

Trippi, Sean

From: Lujean Martin [petpamperer@comcast.net]
Sent: Wednesday, May 02, 2012 4:41 PM
To: Napa Pipe Project
Subject: My opinion

I live in South Napa and am totally opposed to building housing at the old Napa Pipe site. The traffic going south on Imola towards American Canyon is already horrible and I also oppose using ground water. Thank you for your attention.

Lujean Martin
2152 Marshall Ave.
Napa, CA 94559
7074772871

SEAN

SOCORRO DE LUNA
1290 Bello Ave.
Saint Helena, CA 94574

4/8/2012

Dear Michael Basayne:

As the economy struggles to recover, we should be mindful of opportunities for growth – both in jobs and in housing. The Napa Pipe development is one such opportunity we should seize upon. It will create good jobs while providing Napa the growth it needs to address both demographic changes and affordable housing requirements as set by the state.

The people who are part and parcel of the Napa workforce should have the opportunity to live here. Thousands upon thousands of people have to commute into Napa every day because of a shortage of affordable homes in our county. We can absolutely be doing better.

We should provide commuting workers the opportunity to live in this community. In addition to Napa Pipe itself adding millions to our tax base, having thousands of new families living in Napa would serve as a new source of tax revenue, which should not be overlooked in this time of budget cuts.

The proposed development is in the right area and the vision for it is beautiful. I very much like the idea of having a new, clean, open neighborhood instead of an industrial graveyard. I proudly support this project as an important step forward for Napa and thank you for recognizing the need to proceed on the project.

Sincerely,


Socorro De Luna

RECEIVED

MAY 07 2012

NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT

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MAY - 9 2012

**COUNTY OF NAPA
BOARD OF SUPERVISORS**

3940 Hagen Road
Napa, CA 94558
May 1, 2012

Dear Mr. Caldwell,

I am writing to you to voice strong opposition to the Napa Pipe project.

The article in the Napa Register on May 1 written by Mike Parness, Napa city manager, clearly sets forth the negative points of this project. Napa is a very special place which will soon have its wonderful qualities eroded by projects like the present one at Napa Pipe.

I feel it will be very short sighted of city and county officials if this project is allowed.

Very truly yours,



Lois C. Decius
Napa homeowner since 1962.

TRINA ROSA

23 Montevino Dr.

American Canyon, CA 94503

4/11/2012

Michael Basayne-

I'm writing to thank you for your recent comments regarding Napa Pipe at the April 2 Planning Commission hearing. I know the number of housing units is currently under deliberation but I do hope the Planning Commission will support building the full 2,050 proposed by the developer and endorsed by the EIR. Napa is in dire need of this housing and a plan like this will benefit all of Napa's residents. The other options on the table simply do not address what Napa needs.

Napa has a jobs-to-housing imbalance. This has led to people driving in to Napa from miles around to get to work because we do not have a sufficient supply of affordable homes in our county. The obvious outcome of that system is the freeway congestion that has become endemic to the region. It has gotten so bad people don't even want to go out on the roads if they don't absolutely have to.

Bringing affordable housing to a site that is strategically located within 3-4 miles of tens of thousands of jobs could make a real dent in the traffic problem and also make sure Napa grows responsibly and efficiently. The Napa Pipe property gives us the chance to put in space for thousands of people, take cars off the road and clean up an industrial site. It would cost us nothing in terms of valuable ag land. Napa wants to make sure their land is protected and it won't be if we throw up luxury houses on Napa Pipe and kick the can down the road. If we don't build the affordable houses we need now, we will just have to find another place to put them later.

Thank You,



Trina Rosa

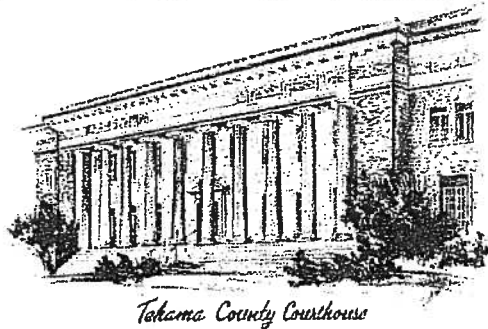
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MAY 16 2012

NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT.

Board of Supervisors
COUNTY OF TEHAMA

*District 1 – Gregg Avilla
District 2 – George Russell
District 3 – Dennis Garton
District 4 – Bob Williams
District 5 – Ron Warner*



*Williams J. Goodwin
Chief Administrator*

June 5, 2012

Napa County Board of Supervisors
1195 Third Street, Suite 310
Napa, CA 94559

RE: Napa Pipe Project use of Tehama County Mill Creek water - OPPOSE

Honorable Supervisors:

The Tehama County Board of Supervisors is responsible for conserving and protecting the water resources of Tehama County. The Board of Supervisors is committed to ensuring that water rights originating in Tehama County are protected and recognized, and that such water when necessary remains available for beneficial use within the County. Tehama County firmly believes that good local water resource stewardship practices are essential for our region's long term economic strength. As such the County is deeply concerned with the proposed transfer of approximately 2,160 AF of surface water from the Mill Creek watershed, located in Tehama County, to supply the proposed Napa Pipe Project.

As noted in comments previously submitted by the California Farm Bureau Federation, Napa County Farm Bureau, the Los Molinos Mutual Water Company (LMMWC), and Mill Creek Conservancy, among others, the proposed water transfer will cause significant environmental effects within Tehama County. Additionally, the proposed transfer will negatively impact the agricultural resources and economy within our County. Mill Creek is one of the essential year round streams that serve the Los Molinos area in unincorporated Tehama County. Mill Creek provides water to the LMMWC for domestic and irrigation use, supports a healthy local ecology, annual salmon runs, and recreational needs for the area. LMMWC has actively put the water rights being proposed for transfer to beneficial use for the purposes stated for years. The loss of these needed 2,160 AF of surface water to an extremely distant project is an inappropriate use of a local water resource.

