



A Tradition of Stewardship
A Commitment to Service

Conservation, Development and Planning

Planning Commission Hearing January 18, 2012
Exhibit B: Conditions of Use Permit Approval
Aetna Springs Retreat Use Permit Major Modification P11-00385-MOD
1600 Aetna Springs Road, APN's 018-300-017 & -018 (Primary APN's)

1. SCOPE

Major Modification of Use Permit 96349-UP to revitalize and restore historic Aetna Springs Resort including the following:

A. Uses:

- i. A private recreational/educational/religious retreat (the Retreat) with overnight lodging for a maximum of 100 guests Monday through Thursday evenings and 200 guests on Friday through Sunday evenings (established under Use Permit #96349);
- ii. General Concept: The Retreat will offer members and guests a range of religious, educational and recreational activities (established under Use Permit #96349) including but not limited to:
 - Religious Activities
Reflection, solo meditation, guided meditation, yoga, tai chi, wellness programs and coaching, prayer, singing, music and art performances and symposia, contemplation, and weddings
 - Educational Activities
Academic seminars, art exhibits, culinary classes, wine tasting and education, and nature studies
 - Recreational Activities
Golf, including driving range and putting greens, swimming in outdoor pool and in lakes on the Retreat property, tennis, badminton, croquet, team sports (see condition 2.n), archery, horseshoes, bocce ball, Wellness/fitness activities and classes, spa experiences, children's playground and games, outdoor activities including (but not limited to) fishing, hiking, walking, running, horseback riding, equestrian activities, bicycling, camping, lake swimming, and arts, crafts and other low impact uses;
- iii. Hosting of private events and meetings;
- iv. Food and beverage service for Retreat members and guests (not open to the general public);
- v. Hours of operation: 7 days a week, 24 hours per day;
- vi. A maximum of 120 Retreat employees with no more than 45 employees per shift. Three 8 hour shifts anticipated;
- vii. A public golf course including clubhouse, tennis courts, driving range and putting green pursuant to Use Permit Modifications P06-01144-MOD and P06-01526-MOD, unaltered by this action and subject to the previously adopted conditions of approval (see Attachments 1 and 2); and
- viii. A 57,000 gallon per year winery with a marketing and visitation plan pursuant to Use Permit 00095-UP, unaltered by this action and subject to the previously adopted conditions of approval (see Attachment 3).

B. Structures:

- i. Revitalize and restore the historic Aetna Springs Resort, including rehabilitation, reconstruction, and/or alteration of all existing structures within the historic resort complex (see attached Aetna Springs project map and table incorporated herein by reference), which involves construction of new structures listed below, in accordance with the Secretary of the Interior's Guidelines for the Rehabilitation of Historic Buildings and Standards for Reconstruction, and as set forth in the Aetna Springs Preservation Plan (the Preservation Plan) dated October 3, 2011. Due to the varying condition of structures within the historic

district, restoration will range from minor cosmetic improvements to complete reconstruction depending on condition and as specified in the Preservation Plan;

- ii. Relocation of the Creekside, Caroline, Cottage, Shower/Pool Filter, and Bath House structures currently located within County-established stream setbacks to sites further removed from Aetna Springs Creek, with all but the Caroline structure meeting County stream setback requirements. In addition to relocation, the Shower/Pool Filter and Bath House structures will be rebuilt/replaced, renamed Willow and Heibel, and used as guest lodging units;
- iii. Construction of a new approximately 12,000 sq. ft. "Owens / Owner's" structure for overnight lodging in the same location as the original Owner's residence destroyed by fire several decades ago;
- iv. Construction of a new approximately 500 sq. ft. detached restroom and equipment storage building adjacent to the Social Hall;
- v. Construction of new 650 sq. ft. Plumbing Shop and 1,800 sq. ft. Garage structures in similar locations to the original structures removed several decades ago for use as maintenance, storage, support and service functions to the retreat and golf course;
- vi. Completion of two modular maintenance buildings (previously authorized under Use Permit Major Modification P06-01526-MOD) for use as maintenance and service facilities for the Retreat;
- vii. Alteration of 5% of the total guest lodging units, and alteration of common buildings to provide access in compliance with the Americans with Disabilities Act (ADA); and
- viii. Implementation of a Bat Roost Compensation Plan.

C. Site Improvements:

- i. Implementation of a Riparian Restoration Plan for Aetna Springs Creek to include removal of non-native vegetation, preservation of native canopy trees and vegetation, and addition of native trees and riparian vegetation;
- ii. Restoration and replacement of historic man-made features within the stream setbacks of Aetna Springs Creek in accordance with the U.S. Department of the Interior Standards for Compliance with the Historical Preservation Act of 1974 including the following:
 - No changes to the Western Perimeter Vineyard Bridge (vehicle access bridge);
 - Re-establishment of the Car Bridge (pedestrian bridge) utilizing existing stone foundations located adjacent to Caroline, Mineral Bath and Soda Fountain Structures;
 - Restoration of the Creek View Log Bridge (pedestrian bridge) located adjacent to the Lawton and Aetna structures;
 - Maintenance of Poolside Crossover (in stream pedestrian path);
 - Conversion of the existing swimming pool located adjacent to Aetna Springs Creek to a shallow water feature (meditation / contemplation pond);
 - Incorporation of stone walls for the Mineral Bath and adjacent hot spring remains, and the abutment remains of the Falls Crossover Bridge and Spa Walking Bridge into the Riparian Restoration Plan. These features will remain undisturbed and bracketed by native landscape planting; and
 - Maintenance/rehabilitation of existing historic paths;
- iii. Establishment of a new swimming pool adjacent to the Social Hall structure and installation of pergolas and accompanying patio areas replacing the original swimming pool located adjacent to Aetna Springs Creek;
- iv. Guest and employee parking for a maximum of 236 vehicles (47 parking spaces for the golf course, 14 parking spaces for the winery, and 175 for the Retreat);

