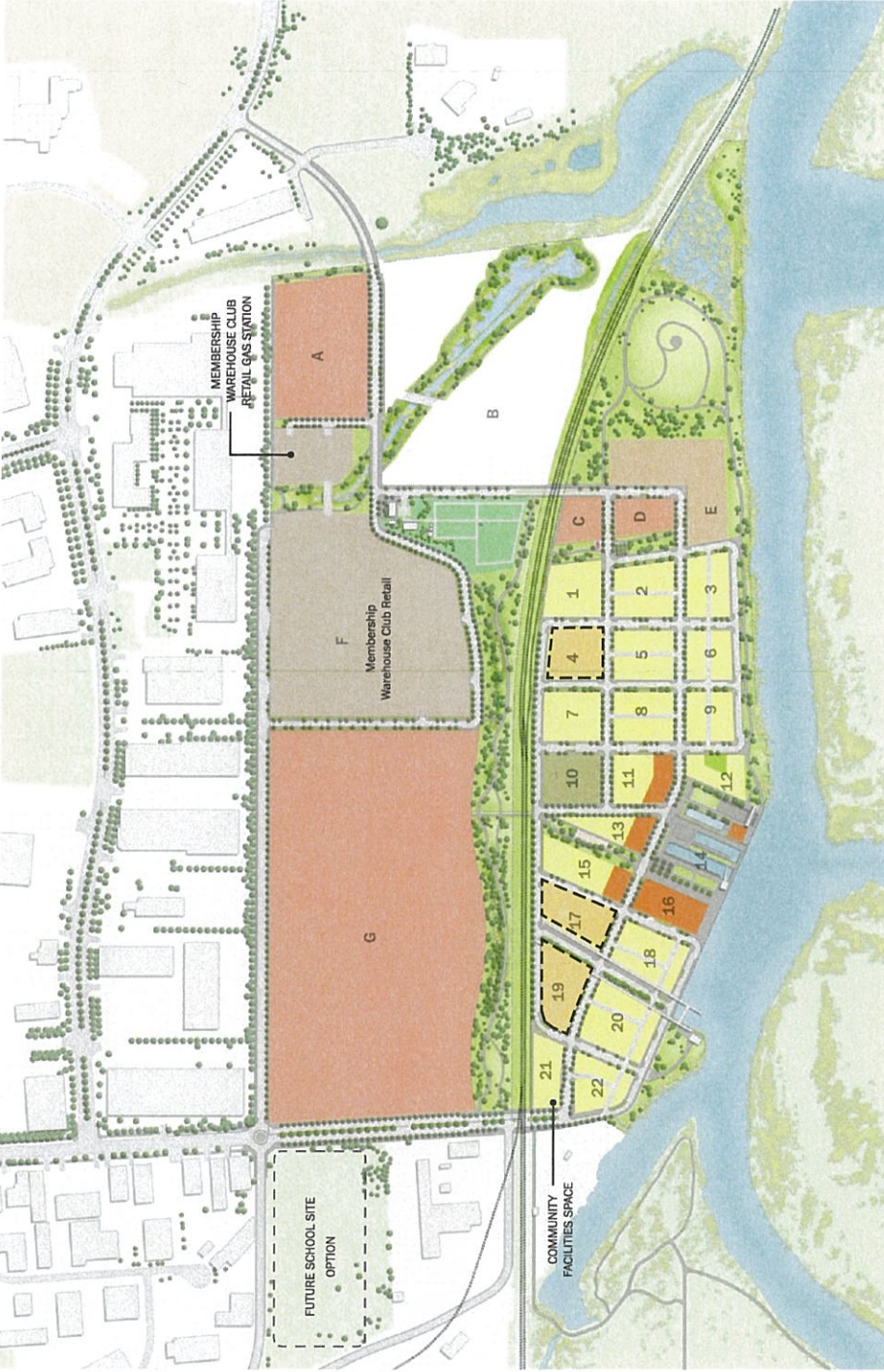
Please find as follows a detailed description of the Project and the proposed Project modifications. Included as well is a comparison of the Approved Land Use Plan to the Proposed Land Use Plan (Exhibit A) and a comparison of the Land Use Summary (Exhibit B).