The Napa Pipe Project CEQA documents view the water sale as nothing more than "simply a water trade within the conveyance system", which is not an accurate statement. The loss of Mill Creek flows in the amount identified on an annual basis will potentially have a severe impact on the local economy. Local farmers, ranchers, residents, recreation enthusiasts, aquatic and plant species depend on Mill Creek flows to sustain a local balance across this wide spectrum of use.

The project CEQA documents identify alternative local options that are available to meet the water demand of the Napa Pipe Project. Tehama County strongly encourages the Napa County Board of Supervisors to maximize the efficient use of local available water resources and not allow developers to create unrealistic methods like the proposed Mill Creek surface water transfer to the Napa Pipe Project that will negatively impact the local economy of the distant rural community of Los Molinos.

The Tehama County Board of Supervisors respectfully requests your rejection of the Napa Pipe Project's use of Mill Creek water, as the severity of impact on the Los Molinos area economy and viability would have a devastating long term effect on this vital local water resource. Thank you for your consideration.

Respectfully,

A handwritten signature in black ink, appearing to read "Bob Williams", with a large, sweeping flourish at the end.

Bob Williams
Chair

Cc: Los Molinos Mutual Water Company
RCRC
DWR - Sacramento

County of Napa
Board of Supervisors
Fax 253-4176

RECEIVED

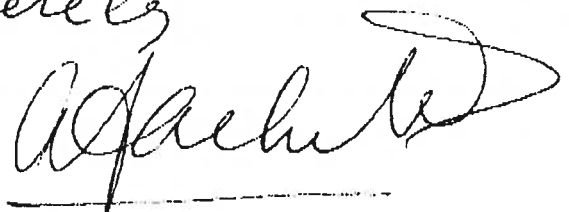
JUN 05 2012

COUNTY OF NAPA
BOARD OF SUPERVISORS

June 4, 2012

The undersigned hereby express
their opposition to the proposed
Napa Pipe Property
development.

Sincerely



Alb. G.C. Ach. 1141

Elizabeth Achille

Elizabeth L. H. Achille

2670 At Cas Pk Rd
Napa CA 94558

Trippi, Sean

From: vintagerstraps@gmail.com on behalf of molex [molex1000@gmail.com]
Sent: Friday, June 08, 2012 10:18 AM
To: Napa Pipe Project
Subject: Napa Pipe Email

Hi, as a life-long resident of Napa County and a 15-year resident of the city of Napa I'm wondering how I can most effectively lend my support to the current proposal for a Costco and other retail environments at the Napa Pipe location?

I think economic development of the area is a benefit for all residents of Napa and the county as it would provide tax revenue, jobs and expanded shopping opportunities for Napans and county residents. Please let me know how I can further support this project, thanks!

Micah Dirksen

RECEIVED

JUN 21 2012

COUNTY OF NAPA
BOARD OF SUPERVISORS

Therese Ciffelt
20 Village Pkwy
Napa Ca 94558
4/17/12

Dear Mr. Wagenknecht:

I am writing to oppose the Napa River project proposed by Mr. Regal. The land was designated for industry & should remain so, to promote jobs for local people. Now, Mr. Regal proposes a Costco store & a school with 700-900 houses. The project is too big & constitutes another city outside the Napa city limits. The problems still exist from the beginning of Mr. Regal's ideas, unstable soil, polluted soil, traffic congestion, fire, police protection, water supply. Who is going to be responsible for building maintaining & staffing the school?

This leap frogging of residential areas is sprawl, something the citizens of Napa have opposed for many years. Please, in the name of common sense reject this project. Mr. Regal knew when he purchased the property it was an industrial zone, therefore, that is the direction he should be guiding his partners & corporation toward, not creating another city.

Yours truly,
Therese Ciffelt

Trippi, Sean

From: Napa Pipe Project
Sent: Thursday, July 12, 2012 10:59 AM
To: 'Patrick Fitzpatrick'
Subject: RE: Napa Pipe Liquefaction Map

Volume 2, Chapter 4.9 of the Napa Pipe Draft EIR addresses Geology, Soils, and Seismicity and includes mitigation measures addressing liquefaction. If the link below doesn't work you can find the Napa Pipe web page on the County's home page.

<http://www.countyofnapa.org/NapaPipe/>

-----Original Message-----

From: Patrick Fitzpatrick [<mailto:patrick@napavolleyball.com>]
Sent: Monday, July 09, 2012 3:45 PM
To: cdb@countyofnapa.org; Napa Pipe Project
Cc: Rick Tooker
Subject: Napa Pipe Liquefaction Map

I'm curious if you've studied the USGS Liquefaction Susceptibility maps that show the high danger of liquefaction at Napa Pipe. It is considered one of the most prone in all of the Bay area. Please take a close look at 1025 Kaiser Rd. on this USGS map, it is bright red all the way to the river's edge.

<http://geomaps.wr.usgs.gov/sfgeo/liquefaction/susceptibility.html>

Considering the injuries and damage that occurred by the moderate quake (5.0) of 9/3/2000 to an area that is considerate to have moderate liquefaction potential imagine the devastation to Napa Pipe property from a large quake on the Hayward or West Napa Fault.

Who would be liable if you permitted construction on this site knowing of this danger?

Trippi, Sean

From: Patrick Fitzpatrick [patrick@napavolleyball.com]
Sent: Saturday, July 14, 2012 11:58 AM
To: Napa Pipe Project
Cc: 'Patrick Fitzpatrick'; Rick Tooker
Subject: Napa Pipe Liquefaction and Earthquake Susceptibility

From the EIR: Vol. 2, Sec. 4.9....

3. Probability of Future Earthquakes

"The recent increase in earthquake activity in the San Francisco Bay Region suggests that the region is entering a period of increased seismic activity that could include one or more large destructive earthquakes. Recent estimates prepared by the U.S. Geological Survey's (USGS) Working Group on California Earthquake Probabilities indicate that the overall probability of one or more large earthquakes (magnitude 7.0 or greater) in the Bay Area is approximately 70 percent in the next 30 years. Such earthquakes are considered most likely to occur on the San Andreas, Rodgers Creek or Hayward faults. Although less information is available for the Green Valley-Concord and West Napa faults, those faults are also considered active and capable of generating large earthquakes."