- v. Reconfiguration and improvement of the existing dirt parking lot on the western perimeter of the project site designed to current County standards including relocation of all spaces outside of the creek setbacks;
- vi. Minor realignment/redesign of internal vehicular circulation/emergency access roads and pedestrian paths;
- vii. Repair and securing of relic abandoned mine features;
- viii. Minor site access improvements to comply with the requirements of the Americans with Disabilities Act (ADA);
- ix. Restoration / improvement of historic stone walls, fences, gates, pergolas, walkways and other historically-significant features in a manner consistent with the Secretary of the Interior's Guidelines;
- x. Installation of new underground utility lines for domestic water supply, sewage, and landscape irrigation;
- xi. Installation of domestic and fire suppression water tanks consisting of the addition of two new tanks adjacent to the existing tanks installed for the golf course. Alternate locations for water tanks and fire suppression utilities may be permitted, subject to prior review and approval by the Director of Conservation, Development and Planning, when such alternative locations do not change the overall concept, and do not conflict with any environmental protection measures or conditions of approval; and
- xii. Replacement and relocation of the sanitary septic system including installation of a pre-treatment apparatus with surface and sub-surface disposal field.

Status of Previous Entitlements:

Due to the long and complex permitting history on this property, the following summarizes the status of all previous entitlements:

- Use Permit U-147677, approved 11/18/1986, Recreational and Retreat Facility – Expired 11/18/1996;
- Use Permit U-89-49, approved 6/20/1990, Golf Course Driving Range – Superseded by Use Permit Major Modification P06-01526-MOD
- Certificate of Legal Non-Conformity #96348-CLN (Part A), approved 2/28/1997, Aetna Springs Resort Complex – Incorporated into this Use Permit Major Modification
- Use Permit #96349-UP, approved 4/23/1997 – Incorporated into this Use Permit Major Modification
- Certificate of Legal Non-Conformity #96348-CLN (Part B), approved 6/24/1998 – Incorporated into this Use Permit Major Modification
- Certificate of Legal Non-Conformity #96348-CLN (Part C), approved October 22, 1997 – Incorporated into this Use Permit Major Modification
- Certificate of Legal Non-Conformity #96348-CLN (Part D, and Part C Amended), approved November 13, 1997 – Incorporated into this Use Permit Major Modification
- Certificate of Legal Non-Conformity #97477-CLN, approved July 1, 1998 – Incorporated into this Use Permit Major Modification
- Site Plan Approval Application #98047-SPA, Public Restaurant, denied September 16, 1998, application null and void
- Use Permit 00095-UP, Last Resort Winery, Approved May 16, 2001, not affected by this action (see Attachment 3)
- Minor Modification P06-01144-MOD, Golf Course Alteration, approved October 13, 2006, not affected by this action (See Attachment 1)
- Major Modification P06-01526-MOD, Golf Course and Clubhouse Alteration, approved April 18, 2007, not affected by this action (See Attachment 2)

Certificate of Legal Non-Conformity #96348 parts A-D are compiled in a single certificate document dated December 11, 1997

Assessor's Parcel Number designation as of January 18, 2012

The 672-acre Aetna Spring Retreat property includes the following Assessor's parcels (see attached map):

- Primary Resort/Retreat/Golf Course/Winery: 018-300-017 & 018-300-018
- Additional: 016-040-036, 016-040-037, 016-040-038, 016-040-039, 016-060-020, 016-060-021, 016-070-002, 018-300-005, 018-300-020, 018-300-031, 018-300-032, 018-300-033, 018-300-045, 018-300-046, and 018-300-047

The project shall be designed in substantial conformance with the submitted site plan, elevation drawings, and other submittal materials, and shall comply with all requirements of the Napa County Code. It is the responsibility of the permittee to communicate the requirements of these conditions and mitigations (if any) to all designers, contractors, employees, and guests of the project to ensure compliance is achieved. Any expansion or changes in use shall be subject to review and approval by the Director of Conservation, Development and Planning in accordance with Section 18.124.130 of the Napa County Code and may be subject to the Use Permit modification process.

2. PROJECT SPECIFIC CONDITIONS

- a. This approval supercedes an allowance for 25 resident employees originally entitled under Use Permit #96349 with 120 non-resident employees. Under AW – Agricultural Watershed zoning in effect at the time of this approval, on site employee housing is not permitted for this development, and therefore, upon activation or “use” of this entitlement as prescribed in County Code Section 18.124.080.A.1, on-site employee housing be deemed abandoned and shall no longer be permissible. This requirement shall not preclude the lawful establishment of residences allowed by right under Title 18 of Napa County Code on any of the subject properties.
- b. Nothing in this approval precludes or affects other allowed by right uses specified in Title 18 of the Napa County Code.
- c. Charges for overnight lodging shall be subject to remittance of Transient Occupancy Tax to the County Assessor's Office.
- d. No condominium subdivision or timeshares of the Retreat lodging units have been proposed or approved as part of this action, and an amendment to this use permit would be required for any such condominium subdivision or timeshare units. The formation and sale of Retreat memberships is permitted so long as such memberships do not create additional legal parcels and does not exceed maximum guest limitations.
- e. Activities authorized by this use permit shall be limited to Retreat members, member's guests, and to overnight lodging guests/patrons. Recreational, educational and religious activities, as described in Condition #1 and in the Aetna Spring Resort Project Statement submitted with this application, shall not be available to the general public with the exception of golf and tennis uses prescribed in Use Permit

Modification P06-01526-MOD (see Attachment 2), and winery visitation and marketing uses prescribed in Use Permit #00095-UP (see Attachment 3).