Regards,

A handwritten signature in blue ink, appearing to read "Lexie Lam".

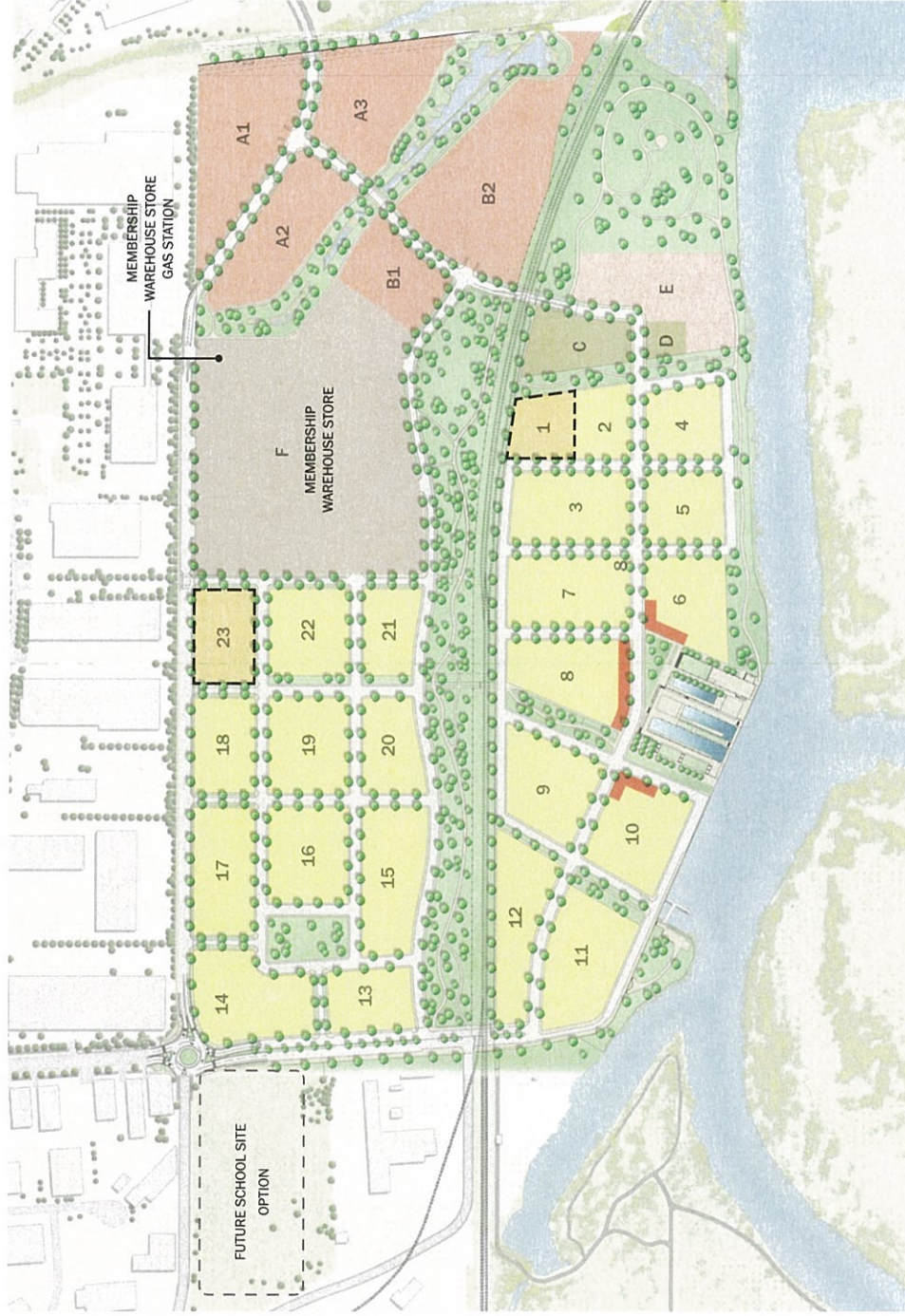
Lexie Lam

cc: Tom Marshall, Steve Heath



- KEY TO LAND USES**
- Publicly Accessible Parks and Open Space
 - Farm
 - Seniors Housing (CCRC)
 - Ground-Floor Retail (Residential Above)
 - Community Buildings
 - Hotel and Accessory Uses
 - Office, R&D, Warehouse, and/or Light Industrial Uses
 - Membership Warehouse Club Retail
 - Mixed Residential Apartments, Condominiums
 - Affordable Housing Site
 - Study Area
 - Possible School Site





- KEY TO LAND USES**
- Publicly Accessible Parks and Open Space
 - Office, Neighborhood-serving Retail and Restaurants
 - Ground-Floor Retail (Residential Above)
 - Community Buildings
 - Hotel and Accessory Uses
 - Office, R&D, Warehouse, and/or Light Industrial Uses
 - Membership Warehouse Store
 - Mixed Residential Apartments, Condominiums
 - Affordable Housing Site
 - Possible School Site



EXHIBIT B

NAPA PIPE: LAND USE SUMMARY COMPARISON

APPROVED LAND USE SUMMARY			
Land Use	Acres (approx.)	Max. Intensity of Use (Units/commercial space)	Intended Blocks
Parks and Open Space	34.4		P1-P9
Seniors Housing	1.8	150* units (225 beds)	10
Ground-floor Retail (w/Residential Above)	2.1	40,000sf	11, 13, 15, 16
Hotel & Accessory Uses	3.1	150 rooms / 200,000sf	E
Office	1.6	10,000sf	C&D
Office, R&D, Warehouse and/or Light Industrial	34.7	90,000sf Office and 75,000sf warehouse/R&D	A&G