4. Site Topography

"The project site is nearly level and currently ranges in elevation from approximately 6 to 9 feet above mean sea level. (As a part of the proposed development, the elevation of the site would be increased to approximately 12 to 13 feet above sea level by fill placement.) The Napa River is along the west side of the site."

5. Site Geology

"The geology of the Napa area has been mapped as a part of regional studies by the USGS and CDMG.10 These studies show that the Napa Pipe site is underlain by man-made fill, unconsolidated estuarine sediments, and alluvial sediments of Pleistocene and Holocene age."

"...Sowers, et al. also prepared a cursory evaluation of liquefaction hazard and placed the site in an area of very high risk of liquefaction." (Confirmed by USGS maps)

B. Regulatory Setting

1. Alquist-Priolo Earthquake Fault Zoning Act

"The Alquist-Priolo Earthquake Fault Zoning Act was passed by the California Legislature in 1972 to mitigate hazards associated with surface faults. The Act's main purpose is to prevent the construction of buildings used for human occupancy on the surface trace of active faults. The Act addresses only the hazard of surface fault rupture and is not directed toward other earthquake hazards. Local agencies must regulate most development in fault zones established by the State Geologist. Before a project can be permitted in a designated Alquist-Priolo Earthquake Fault Zone, the City or County with jurisdiction must require an analysis to demonstrate that proposed buildings would not be constructed across active faults. The project site is not within one of the Earthquake Fault Zones designated by the State of California."

It is the duty of our local government to follow the spirit of this act. Even though the site is not within the EFZ designated by the state, 40 years ago the fault lines that impact this site were not known. Liquefaction was also not considered in this act and it is the important that our local government consider this extremet hazard. The moderate quake in 2000 here in Napa County and the devastation caused by liquefaction in San Francisco during

the Loma Prieta quake exemplify what can, and will happen at Napa Pipe during even a 6.0 quake on the West Napa Fault or Green Valley Fault.

2. California Seismic Hazards Mapping Act

"The California Seismic Hazards Mapping Act of 1990 (California Public Resources Code Sections 2690-2699.6) addresses seismic hazards other than surface rupture, such as liquefaction and seismically-induced landslides. Seismic hazard zone maps have not yet been prepared for the Napa area and it is uncertain when these maps will be available."

Review the Bay Area Liquefaction Hazard Map. It's very clear what the hazard are to this building location. I suggest residential development should be denied because of this information. The location's Liquefaction Susceptibility rating is "Very High", the most unstable rating that can be given by the USGS.
<http://earthquake.usgs.gov/regional/nca/qmap/>

1. Ground Shaking

"Large earthquakes could generate strong to violent ground shaking at the site and could cause damage to structures and threaten public safety. Napa County lies within a seismically active region that includes much of western California. Several active faults are present in the region, including the nearby Green Valley-Concord, West Napa and Rodgers Creek faults. These faults are capable of generating large earthquakes that could produce strong to violent ground shaking at the site. The USGS has estimated that there is a 70 percent chance of a large earthquake (magnitude 7 or greater) in the Bay Area by the year 2030.16 At present, it is not possible to predict precisely when or where earthquakes will occur on these faults.

The most recent significant earthquake in the Napa area was the earthquake of September 3, 2000. This earthquake had a magnitude of 5.2 and was centered approximately 7 miles northwest of Napa. Ground shaking intensity in the Napa area was moderate and property damage in the area was slight."

The quake was downgraded to a 5.0 and how many hundreds of chimney's fell down? How many lives lost? This statement is inaccurate and misleading at best. The majority of the damage from this moderate quake 7 miles away was caused by the silty/sandy soil that permeates the Napa Valley. It happens to be worse at the Napa Pipe site then anywhere else based on the USGS maps. Imagine the damage from a 6.5 quake on the West Napa Fault, .2 miles from Napa Pipe!!

I don't believe anything will mitigate this natural disaster in the making. In fact, the best thing that could probably happen to us would be for this predicted 6.5 quake to occur before any further money was spent on this project. Chances are the property would disappear and we could all move on with our lives, or what would be left.

Regards,

Patrick C. Fitzpatrick, Jr.

Trippi, Sean

From: Patrick Fitzpatrick [patrick@napavolleyball.com]
Sent: Tuesday, September 18, 2012 4:24 PM
To: Napa Pipe Project
Cc: 'Patrick Fitzpatrick'; Rick Tooker
Subject: Re: Napa Pipe Liquefaction and Earthquake Susceptibility

Greetings.

With the advent of the Napa Pipe meeting October 3rd I wanted to make sure you are aware of my concerns over the hazardous geological conditions that exist at Napa Pipe. I submitted an earlier email but it was probably a bit much.

I am composing a letter to the Napa Valley Register but want to ensure it makes your desk first. I am concerned over the potential liability to Napa County and possibly the City of Napa in the event of a significant earthquake on the West Napa Fault if the project is permitted to proceed. I've copied Mr. Tooker so he is also aware of the concern of building .2 miles from the West Napa Fault on soil considered by the USGS to be highly susceptible to liquefaction.

I am borrowing from the EIR here and offering my perspective...

Per the EIR:

"The Alquist-Priolo Earthquake Fault Zoning Act was passed by the California Legislature in 1972 to mitigate hazards associated with surface faults. The Act's main purpose is to prevent the construction of buildings used for human occupancy on the surface trace of active faults. The Act addresses only the hazard of surface fault rupture and is not directed toward other earthquake hazards. Local agencies must regulate most development in fault zones established by the State Geologist. Before a project can be permitted in a designated Alquist-Priolo Earthquake Fault Zone, the City or County with jurisdiction must require an analysis to demonstrate that proposed buildings would not be constructed across active faults. The project site is not within one of the Earthquake Fault Zones designated by the State of California."

It is the duty of our local governments to follow the spirit of this act. Even though the site is not within the EFZ designated by the state it is only because 40 years ago the fault lines that impact this site were not known. In addition, liquefaction was not considered when this Act was written which should have the county seriously considering the wisdom of building on quicksand and their liability now that they are aware of its propensity to become submerged in the Napa River. The moderate earthquake here in Napa County in 2000 and the devastation caused by liquefaction in San Francisco during the Loma Prieta quake exemplify what can, and will happen at Napa Pipe during even a 6.0 quake on either the West Napa Fault or Green Valley Fault.