- f. The currently entitled, but not yet constructed, winery is authorized to develop in the immediate vicinity of the existing tennis courts (see attached map). A use permit modification is required in the event the permittee proposes an alternative location.
- g. Relocated structures shall comply with all applicable zoning and Building Code setback requirements from property lines. A lot line adjustment or alternative placement for the Cottage, Living Quarters, and Creekside structures may be required.
- h. No structures or site improvements have been proposed or authorized for equestrian activities and/or boarding of horses. Horse boarding may occur within the Barn structure and general vicinity. A use permit modification is required to establish horse boarding / staging improvements in any other location. Horse boarding and/or horseback riding rentals/lessons for the general public shall not be permitted.
- i. All new sports courts and recreational improvements (children's playground) authorized by this permit shall be limited to the general vicinity of the historic buildings (historic district), the golf course club house, and tennis courts. Sports courts or recreational improvements located in natural and/or undeveloped areas have not been proposed or authorized as part of this action, and are subject to review and approval of a use permit modification prior to implementation. Sports courts and recreational improvements shall not be located within or adjacent to environmentally sensitive areas or within stream setback areas.
- j. Golf Course Club house dining shall be limited to patrons of the golf and tennis facilities only, and to Retreat members, member's guests, and to overnight lodging guests/patrons. All other food and beverage service shall be limited to Retreat members, member's guests, and to overnight lodging guests/patrons. At the retreat, food and beverage service to the general public shall not be permitted.
- k. Outdoor fires (such as campfires, bonfires, etc.) are prohibited unless prior approval is obtained from the County Fire Marshall and occurs within an approved fire containment area.
- l. Camping on the site is permitted outside the stream setbacks specified in Title 18 of the Napa County Code (as such Code exists as of the date of this action) and outside any area that is within 250 feet of the Cleary Preserve (APN 018-040-003) provided, and only to the extent, that sanitary and water facilities are deemed adequate by the County Department of Environmental Management and fire suppression and emergency access provisions are deemed adequate by the Napa County Fire Department. Overnight camping may occur in no more than 10 tents at any time and accommodating no more than 50 guests at any time. Overnight camping guests are included within, and may not exceed, the Retreat lodging maximum of 100 guests Monday through Thursday evenings and 200 guests Friday through Sunday evenings. Charges for overnight camping shall be subject to remittance of Transient Occupancy Tax to the County Assessor's Office.
- m. The Retreat grounds and facilities may be used for events (including, by way of example, receptions, parties, corporate events and organizational gatherings) requiring no more than a total of 45 employees on site at any time and accommodating no more than a total of 200 attendees during the weekdays and 300 attendees during the weekends. These numbers are based upon the maximum number of allowed overnight guests plus an additional 100 visitors for events, and shall be calculated on a people-day basis.

Golf Course patrons shall not be included within this limitation and are subject to the requirements of Use Permit Major Modification P06-01526-MOD (see Attachment 2). Winery marketing events and visitation shall not be included within this limitation and are subject to the requirements of Use Permit #00095-UP (see Attachment 3).

- n. The location of sport fields required to conduct team sports, such as Lacrosse, field hockey, soccer, football, softball, baseball, have not been identified or evaluated as part of this action. Implementation of these activities may trigger modification of this use permit, and therefore are subject to review and approval by the Director of Conservation, Development and Planning prior to implementation.

3. COMPLIANCE WITH OTHER DEPARTMENTS AND AGENCIES

Project conditions of approval include all of the following County Department and Agency requirements. The permittee shall comply with all applicable building codes, zoning standards, and requirements of County Departments and Agencies at the time of submittal and may be subject to change, including but not limited to:

- Department of Environmental Management as stated in their memo of December 28, 2011 (attached)
- Department of Public Works as stated in their memo of December 27, 2011 (attached)
- County Fire Department as stated in their memo of July 21, 2011 (attached)
- Compliance with all requirements of the Building Division, State Department of Fish and Game, and Regional Water Quality Control Board Sacramento Region

The determination as to whether or not the permittee has substantially complied with the requirements of other County Departments and Agencies shall be determined by those Departments or Agencies. The inability to substantially comply with the requirements of other County Departments and Agencies may result in the need to modify the approved use permit.

4. SIGNS

Prior to installation of any project identification or directional signs, detailed site plans and sign design plans, including locations, elevations, materials, color, and lighting, shall be submitted to the Conservation, Development and Planning Department for administrative review and approval. Administrative review and approval is not required if signage to be installed is consistent with signage plans submitted, reviewed and approved as part of this use permit approval. All signs shall meet the design standards as set forth in Chapter 18.116 of the County Code. In accordance with County Code Section 18.116.035 and 18.116.036, the permittee may request approval of a Comprehensive Sign Program for any signage within the project. Restoration and revitalization of historic signs that exceed current signage limitation is permitted, and shall be subject to prior review and approval of a CDPD Director-level Comprehensive Sign Program.

5. LIGHTING

All exterior lighting, including landscape lighting, shall be shielded and directed downward, shall be located as low to the ground as possible, and shall be the minimum necessary for security, safety, or operations and shall incorporate the use of motion detection sensors to the greatest extent practical. No flood-lighting or sodium lighting of the building is permitted, including architectural highlighting and spotting. Low-level lighting shall be utilized in parking areas as opposed to elevated high-intensity light standards. Prior to issuance of any building permit for construction of the project, two (2) copies of a detailed lighting plan showing the location and specifications for all lighting fixtures to be installed on the property shall be

submitted for Department review and approval. All lighting shall comply with the Uniform Building Code (UBC).

6. LANDSCAPING

Two (2) copies of a detailed landscaping and irrigation plan, including parking details, shall be submitted for review and approval prior to issuance of building permits. **The plan shall be prepared pursuant to the County's Water Efficient Landscape Ordinance (WELO), as applicable, and shall indicate the names and location of all plant materials to be used along with the method of maintenance.**

Plant materials shall be purchased locally when practical. The Agricultural Commissioner's office (707-253-4357) shall be notified of all impending deliveries of live plants with points of origin outside of Napa County.

No trees greater than 6" DBH shall be removed, except for those identified on the submitted site plan. Trees to be retained shall be protected during construction by fencing securely installed at the outer most dripline of the tree or trees. Such fencing shall be maintained throughout the duration of the work undertaken in connection with the development/construction. In no case shall construction material, debris or vehicles be stored in the fenced tree protection area.

Evergreen screening shall be installed for the industrial portions of the operation visible from public roads or off-site residences.

Landscaping shall be completed prior to final occupancy, and shall be permanently maintained in accordance with the landscaping plan.

7. OUTDOOR STORAGE/SCREENING/UTILITIES

All outdoor storage of equipment shall be screened from the view of adjacent properties by a visual barrier consisting of fencing or dense landscaping. No item in storage is to exceed the height of the screening. Water and fuel tanks, and similar structures, shall be screened to the extent practical so as to not be visible from public roads and adjacent parcels.