General Wholesale Sales Commercial Activities	17.8	154,000sf	F
Residential	19	945 units (with density bonus allowance, including up to 190 "affordable" units on lots 4, 17 and 19 with the moderate income units dispersed throughout)	1, 2, 3, 4, 5, 6, 7, 8, 9, 11, 12, 13, 15, 16, 17, 18, 19, 20, 21, 22
Circulation	21		n/a
Study Area	19.2		B
Total	154.3		

REVISED LAND USE SUMMARY			
Land Use	Acres (approx.)	Max. Intensity of Use (Units/commercial space)	Intended Blocks
Parks and Open Space	47.5		P1, P2, P4-P12a/b, Dry Docks
Seniors Housing	--	150 units (225 beds)	--
Ground-floor Retail (w/Residential Above)	7.0	40,000sf	6,8,10
Hotel & Accessory Uses	3.2	150 rooms / 200,000sf	E
Office	2.1	10,000sf	C&D
Office, R&D, Warehouse and/or Light Industrial	19.5	90,000sf Office and 75,000sf warehouse/R&D	A&B*
General Wholesale Sales Commercial Activities	16.4	154,000sf	F
Residential	47.0	945 units (140 low/very low "affordable" units on Blocks 1 and 23 combined, and 50 moderate "affordable" inclusionary units)	1-23
Circulation (incl sidewalks)	11.8		n/a
Total	154.3		

* Previously known as Study Area

Affordable Housing Plan - Approved	
Phase 1	N/A
Phase 2	50 low/very low income units Block 17
Phase 3	40 low/very low income units Block 19
Phase 4	50 low/very low income units Block 4

Affordable Housing Plan - Proposed	
Phase 1	+/- 70 low/very low income units 23
Phase 2	+/- 70 low/very low income units 1