Per the EIR:

"The California Seismic Hazards Mapping Act of 1990 (California Public Resources Code Sections 2690-2699.6) addresses seismic hazards other than surface rupture, such as liquefaction and seismically-induced landslides. Seismic hazard zone maps have not yet been prepared for the Napa area and it is uncertain when these maps will be available."

This map is available. Review the Bay Area Liquefaction Hazard Map. It's very clear what the hazards are to this location. I suggest residential development should be denied because of this information. The location's Liquefaction Susceptibility rating is "Very High", the most unstable rating that can be bestowed by the USGS.

Per the EIR:

"Large earthquakes could generate strong to violent ground shaking at the site and could cause damage to structures and threaten public safety. Napa County lies within a seismically active region that includes much of western California. Several active faults are present in the region, including the nearby Green Valley-Concord, West Napa and Rodgers Creek faults. These faults are capable of generating large earthquakes that could produce strong to violent ground shaking at the site. The USGS has estimated that there is a 70 percent chance of a large earthquake (magnitude 7 or greater) in the Bay Area by the year 2030.16 At present, it is not possible to predict precisely when or where earthquakes will occur on these faults.

The most recent significant earthquake in the Napa area was the earthquake of September 3, 2000. This earthquake had a magnitude of 5.2 and was centered approximately 7 miles northwest of Napa. Ground shaking intensity in the Napa area was moderate and property damage in the area was slight."

Tell that to the parents of Nathan Schank when their chimney fell and nearly killed him. The valley experienced damage of \$50 million and this was a moderate quake on an unknown fault for which the USGS Liquefaction Susceptibility rating is "Moderate" to "Low". Imagine the damage from a 6.5 quake on the West Napa Fault which lies .2 miles from Napa Pipe?!

Development at this location is a horrible thing to impose on the immediate residence of Napa and the future residents of Napa Pipe.

>
> Regards,
>
> Patrick C. Fitzpatrick, Jr.
>

September 19, 2012

To County of Napa Planning Commissioners,

Regarding Napa Pipe Project

I am very supportive of this project for a number of reasons:

- 1 – The State of California has AB-32 which wants homes near jobs. This project provides 900 plus homes in an area of current and future job growth.
- 2- The developer has provided a very unique project which meets the needs of many of our citizens, from affordable housing units, to senior care, empty nesters, to young singles and families, to reusing the dry docks, to land available for recreational uses. The design and layout of the project has been thought out very carefully and is very creative.
- 3- Allowing the project to hook up to City water will leave the groundwater use for the County. But if the City of Napa does not allow this, a very poor decision if they do that, then the current ground water supply should be used.
- 4-Setting land aside can help meet the needs for future industrial development, school site, etc...
- 5- Utilizing the land by going up and not out gives the least impact upon the area.
- 6- Bringing a Costco to the area will generate more demand for other additional types of commercial/industrial uses and the increase in tax base for our community.

The developer has listened and responded in a very positive way.

Thank you for taking the time to bring this project to a very positive conclusion for our community.



Randy Gularte

256-2145

RECEIVED

SEP 20 2012

NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT.

From: barbarawaddell@comcast.net
To: countyofnapa
Sent: Tuesday, September 18, 2012 10:23:51 AM
Subject: Napa Pipe

Please do not allow any building of homes, Cosco or any other business at the Napa Pipe location. There is so

much traffic now it takes about 40 minutes to go from that location to American Canyon in the afternoon hours. It

seems no one ever considers the inconvenience of all the people that must use that stretch of hi way 29 to get to

and from work, or to the drive to important appointments. FIX the excising roads and make the hi way wider

before you decide to add thousands more cars and trucks to that hi way. Who ever the genius is that decided to

make 3 lanes driving North just before the light at 29 & 12 should have to drive and deal with all the autos

coming off 12 and the extra lane added on 29 at the same time, bad, bad, decision. Some days that extra lanes

adds extra minutes delays , to the cars that moved to that lane trying to merge with the lane they had just moved of.

. Drive it going from American Canyon to Napa and you will better understand what I talking about

Thank you, Barbara Waddell
134 Carmel Dr.
American Canyon, Ca. 94503

707-557-1014

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SEP 24 2012

September 14, 2012

Dear Planning Commissioners and Board of Supervisors,

COUNTY OF NAPA
BOARD OF SUPERVISORS

It is time to approve Napa Pipe. After carefully weighing the facts, we, the undersigned *Hospitality* General Managers responsible for hundreds of jobs, support the project's approval as swiftly as possible.

The Developer has made round after round of concessions and the current project as submitted for approval now has the right balance of residential and other uses. In the history of Napa County there has never been as exhaustive a study of the facts.

Simply, the Developer has committed (on their dime) to clean-up decades of heavy industrial use and the associated environmental impacts. Who else is going to do that? **We are convinced that this Developer has both the capacity and commitment to do the right thing for this County!** As strong advocates for a prosperous and sustainable future for Napa County, we believe that it is in this County's best interest to clean-up and re-purpose this site into something viable; a new neighborhood that delivers on jobs, on housing types not currently available in the County, on needed tax dollars...as well as what amounts to the first impression our guests realize as they enter this Valley.

Further, the re-purposing of this existing site (as now proposed with lesser density, with Costco and with a potential school site) into a new neighborhood, located within a four mile radius of thousands of jobs and that is capable of housing previously un-served working members of our County more closely to their jobs, is highly desirable. This Developer's commitment to support 20% of the housing units at a more affordable qualifying income level is unmatched and a huge need for this County on many levels.

Additionally, this site and its accompanying zoning does not adversely affect any AG land.