New utility lines required for this project that are visible from any designated scenic transportation route (see General Plan and Chapter 18.106 of the Napa County Zoning Ordinance for designated roads) shall be placed underground or in an equivalent manner be made virtually invisible from the subject roadway.

8. COLORS

The colors used for the roof, exterior walls and built landscaping features of the project shall be limited to earth tones or colors consistent with the historic context and the Secretary of the Interior's Standards for Rehabilitating Historic Structures. All colors are subject to approval by the Conservation, Development and Planning Department prior to painting buildings. Highly reflective surfaces shall be prohibited.

9. SITE IMPROVEMENTS AND PUBLIC WORKS DEPARTMENT

Contact (707) 253-4351

a. GRADING AND SPOILS

All grading and spoils generated by construction of the project facilities, shall be managed per Public Works direction. All temporary spoils piles shall be removed prior to final occupancy.

b. TRAFFIC

Reoccurring and scheduled vehicle trips to and from the site for employees, deliveries, and visitors will not occur during peak (4-6 PM) travel times to the maximum extent possible. All road improvements on private property required per the Department of Public Works shall be maintained in good working condition. Permittee shall offer programs to encourage ride sharing/carpooling, and alternative forms of transportation for employees.

c. DUST CONTROL

Water and/or dust palliatives shall be applied in sufficient quantities during grading and other ground disturbing activities on-site to minimize the amount of dust produced. Outdoor construction activities shall not occur during windy periods.

d. STORM WATER CONTROL

The permittee shall comply with all construction and post-construction storm water pollution prevention protocols as required by County Public Works Department and the California Regional Water Quality Control Board (SRWQCB). Final plans submitted for building permit issuance shall include a site plan prepared by a qualified professional showing all streams, stream setbacks, existing and proposed improvements and slopes. All construction and earthmoving activities approved within established stream setbacks as part of this application and enumerated in Condition #1 (Scope), above, shall be performed in compliance with the required Regional Water Quality Control Board Storm Water Pollution Prevention Plan (SWPPP).

e. PARKING

Plans submitted for building permits shall indicate the location of employee and visitor parking, and truck loading zone areas shall be identified along with proposed circulation and traffic control signage (if any).

Parking shall be limited to approved parking spaces only and shall not occur along access or public roads or in other locations. In no case shall parking impede emergency vehicle access or public roads. If any event is held which will exceed the available on-site parking, the permittee shall prepare an event specific parking plan which may include, but not be limited to, valet service or off-site parking and shuttle service to the property.

f. GATES/ENTRY STRUCTURES

Any gate or entry installed or altered shall be reviewed by the Conservation, Development and Planning Department, Public Works Department and the Napa County Fire Department to assure that it is designed to allow large vehicles, such as fire trucks, to turn around if the gate is closed without backing into the public roadway, and that fire suppression access is available at all times. If the gate is part of an entry structure an additional permit shall be required according to the County Code. A separate entry structure permit is not required if the entry structure is consistent with entry structure plans submitted, reviewed and approved as part of this use permit approval.

10. ENVIRONMENTAL MANAGEMENT DEPARTMENT SPECIFIC COMMENTS

Contact (707) 253-4351

a. WELLS

The permittee may be required (at the permittee's expense) to provide well monitoring data if it the Director of Environmental Management determines that water usage at the facility is affecting, or would potentially affect groundwater supplies or nearby wells. Data requested could include, but may not be limited to, water extraction volumes and static well levels. If applicant is unable to secure monitoring access to neighboring wells, onsite monitoring wells may need to be established to gauge potential impacts on the groundwater resource utilized for the project proposed. Water usage shall be minimized by use of best available control technology and best water management conservation practices. In the event that changed

circumstances or significant new information provide substantial evidence that the groundwater system referenced in the use permit would significantly affect the groundwater basin, the director of environmental management shall be authorized to recommend additional reasonable conditions on the permittee, or revocation of this permit, as necessary to meet the requirements of the Napa County Groundwater Ordinance and protect public health, safety, and welfare. That recommendation shall not become final unless and until the director has provided notice and the opportunity for hearing in compliance with the County Code Section 13.15.070.G-K.

Permittee shall implement water saving measures described in the Greenhouse Gas Analysis submitted with this application.

b. NOISE

Construction noise shall be minimized to the maximum extent practical and allowable under State and local safety laws. Construction equipment muffling and hours of operation shall be in compliance with County Code Chapter 8.16. Equipment shall be shut down when not in use. Construction equipment shall normally be staged, loaded, and unloaded on the project site. If project terrain or access road condition require construction equipment to be staged, loaded, or unloaded off the project site (such as on a neighboring road or at the base of a hill), such activities shall only occur between the hours of 8 AM to 5 PM. Permanent exterior equipment shall be enclosed or muffled and maintained so as not to create a noise disturbance in accordance with the Code. There shall be no amplified sound system or amplified music utilized outside of approved, enclosed buildings.

11. ARCHEOLOGICAL FINDING

In the event that archeological artifacts or human remains are discovered during construction, work shall cease in a 50-foot radius surrounding the area of discovery. The permittee shall contact the Conservation, Development and Planning Department for further guidance, which will likely include the requirement for the permittee to hire a qualified professional to analyze the artifacts encountered and to determine if additional measures are required. If human remains are encountered during the development, all work in the vicinity must be, by law, halted, and the Napa County Coroner informed, so that he can determine if an investigation of the cause of death is required, and if the remains are of Native American origin. If the remains are of Native American origin, the nearest tribal relatives as determined by the State Native American Heritage Commission would be contacted to obtain recommendations for treating or removal of such remains, including grave goods, with appropriate dignity, as required under Public Resources Code Section 5097.98.

12. ADDRESSING

All project site addresses shall be determined by the Conservation, Development and Planning Director, and reviewed and approved by the U.S. Post Office, prior to issuance of any building permit. The Conservation, Development and Planning Director reserves the right to issue or re-issue an appropriate situs address at the time of issuance of any building permit to ensure proper identification and sequencing of numbers. For multi-tenant or multiple structure projects, this includes building permits for later building modifications or tenant improvements.

13. INDEMNIFICATION

An indemnification agreement, in the form attached hereto, shall be signed and returned to the County within ten (10) days of the granting of this approval.

14. AFFORDABLE HOUSING MITIGATION

Prior to County issuance of a building permit, the applicant shall pay the Napa County Affordable Housing Mitigation Fee in accordance with the requirements of County Code Chapter 15.60 or as may be amended by the Board of Supervisors.

15. MONITORING COSTS

All staff costs associated with monitoring compliance with these conditions, previous permit conditions and project revisions shall be borne by the permittee and/or property owner. Costs associated with conditions and mitigation measures that require monitoring, including investigation of complaints, other than those costs related to investigation of complaints of non-compliance that are determined to be unfounded, shall be charged. Costs shall be as established by Board Resolution in accordance with the hourly consulting rate established at the time of the monitoring and shall include maintenance of a \$500 deposit for construction compliance monitoring that shall be retained until grant of final occupancy. Violations of conditions of approval or mitigations measures caused by the permittee's contractors, employees, and guests are the responsibility of the permittee.

The Planning Commission may implement an audit program if compliance deficiencies are noted. If evidence of compliance deficiencies is found to exist by the Planning Commission at some time in the future, the Planning Commission may institute the program at the applicant's expense (including requiring a deposit of funds in an amount determined by the Commission) as needed until compliance assurance is achieved. The Planning Commission may also use the data, if it is so warranted, to commence revocation hearings in accordance with section 18.124.120 of the County Code.

16. TEMPORARY AND FINAL OCCUPANCY

All project improvements which require a permit to construct, including compliance with all applicable codes, conditions and requirements from all departments and agencies with jurisdiction over the project, shall be completed prior to granting of a Certificate of Final Occupancy by the County Building Official, which, upon granting, authorizes all use permit activities to commence within such project improvements. The County Building Official is authorized to grant a Temporary Certificate of Occupancy to allow specified limited use of the project prior to completion of all project improvements. In special circumstances, departments and/or agencies with jurisdiction over the project are authorized as part of the Temporary Certificate of Occupancy process to require a security deposit or other financial instrument to guarantee completion of unfinished improvements.

17. PREVIOUS CONDITIONS

To the extent there is a conflict between previous conditions of approval and these conditions of approval, these conditions shall control and supercede early conditions.

18. ENVIRONMENTAL PROTECTION MEASURE(S)

Prior to final occupancy of the Retreat, the permittee shall implement all environmental protection measures identified in Condition #1 (Scope) and contained within the Aetna Springs Resort Project Statement. Permittee shall continue to implement all previously adopted environmental mitigation measures as specified in Use Permit #96349-UP, to the extent applicable.

ATTACHMENT 1

USE PERMIT MODIFICATION # P06-01144-MOD
APN # 016-060-020, -021 AND 018-020-045

1. SCOPE: The permit shall be limited to:

- A. Restoration of golf course Holes #1 and #4;
- B. General course rehabilitation to Holes #5, #6 and #7;
- C. Installation of a new irrigation system;
- D. New and replacement bridges along golf cart paths with clear spans over drainages;
- E. Grading for greens, tees and bunkers; and
- F. A new 12 foot square restroom building located in the vicinity of the 5th Green and 6th Tee.

Specific improvements include:

- Hole #1 - Construction of a championship tee 45-50 feet from the top-of-bank of the existing lake/reservoir, extending into previously undisturbed areas, with trim/cut/replacement of approximately 12 oak trees and extension of a new cart path;
- Hole #4 – Re-establishment of the historic hole, abandoned for several decades, including replacement of old oil-on-sand greens with a new turfed green, reshaping and filling of an undeveloped bowl area to occupy a larger area than the historic hole, trim/cut/replacement of approximately 14 oak trees, planting of new turf and limited grading;
- Hole #5 – Rehabilitation of the hole by significantly expanding the tee box in its current configuration and location in previously-graded areas with replanted turf, adding a cart path through native dirt and removal/replacement of trees;
- Hole #6 – Re-establishment of the historic fairway, abandoned for decades, running north from the pond boundary located west of Hole #6, with a new green larger than the historic hole in the general vicinity of an abandoned oil-on-sand green, and trim/cut/replacement of approximately 6 oak trees; and
- Hole #7 – Re-establishment of the existing green including installation of a new dogleg fairway, removal and replacement of up to two oak trees.

The golf course rehabilitation and improvement program shall be designed in substantial conformance with the submitted site plan, golf routing plan, elevation drawings, and other revised submittal materials dated September 22, 2006. It is the responsibility of the applicant to communicate the requirements of these conditions and mitigations (if any) to all designers, contractors, employees, and guests of the winery to ensure compliance is achieved. Any expansion or changes in use shall be by the approved Use Permit modification process.

2. SIGNS:

Prior to installation of any golf course identification or directional signs, detailed plans, including elevations, materials, color, and lighting, shall be submitted to the Planning Department for administrative review and approval. All signs shall meet the design standards as set forth in Chapter 18.116 of the County Code.

3. GATES/ENTRY STRUCTURES:

Any gate installed at the golf course entrance shall be reviewed by the Planning and Public Works Departments and the Napa County Fire Department to assure that it is designed to allow large vehicles such as motor homes to turn around if the gate is closed without backing into the public roadway and that fire suppression access is available at all times. If the gate is part of an entry structure an additional permit shall be required according to the County Code.

4. LIGHTING:

All exterior lighting, including landscape lighting, shall be shielded and directed downward, shall be located as low to the ground as possible, and shall be the minimum necessary for security, safety, or operations and shall incorporate the use of motion detection sensors to the greatest extent practical. No flood-lighting or sodium lighting of the building is permitted, including architectural highlighting and spotting. Low-level lighting shall be utilized in parking areas as opposed to elevated high-intensity light standards. Prior to issuance of any building permit for lighting, two (2) copies of a separate detailed lighting plan showing the location and specifications for all lighting fixtures to be installed on the property shall be submitted for Department review and approval.