Finally, Napa Pipe provides housing for projected job growth demands in the decades to come. *(Historically, from 35-50% of our employees commute from outside of the County. And, the projections for job growth within the wine industry/hospitality sector alone, and the subsequent tax dollars generated, in the decade ahead are significant.)* In this regard, we strongly support this Developer's commitment to delivering housing to a much broader segment of the work force than currently exists. The Developer's *Napa First* commitment to working members of the County in respect to housing ownership at Napa Pipe is a great idea.

In conclusion, we fully support this project and a rapid approval process going forward. It is time!

Respectfully,

Michael Palmer for Meritage:

Shawn Milburn for Marriott:

Reynaldo Zertuche for Embassy Suites:

STATE OF CALIFORNIA — BUSINESS, TRANSPORTATION AND HOUSING AGENCY

EDMUND G. BROWN, Jr., Governor

DEPARTMENT OF TRANSPORTATION

111 GRAND AVENUE
P. O. BOX 23660
OAKLAND, CA 94623-0660
PHONE (510) 622-5491
FAX (510) 286-5559
TTY 711



*Flex your power!
Be energy efficient!*

September 26, 2012

NAP221027
NAP-221-1.149
SCH# 2008122111

Mr. Sean Trippi
Napa County Planning Department
County of Napa
1195 Third Street, Suite 210
Napa, CA 94559

Dear Mr. Trippi:

NAPA PIPE PROJECT – REVISED PROPOSAL

Thank you for continuing to include the California Department of Transportation (Caltrans) in the environmental review process for the Napa Pipe project (Project). The following comments are based on the project's Revised Proposal which will be presented to the County of Napa's (County) Planning Commission on October 3, 2012.

Subsequent to the County's Planning Commission (Commission) meeting on May 2, 2012 in which the Commission adopted resolutions recommending the Board of Supervisors certify the Project's Final Environmental Impact Report, the applicant revised the Project proposal. The change to the scope of the revised proposal is significant enough to warrant a revision and update to the Draft Environmental Impact Report (DEIR) in terms of the Project Description, Cumulative Impacts, and Traffic Impacts. New to the Project proposal is a 154,000 square foot Costco store with a gas station. It is imperative the Traffic Impact Study (TIS) be updated to reflect the addition of the Costco store with a gas station and its impact to State Routes (SRs) 12, 29, and 221. We understand your stance that the project has been reduced in size, however, the reduction in size is in relation to the number of housing units. The addition of a Costco store and gas station has impacts particular to its use that have not been addressed and must be analyzed for its impacts to the state highway system. Feasible mitigation measures to reduce these impacts to a less than significant level must also be addressed.

As requested previously:

1. Please provide a copy of the Construction Management Plan for the Department to review. The document should include measures that provide for the capability to monitor and control construction impacts to SR 12, 29, and 221.

Mr. Sean Trippi/County of Napa

September 26, 2012

Page 2

2. The project's Transportation Demand Management program manager will need to coordinate with the Department on the proposed mitigation measures concerning intersections and highway segments along SRs 12, 29, and 221.

Please provide us one hard copy and one CD of the revised DEIR including the updated TIS and technical appendices as soon as they are available.

Please feel free to call or email Sandra Finegan at (510) 622-1644 or sandra.finegan@dot.ca.gov with any questions regarding this letter.

Sincerely,



ERIK ALM, AICP
District Branch Chief
Local Development – Intergovernmental Review

c: State Clearinghouse

COMMENT LETTER # CON1



CITY of NAPA

RECEIVED

MAY 24 2012

**NAPA CO. CONSERVATION
DEVELOPMENT & PLANNING DEPT.**

CITY MANAGER
955 School Street
Mailing Address:
P.O. Box 660
Napa, California 94559-0660
(707) 257-9501
FAX (707) 257-9534

May 24, 2012

Honorable Members of the Board of Supervisors
of the County of Napa
1195 Third Street, Suite 310
Napa, CA 94559

Mr. Sean Trippi
Napa County Department of Conservation, Development and Planning
1195 Third Street, Suite 210
Napa, CA 94559

Re: Napa Pipe Project
Application No. P07-00230

Dear Board Members and Mr. Trippi,

The City of Napa remains opposed to the development proposals for the Napa Pipe site being presented to the Board on June 11 and June 13, 2012. Over the past several years, the City has consistently documented and communicated its serious concerns regarding the deficiencies in the planning and environmental review processes for this project. While the City recognizes some efforts to address some of these previously documented deficiencies, most of the significant past problems remain. In addition to these past deficiencies, the project description continues to be substantially modified in a manner that creates new problems and precludes proper environmental analysis or meaningful public input. As a result, the Project's environmental review still fails to meet the most basic legal standards, and the Project itself proposes the establishment of poor public policies that, if approved, would burden residents and businesses of the City and County for years to come.

We urge the Board and County Staff to look beyond the narrow range of options that have been considered for this important planning area to date, and to reconsider the question of the most appropriate uses of the Napa Pipe property. Significant land use planning decisions, such as general plan designations and zoning for an area as important as the Napa Pipe site, should be considered in a collaborative process that includes all potentially-affected stakeholders. By designating the site as a "Study Area," the County signaled to the community that it would undertake just such a process, to "study" potential uses for the site. Instead, however, the developer's proposal has been the focus of the County's process and the options to the developer plan have consisted of variations on the developer's original proposal. We reiterate, the City fully supports the reasonable and thoughtful re-development and re-use of the Napa Pipe property, and we support the County in its efforts to meet its housing obligation. To those ends, we would welcome the opportunity to participate in a truly collaborative planning process that will consider input from all affected stakeholders. At this time, however, for the reasons set forth below, we remain unable to support the existing proposals.

CON1-1

I. SUMMARY OF PROJECT REVIEW TO DATE

Nearly four years ago, the City demonstrated in detail the infeasibility of the original Napa Pipe Project proposal, and the errors in policy judgment it represented, through a series of detailed technical studies, a market assessment, and a subsequent and comprehensive feasibility analysis of the Project.¹ Despite this demonstration, and the ensuing erosion of the project's feasibility as a result of the recession, the Project developer, Napa Redevelopment Partners, and the County pushed forward with the developer's original proposal.

On February 2, 2010, after the County published its first Draft Environmental Impact Report for the Project (the "Draft EIR"), the City provided to the County extensive comments on the Draft EIR identifying numerous flaws in the assumptions and methodologies used in the Draft EIR. At that time, the City also reiterated the numerous policy reasons why the proposal was not appropriate for that site.

The City was not alone in its concern. Extensive public comments were submitted on the Draft EIR, including significant concerns raised by nearly every public agency in the County that could be affected by the Project, and the County and the developer produced a second, modified Project, purportedly intended to address the concerns raised by the City and others in their comments on the Draft EIR. This second Project was the subject of a "Supplement to the Draft Environmental Impact Report" (referred to herein as the "Supplemental EIR").

Unfortunately, the second Project described in the Supplemental EIR did not appear to reflect a serious effort to consider or address the numerous concerns about the first Project raised by the City and other commenters on the Draft EIR. Moreover, the second Project and associated Supplemental EIR failed to remedy the numerous defects in the environmental analysis in the Draft EIR. Consequently, on May 2, 2011, the City submitted a second comment letter on the second Project and Supplemental EIR. There, the City detailed the continuing problems in the environmental review, explained why the second Project did not adequately address the policy concerns raised by the first Project, and identified many new environmental and policy concerns inherent in the second Project and the Supplemental EIR.

With the release of the Final EIR on February 10, 2012, County Staff is now recommending that the Board approve yet another different development proposal for the site. This third Project proposal, referred to as the "Staff Recommendation," is not endorsed by the developer, has not been subject to adequate environmental review, and has not been the subject of any public review or comment.

To further complicate matters, the developer has further modified its own Project proposal by reducing the number of residential units and altering the ratio of non-housing uses and housing uses. This fourth Project proposal, while substantially similar to the second proposal evaluated in the Supplemental EIR, has not been subject to any public review or comment and would appear to be even less feasible, from an infrastructure cost and marketing perspective, than the original Project proposal.

¹ See "Summary of Due Diligence Findings for Joint City County Housing Solution, December 10, 2008," available for review at the City of Napa Community Development Department, 1600 First Street, Napa.

CON1-2

Now, County Staff has added a fifth version of the project, the Housing Element Alternative, a form of which was described in the original Draft EIR, and is recommending that the Board choose from a 'short list' of three of the five different project proposals (the Staff Recommendation, the developer's modified proposal, and the Housing Element Alternative). In its staff report to the Planning Commission, County Staff suggested that the Final EIR will support the Board's selection of any of these three options. This is simply not correct; to the contrary, and as explained below, the Final EIR raises many new unaddressed issues that must be resolved to meet the requirements of CEQA.

**CON1-2
cont.**

II. CURRENT POSTURE OF ENVIRONMENTAL REVIEW AND APPLICATION PROCESS

We understand that, on June 11 and June 13, County Planning Staff will present to the Board for the Board's consideration, three different development proposals for the Napa Pipe site. They are:

- The developer's current proposal, referred to herein as the "Developer's Proposal," which is based on the project evaluated in the Supplemental EIR published in February 2011, and about which the City and numerous other public agencies, non-governmental organizations and interested members of the public provided extensive comments;
- A new development proposal prepared by County Planning Staff, referred to herein as the "Staff Recommendation," first disclosed by the County in February of this year, which has not been the subject of any public review or comment; and
- A "Housing Element Alternative," which appears to be a modified version of one of the project alternatives described in the first Draft EIR published in October 2009.

CON1-3

The City remains willing to work with the County to develop a reasonable alternative to these proposals, perhaps similar to the "Housing Element Alternative," that would allow the County to satisfy its Regional Housing Needs Allocation requirement. Unfortunately, as the extensive public outcry and comments on the Draft and Supplemental Draft EIRs have shown, and as we explain further herein, the current environmental review for the various iterations of the project to date remains inadequate and cannot support the Board's approval of any of these proposals.

A. The Final EIR is Not Adequate to Support the Approval of Any of the Development Proposals Currently Before the Board.

Since 2009, the City has devoted significant time and resources to its review of the environmental documentation and its preparation of comments on the various development proposals. Notably, the City's interest in and concerns about the various development proposals are shared by a broad range of public agencies and private organizations and individuals. The broad public concern over the development proposals evaluated to date is reflected in the fact that nearly 100 written comment letters from public and private organizations and individuals were submitted to the County, generating nearly 1,700 pages of comments and responses in the Final EIR.

CON1-4

We recognize the magnitude of effort necessary to provide meaningful responses, consistent with CEQA requirements, to these many comments. Regrettably, however, it does not appear that the County has made a good faith effort to satisfy CEQA requirements in this regard. Rather, the County's approach to addressing the multitude of concerns by these comments appears to have been two-fold: (i) provide a cursory response to most comments simply asserting that the County has complied with CEQA; and (ii) produce a new, smaller development proposal that appears intended to avoid many of the potential impacts of the developer's original development proposals, thereby purporting to moot many of the comments.

**CON1-4
cont.**

Unfortunately, the County's approach further undermines its already flawed CEQA process, leaving the Final EIR inadequate as a response to public comments and insufficient to support the County's approval of any of the current proposals. From the outset of this process, the County's and the developer's response to public concerns about the project has been to close ranks and modify the development proposals, rather than to make any genuine effort to open the planning process or provide meaningful responses to public comments. As a result of this process, the Board is now being asked to choose between multiple, inchoate project proposals whose feasibility is highly questionable, based on an EIR that is wholly inadequate.

1. The Final EIR Does Not Adequately Respond to Public Comments on the Draft and Supplement to the Draft EIRs.

The County has an obligation to provide a reasoned, good-faith analysis in response to all comments on the EIR that raise significant issues about the project's potential environmental impacts and recommended mitigation measures. This obligation is heightened when the commenters are other public agencies or experts.

CON1-5

The County's Final EIR fails to meet this obligation. The City submitted countless comments raising questions and concerns about potential project impacts and the feasibility and effectiveness of recommended mitigation measures, to which the County declined to provide any substantive response. Instead, the County seems content to assert that it has complied with CEQA, and so no further response is necessary.