5. LANDSCAPING/PARKING:

Two (2) copies of a detailed landscaping plan shall be submitted for review and approval by the Planning Director prior to commencing any activities authorized by this Use Permit Modification, and shall include an oak tree removal and replacement plan limited to removing dead and dying trees. Replacement oaks shall consist of a mix of 15-gallon minimum, 24-inch and 36-inch box Valley, Black and Blue Oaks at a 3:1 ratio for any tree removed. The Integrated Pest Management and site fertilization plan shall be incorporated into final improvement plans.

The plan shall indicate the names and locations of all plant materials to be used along with the method of maintenance. Plant materials shall be purchased locally when practical. The Agricultural Commissioner's office (707-253-4357) shall be notified of all impending deliveries of live plants with points of origin outside of Napa County.

Protective fencing to prevent construction activities, erosion and limit sedimentation into affected drainage areas and watercourses shall be installed, inspected and approved according to Director of Public Works and Conservation, Development and Planning Department requirements prior to grading or other course restoration work near sensitive areas and shall be located to prevent encroachment into creek setbacks.

Landscaping shall be permanently maintained in accordance with the landscaping plan.

6. TEMPORARY EVENTS:

No golf course facilities, nor portions thereof, including but not limited to offices, kitchens, storage areas, and warehousing space, shall be rented, leased, nor used by entities other than persons at the golf course, except as may be specifically authorized in this use permit or pursuant to the Temporary Events Ordinance (Section 5.36.010)

7. COMPLIANCE WITH OTHER DEPARTMENTS AND AGENCIES:

The permittee shall comply with all applicable building codes, zoning standards, and requirements of County Departments and Agencies, including but not limited to:

Department of Public Works as stated in their letter of August 14, 2006; and
Building Division as stated in their letter of August 23, 2006.

The determination as to whether or not the permittee has substantially complied with the requirements of other County Departments and Agencies shall be determined by those Departments or Agencies. The inability to substantially comply with the requirements of other County Departments and Agencies may result in the need to modify the approved use permit.

8. WELLS:

The permittee may be required (at the permittee's expense) to provide well monitoring data if it the Director of Environmental Management determines that water usage at the winery is affecting, or would potentially affect groundwater supplies or nearby wells. Data requested could include, but may not be limited to, water extraction volumes and static well levels. If applicant is unable to secure monitoring access to neighboring wells, onsite monitoring wells may need to be established to gage potential impacts on the groundwater resource utilized for the project proposed. Water usage shall be minimized by use of best available control technology and best water management conservation practices. In the event that changed circumstances or significant new information provide substantial evidence that the groundwater system referenced in the use permit would significantly affect the groundwater basin, the director of environmental management shall be authorized to recommend additional reasonable conditions on the permittee, or revocation of this permit, as necessary to meet the requirements of the Napa County Groundwater Ordinance and protect public health, safety, and welfare. That recommendation shall not become final unless and until the director has provided notice and the opportunity for hearing in compliance with the county code section 13.15.070.G-K.

9. ARCHEOLOGICAL FINDING:

In the event that archeological artifacts or human remains are discovered during construction, work shall cease in a 50-foot radius surrounding the area of discovery. The Department will be contacted for further guidance, which will likely include the requirement for the applicant to hire a qualified professional to analyze the artifacts encountered and to determine if additional measures are required. If human remains are encountered during the development, all work in the vicinity must be, by law, halted, and the Napa County Coroner informed, so that he can determine if an investigation of the cause of death is required, and if the remains are of Native American origin. If the remains are of Native American origin, the nearest tribal relatives as determined by the State Native American Heritage Commission would be contacted to obtain recommendations for treating or removal of such remains, including grave goods, with appropriate dignity, as required under Public Resources Code Section 5097.98.

10. STORM WATER CONTROL

For any construction activity that results in disturbance of greater than one acre of total land area, permittee shall file a Notice of Intent with the California Regional Water Quality Control Board (SRWQCB) prior to any grading or construction activity. All hazardous materials stored and used on-site that could cause water pollution (e.g. motor oil, cleaning chemicals, paints, etc.) shall be stored and used in a manner that will not cause pollution, with secondary containment provided. Such storage areas shall be regularly cleaned to remove litter and debris. Any spills shall be promptly cleaned up and appropriate authorities notified. Parking lots shall be designed to drain through grassy swales, buffer strips, or sand filters prior to any discharge from the impervious surface into a watercourse. If any discharge of concentrated surface waters is proposed in the any "Waters of the State," the permittee shall consult with and secure any necessary permits from the State Regional Water Quality Control Board. All trash enclosures must be covered and protected from rain, roof, and surface drainage.

11. INDEMNIFICATION

An indemnification agreement, in the form attached hereto, shall be signed and returned to the County within twenty (20) days of the granting of this approval.

12. MONITORING COSTS:

All staff costs associated with monitoring compliance with these conditions, previous permit conditions and project revisions shall be borne by the permittee and/or property owner. Costs associated with conditions and mitigation measures that require monitoring, including investigation of complaints, other than those costs related to investigation of complaints of non-compliance that are determined to be unfounded, shall be charged. Costs shall be as established by Board Resolution in accordance with the hourly consulting rate established at the time of the monitoring (\$125.00/hour as of July, 2006). Violations of conditions of approval or mitigations measures caused by the permittee's contractors, employees, and guests are the responsibility of the permittee.

The Planning Director may implement an audit program if compliance deficiencies are noted. If evidence of compliance deficiencies is found to exist by the Planning Commission at some time in the future, the Planning Commission may institute the program at the applicant's expense (including requiring a deposit of funds in an amount determined by the Commission) as needed until compliance assurance is achieved. The Planning Commission may also use the data, if it is so warranted, to commence revocation hearings in accordance with section 18.124.120 of the County Code.

13. PREVIOUS CONDITIONS:

All previous conditions of approval of Use Permit #96349-UP shall remain in full force and effect and shall be binding unless in conflict with or superseded with these conditions of approval.

14. BRIDGES:

Provide evidence that all required permits from applicable state and federal agencies have been secured prior to commencement of bridge construction or any other activities within creek setbacks or drainages.

ATTACHMENT 2

USE PERMIT # P06-01526-MOD
APN 018-020-045

1. SCOPE: This permit shall modify Use Permit # 96349-UP (9-hole public golf course/driving range/pro shop/snack bar, et al) and be limited to the following:
 - a) Demolition and replacement of an existing golf course club house with a new, 7,665 square foot, split level building containing an office, pro-shop, commercial kitchen with public and private dining areas for patrons of the golf and tennis facilities only, men's and women's locker rooms, restrooms and two open deck areas, including a 1,669 square foot unenclosed deck;
 - b) Construction of four new lighted tennis courts;
 - c) Installation of one single-wide and one double-wide temporary, modular office trailer during project construction;
 - d) Construction of two new golf course maintenance buildings; a 4,290 square foot structure to provide golf cart storage and maintenance facilities and a 2,760 square foot structure containing receiving facilities, a loading dock, goods holding area, security office, bulk storage, a trash compactor and grease waste storage;
 - e) Improvement of adjacent parking and circulation areas with two new, striped parking lots and a loading area that contains 41 parking spaces in the maintenance area and 6 spaces near the club house; 37 spaces would be designated for customers and 10 for employees. Access to the maintenance area lot would be from Aetna Springs Lane with four driveways; a separate two-way driveway would extend from Aetna Springs Road, on the west side of the new tennis courts, to the clubhouse building; and
 - f) All rights granted under this permit shall be combined with Use Permit # P06-01144-MODMIN and supercedes applicable golf course conditions outlined in Use Permit # 96349-UP.

The golf course clubhouse replacement, new maintenance buildings, tennis courts and parking/circulation area improvements shall be designed in substantial conformance with the site plan, floor plan, elevation drawings, and other submittal materials as part of this permit. It is the responsibility of the applicant to communicate the requirements of these conditions and mitigations (if any) to all designers, contractors, employees, and guests of the winery to ensure compliance is achieved. Any expansion or changes in use shall be by the approved Use Permit modification process.

Club house dining shall be limited to patrons of the golf and tennis facilities only. No advertising or soliciting of outside customers shall be allowed.

Although minor variations may be allowed to this permit, as determined by the Planning Director, separate Use Permit Modification may be required if additional golf course events or other related uses are determined to go beyond the scope of this permit.

2. There shall be no amplified outdoor music or other amplified sounds except where required by applicable law at any time of the day or evening. Outdoor events shall be concluded by not later than 10:00 PM. There shall be no weddings conducted at the site.
3. BUILDING PLANS:

Prior to issuance of building permits, building plans, including elevations, materials, color (earth-tones), non-reflective roof materials and lighting shall be submitted to the Planning Department for administrative review and approval:

4. LANDSCAPING/PARKING:

Two (2) copies of a detailed landscaping plan, including parking details, shall be submitted for review and approval prior to issuance of building permits. Existing landscape improvements shall be upgraded, new plant materials shall be installed along both Aetna Springs Road and Aetna Springs Lane parcel frontage to screen the new parking lot, maintenance buildings and temporary modular office buildings. The plan shall indicate the names and locations of all plant materials to be used along with the method of irrigation and maintenance. Plant materials shall be purchased locally when practical. The Agricultural Commissioner's office (707-253-4357) shall be notified of all impending deliveries of live plants with points of origin outside of Napa County.

The location of employee and visitor parking and truck loading zone areas shall be identified along with proposed circulation and traffic control signage (if any). Landscaping and parking shall be completed prior to occupancy, and shall be permanently maintained in accordance with the landscaping plan.

5. LIGHTING:

All exterior lighting, including landscape lighting, shall be shielded and directed downward, shall be located as low to the ground as possible, and shall be the minimum necessary for security, safety, or operations and shall incorporate the use of motion detection sensors to the greatest extent practical. No flood-lighting or sodium lighting of the building is permitted, including architectural highlighting and spotting. Low-level lighting shall be utilized in parking areas as opposed to elevated high-intensity light standards. Prior to issuance of any building permit for construction, two (2) copies of a separate detailed lighting plan showing the location and specifications for all lighting fixtures to be installed on the property shall be submitted for Department review and approval.

6. SIGNS:

Prior to installation of any identification or directional signs, detailed plans, including elevations, materials, color, and lighting, shall be submitted to the Planning Department for administrative review and approval. All signs shall meet the design standards as set forth on Section 18.116 of the County Code. No individual client identification signs shall be allowed.

7. ADDRESSING

All project site addresses shall be determined by the Director, and reviewed and approved by the U.S. Post Office, prior to issuance of any building permit. The Director reserves the right to issue or re-issue an appropriate situs address at the time of issuance of any building permit to ensure proper identification and sequencing of numbers. For multi-tenant or multiple structure projects, this includes building permits for later building modifications or tenant improvements.

8. OUTDOOR STORAGE/SCREENING/UTILITIES:

All outdoor storage shall be screened from the view of adjacent properties by a visual barrier consisting of fencing, dense landscaping or a combination of both, subject to Zoning Administrator review and approval. No item in storage shall exceed the height of the screening.

9. COMPLIANCE WITH OTHER DEPARTMENTS AND AGENCIES:

The permittee shall comply with all applicable building codes, zoning standards, and requirements of County Departments and other Agencies, including but not limited to:

- a) Department of Environmental Management as stated in their revised letter of January 22, 2007;
- b) Department of Public Works as stated in their letter of February 7, 2007; and
- c) County Fire Department as stated in their letter of January 24, 2007.

10. ARCHEOLOGICAL FINDING:

In the event that archeological artifacts or human remains are discovered during construction, work shall cease in a 50-foot radius surrounding the area of discovery. The Department will be contacted for further guidance, which will likely include the requirement for the applicant to hire a qualified professional to analyze the artifacts encountered and to determine if additional measures are required. If human remains are encountered during the development, all work in the vicinity must be, by law, halted, and the Napa County Coroner informed, so that he can determine if an investigation of the cause of death is required, and if the remains are of Native American origin. If the remains are of Native American origin, the nearest tribal relatives as determined by the State Native American Heritage Commission would be contacted to obtain recommendations for treating or removal of such remains, including grave goods, with appropriate dignity, as required under Public Resources Code Section 5097.98

11. DUST CONTROL:

Water and/or dust palliatives shall be applied in sufficient quantities during grading and other ground disturbing activities on-site to minimize the amount of dust produced. Construction activities shall not occur during windy periods

12. INDEMNIFICATION

An indemnification agreement has been signed and returned to the County.