For example, from the time the developer submitted its first development proposal for the Napa Pipe site, the City has questioned the feasibility of the mitigation proposed to address the project impacts. There is substantial evidence in the record of the County's planning and application process that many proposed mitigation measures may not be feasible. Rather than provide a "reasoned, good-faith analysis" in response to these comments, however, the County simply stated, "[a] project's ability to finance public improvements and mitigation measures is not typically addressed in a Draft EIR," and, without explanation, "the mitigation measures . . . are deemed to be generally feasible by the County." This is not an adequate response to such an important question, either as a legal matter under the applicable CEQA standards, or as a matter of policy when considering a development proposal of this magnitude.

CON1-6

Similarly, the City has repeatedly noted that the traffic analyses in the various environmental documents appear to assume that certain roadway improvements will be completed, even though these improvements are not included in any Project Description or mitigation measures. The assumption that these improvements will be completed improperly distorts the environmental "baseline" for the traffic analyses in the various EIR documents,

CON1-7

rendering the traffic analyses inadequate. In response to the City's comments on this problem, however, the County notes that, pursuant to CEQA requirements, "[d]escriptions of project features must be implemented, even if those features are not implemented as mitigation measures." This, of course, does not address the City's point: the improvements are not described in either the Project Description or any mitigation measures. Consequently, the County will have no mechanism available to it to ensure the construction of these improvements, and there is no substantial evidence in the record to support a finding that the relevant impacts will be mitigated.

**CON1-7
cont.**

As a final example, the City also pointed out that the various EIRs do not acknowledge that, since the publication of the original Draft EIR, Caltrans has made significant changes to its designs for improvements to the proposed Soscol Flyover Improvement project, which changes will drastically alter the function of the State Route 12-29/State Route 221/Soscol Ferry Road intersection. As the City noted in its comments, these changes will remove five of the current twelve traffic movements from this intersection, and have the potential to affect other intersections in the traffic study area for the project. In response to the City's comment, however, the County simply notes that because these changes were not known at the time the traffic analysis was initiated for the 2009 Draft EIR, the County is not required to update its traffic analysis. This response places expediency in completing the application process over the public interest in ensuring that a complete and thorough environmental review is completed for the project. Moreover, this response is contrary to the CEQA requirements. While CEQA standards normally allow for environmental analyses to be based on known, existing conditions at the time of publication of a Notice of Preparation for a project, this rule assumes that a project's environmental analysis will be completed within a reasonable period of time, normally less than one year. It is contrary to both the letter and spirit of CEQA requirements to assert that a lead agency is not required to update a project's environmental analyses based on changed circumstances or conditions when the environmental review processes has extended for more than four years. It is simply irresponsible for the County to rely on the NOP date to claim that it need not update the environmental analyses for this critical infrastructure, given the significant and substantial changes in circumstances since this project was initially proposed, and given that the NOP was published more than four years ago.

CON1-8

These are only a few examples of the problems with the County's responses to comments in the Final EIR. By themselves, these problems render the complete EIR inadequate to support County action on any of the instant development proposals. In addition, however, many of the defects in the Draft and Supplemental EIRs identified earlier by the City and other commenters remain unaddressed.

2. The Final EIR Fails to Correct Defects in the Draft EIR and Supplement to the Draft EIR.

In its earlier comments on the Draft and Supplement EIRs, the City identified numerous defects in the environmental review for the project. Many of these defects remain unaddressed. We will not duplicate all of our earlier comments here, but the following are examples of the lingering problems with the current environmental document.

CON1-9

i. **Project Description**

CON1-10

The introduction of yet another "project proposal," in the form of the Staff Recommendation, simply exacerbates the problems that plagued the Draft and Supplemental EIRs. The incomplete and shifting project description does not meet CEQA standards and does not permit the necessary and required level of environmental analysis.

**CON1-10
cont.**

ii. Inadequate Traffic Analysis

The traffic analysis in the Draft and Supplemental EIRs is flawed because, among other things, it relies upon unrealistically low trip generation rates, an improper 'baseline' for determining the significance of the Project's potential impacts, unsubstantiated trip distribution projections, and mitigation measures that are infeasible or that remain unfunded.

CON1-11

The trip generation assumptions used for this project were developed based upon much smaller projects of a dissimilar nature. No "standard" trip generation rates are published for a development of this size.

CON1-12

The EIR has been modified during the review process to reduce or eliminate the potential benefits of traffic mitigation measures by replacing identified traffic and circulation improvements with a financial contribution by the developer to such improvements. However, there is no discussion or indication in the EIR of who will build the improvements, or when they will be built. As a result, there is no assurance that the traffic impacts of the project will be effectively mitigated.

CON1-13

Under any possible scenario, the project will add over 20,000 additional trips to the local traffic circulation system. The Napa Pipe site is completely isolated from virtually all urban services including shopping, schools and most employment, making it necessary to drive to obtain all of these services. This will result in increased congestion and traffic delays, especially if the required mitigation is not constructed, and could impair the City's ability to place new housing on in-fill sites.

CON1-14

Moreover, as the City has documented in its previous comment letters, many mitigation measures of Napa Pipe traffic impacts are not feasible based on a lack of funding or a lack of available rights-of-way. Thus, the project would consume capacity on roadways that the City has carefully planned, as a part of the City's circulation element, to serve residents and businesses within the City limits. In other words, traffic from the Napa Pipe project would jeopardize the feasibility of other legitimately planned, infill projects within the City limits, particularly those in the Soscol Gateway planning area (such as the Gasser Master Plan).

CON1-15

iii. Inadequate Water Supply and Service Analysis

Neither the various project proposals nor the EIR present a feasible option for providing potable water service to the site. All of the options that have been presented are incomplete, all have serious and potentially fatal flaws, and none of the agencies and organizations needed to implement the options, including the City, have been consulted about these proposals. As a result, there is no clear description of this element of the project, and the EIR still cannot and does not adequately evaluate the potential impacts of bringing water service to the project site, both in terms of identifying the supplies or evaluating the potential impacts of constructing the required infrastructure to serve the site.

CON1-16

iv. Inadequate Wastewater Conveyance and Treatment Analysis.