13. MONITORING COSTS:

All staff costs associated with monitoring compliance with these conditions, previous permit conditions and project revisions shall be borne by the permittee and/or property owner. Costs associated with conditions and mitigation measures that require monitoring, including investigation of complaints, other than those costs related to investigation of complaints of non-compliance that are determined to be unfounded, shall be charged. Costs shall be as established by Board Resolution in accordance with the hourly consulting rate established at the time of the monitoring (\$127.00/hour as of January, 2006). Violations of conditions of approval or mitigations measures caused by the permittee's contractors, employees, and guests are the responsibility of the permittee.

The Planning Commission may implement an audit program if compliance deficiencies are noted. If evidence of compliance deficiencies is found to exist by the Planning Commission at some time in the future, the Planning Commission may institute the program at the applicant's expense (including requiring a deposit of funds in an amount determined by the Commission) as needed until compliance assurance is achieved. The Planning Commission may also use the data, if it is so warranted, to commence revocation hearings in accordance with Section 18.124.120 of the County Code.

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ATTACHMENT 3

CONDITIONS OF APPROVAL

CDPC Meeting Date: May 16, 2001 File

#00095-UP Last Resort, Inc

APN: 018-020-045

1. Use Permit #00095-UP is limited to:

- a. The establishment of a 57,000 gallon/year winery with retail wine sales, 2 full-time and 2 part-time employees, consistent with the application forms and supplemental winery information sheet.
- b. The construction of a 9,839 ft² wine production building with wood siding, as delineated on the attached site plan, floor plans and elevations drawings, and consistent with the application forms and supplemental winery information sheet.
- c. Tours and Tasting by appointment only. All tours of the winery and/or tasting of wine are limited to members of the wine trade, persons invited by the winery who have pre-established business or personal relationships with the winery or its owners, and persons who have made unsolicited prior appointments for tours or tastings (\$18.080.620). No more than 20 persons/day are permitted.

Any expansion or changes in use, or project changes which are necessitated by the requirements of other departments or agencies, are subject to further County approval.

2. Marketing activities are limited to:

Private promotional tastings and meals with occasional musical program

Frequency: 12 per year

Maximum attendance: 60 persons

Marketing activities, as defined in Section 18.08.370, are limited to members of the wine trade, persons who have pre-established business or personal relationships with the winery or its owners, or members of a particular group for which the activity is being conducted on a pre-arranged basis. Marketing events to take place within the winery building or on the outside deck. No amplified music shall be permitted outdoors.

3. Submit a detailed landscaping, fencing, and parking plan to the Department for review and approval indicating names and locations of plant materials, method of maintenance and location of off-street parking spaces. Said plan is to be submitted prior to issuance of the building permit. Landscaping, fencing, and parking to be completed prior to final occupancy. Landscaping shall be permanently maintained in accordance with the approved landscape plan.

4. Provide 14 off-street parking spaces on a dust-free all-weather surface approved by the Public Works Department.
5. Any outdoor storage of wine production equipment shall be screened from view of the two private roads fronting the parcel and adjacent properties by a visual barrier consisting of fencing and/or dense landscaping. No open storage is to exceed the height of the screening.
6. Upon **use** of this use permit, Use permit #U-89-49 shall become null and void.
7. The permittee shall comply with 1 Mitigation Measures described in the Project Revision Statement signed by the applicant dated 05/11/01.
8. The permittee shall comply with all applicable building codes, zoning standards, and requirements of County Departments and agencies, including but not limited to:

The Department of Environmental Management as stated in their letter of May 9, 2001.

The Department of Public Works as stated in their letter of October 11, 2000.

The County Fire Department as stated in their memo of September 25, 2000.

The Building Division as stated in their memo of September 6, 2001.

9. The permittee shall report to the Department on an annual basis by December 31 the source of his grapes, verifying that 75% of the annual production is from Napa County grapes. The report shall include the grape tonnage and the Assessor's Parcel Number(s) where grown. Such report shall be proprietary and not available to the public. A separate report, for the public record, shall include a statement certifying compliance with the source requirement and indicating the percentage of Napa County grapes utilized.
10. All facilities of the winery, including offices, shall be for the exclusive use of the on-site winery. No portion of the structure shall be rented, leased and the winery facility shall not be used for events hosted by entities other than the winery itself, except those approved for temporary event license pursuant to Chapter 5.36 Napa County Code.
11. All staff costs associated with monitoring compliance with these conditions and project revisions shall be borne by the applicant and/or property owner, other than those costs related to investigation of complaints of non-compliance which are determined to be unfounded. Costs shall be as established by Resolution #95-77 or as such Resolution may be amended from time to time.
12. During construction of the winery, all construction equipment muffling and hours of operation shall be in compliance with the County Code section regarding noise, Chapter 8.16 (7:00 a.m. to 7:00 p.m.). Any exterior winery machinery equipment shall be sufficiently enclosed or muffled and maintained so as not to create a noise disturbance in accordance with County Code Section 8. 16.060(A) or 8. 16.0705816(a).
13. All exterior lighting shall be shielded and directed downward, shall be located as low to the ground as possible and shall be the minimum necessary for security, safety or operations, incorporating the use of motion detection lighting to the greatest extent possible. No food-lighting of the building is permitted. Prior to issuance of any building permit for construction of the winery, a detailed Lighting Plan showing the location and specifications for all lighting fixtures to be installed on the property shall be submitted for review and approval by the Department.

14. The applicant property owner and their successor's-in-interest shall see that all work is halted within 35 feet if concentrated artifactual materials (i.e., worked stone, bone, charcoal, human remains, etc) are encountered during any ground disturbing activities associated with this project. Said work shall remain stopped until a qualified professional archaeologist (on the Society of Professional Archeologist's (SOPA) list) has evaluated to find, developed any mitigation measured needed, prepared a report of his findings, and filed said report with the Napa County Conservation, Development and Planning Department.
15. The commission shall review and approve the final winery design prior to any building permit being issued.

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