CON1-17

Similarly, the EIR still does not adequately evaluate the feasibility or the potential impacts of expanding the Napa Sanitation District wastewater treatment facilities or constructing the wastewater conveyance facilities needed to serve the site.

**CON1-17
cont.**

v. Infeasible Mitigation Measures.

As discussed further below, the County and developers have not yet offered any current, feasible financing plan or other evidence demonstrating that the infrastructure improvements needed to serve the project and mitigation measures needed to mitigate the project's environmental impacts can be implemented.

CON1-18

B. The "Staff Recommendation" and "Supplemental Environmental Analysis"

The Staff Recommendation appears to be based on certain aspects of the Mid-Range Density Alternative and the City Water Alternative, both of which were first developed in the original Draft EIR. Because this new proposal has not been the subject of any environmental review to date, the County also prepared a Supplemental Environmental Analysis (SEA), which County Staff asserts will allow for consideration and adoption of the Staff Recommendation without revising or recirculating the Draft and Supplemental EIRs.

CON1-19

This is simply incorrect. The Staff Recommendation drastically alters the scope and mix of uses of the development proposed for the project site. Moreover, the SEA does not adequately evaluate the potential impacts from implementation of the Staff Recommendation.² Finally, the SEA further complicates the entire EIR for the development proposal, making it even more difficult for the public to review and evaluate the potential impacts of the project. As a result, the Board cannot properly approve the Staff Recommendation based on the SEA.

1. The Staff Recommendation is a New Project.

The Draft and Supplemental EIRs purport to provide "project-level" environmental review for the proposed development of the Napa Pipe site. As we have already explained, those documents do not describe the project with a sufficiently-detailed level of specificity to permit project-level review. Like these earlier documents, and as explained further below, the SEA also lacks the specificity required for a project-level EIR analysis.

CON1-20

The Staff Recommendation represents a fundamental change in the nature of the Napa Pipe project. The proposals described in the Draft and Supplemental EIRs were predominantly residential projects, with some commercial, office, light industrial and recreational uses. The Staff Recommendation is just the opposite: a predominantly light industrial project with a smaller residential component. The Staff Recommendation would substantially reduce the number of

CON1-21

² County Staff's preparation of the SEA for the Staff Recommendation confirms that the alternatives analysis in the Draft and Supplemental EIRs does not adequately analyze the potential environmental impacts from that proposal to support Board approval of that proposal. It is well established that the level of analysis required to support a lead agency's project approval is more rigorous and detailed than the level of analysis required for alternatives to that project, and the analysis of alternatives in the Draft and Supplemental EIRs is not sufficient to support the County's approval of any of the alternatives described there, much less a hybrid of alternatives that has not been subject to any public review and comment.

residential units on the site, from 2,580 to 700, with a maximum of 945 if the developer secured the maximum number of density bonus units. The Staff Recommendation would also correspondingly increase the level of light industrial development on the site, from the developer's original proposal of approximately 140,000 square feet to 550,000 square feet.

**CON1-21
cont.**

These fundamental changes in the project have potentially extensive implications for environmental impacts. CEQA Guidelines Section 15088.5 does not require a lead agency to recirculate an EIR when new information "merely clarifies or amplifies or makes insignificant modifications to an adequate EIR." However, the Staff Recommendation goes far beyond simply 'amplifying' or clarifying' the Draft and Supplemental EIRs; it describes an entirely new project that must be subject to public review and comment.

This change in the land use composition raises many new questions regarding the development proposed by the Staff Recommendation, questions that are not answered by the description of the Staff Recommendation or the SEA. For example,

- Under the original proposal, the 63-acres covered by the Staff Recommendation would have been subject to four different zoning designation: (i) Mixed Use Residential (MUR); (ii) Mixed Use Residential Waterfront (MUR-W); (iii) Industrial Business Park (IBP); and (iv) Industrial Business Park Waterfront (IBP-W). Under the Staff Recommendation, two of these zoning designations have been eliminated. As a result, areas that would be zoned MUR under the developer's proposal, and that were evaluated as MUR in the Draft and Supplemental EIRs, would be zoned MUR-W under the Staff Recommendation, and areas that would be zoned IBP under the developer's proposal would be zoned IBP-W under the Staff Recommendation. The SEA provides no explanation as to how these changes in zoning designations affect the number and types of permitted uses on the affected areas.
- Although the SEA states that, under the Staff Recommendation, the 91 acres of the property east of the railroad tracks would retain its current Industrial zoning designation, and acknowledges that this zoning designation allow more than 550,000 square feet of development, the County assumes, for purposes of the environmental analysis in the SEA, that only 550,000 square feet of development will occur in this area. The SEA does not indicate how much more than 550,000 square feet of light industrial uses could be developed under the applicable zoning, nor does it consider the potential environmental effects of this additional, permitted development.
- The SEA and County Staff appear to be relying on a future development agreement with the developer to, among other things, limit future industrial to 550,000 square feet. However, the SEA suggests that such a development agreement would be prepared "following the rezoning" for the project. The County cannot legally compel the developer to enter into a development agreement, either before or after the rezoning. However, the time to secure a development agreement is before the County has approved the General Plan amendment and rezoning, the most important discretionary approvals for the project.

CON1-22

CON1-23

CON1-24

- The current Industrial zoning on the 91-acre parcel would also allow for broader types of “industry” to occur, yet the County assumed for purposes of the SEA that such uses would be limited to “warehousing, distribution, office, R&D and/or light industry.” There is no discussion or explanation of how the County would limit the uses in this area to the listed ‘light’ industrial uses, rather than the currently-permitted ‘heavy’ industrial uses. Nor does the SEA make any attempt to (i) identify what other uses might be allowed under this designation, (ii) evaluate the potential impacts of such other uses, or (iii) consider or identify limitations or mitigation measures that might reduce or avoid the inevitable impacts from this industrial development (which would undoubtedly contribute to the numerous significant and unavoidable impacts that County Staff acknowledges would result from implementation of the Staff Recommendation).
- The Draft and Supplemental EIRs assumed that the 19-acre “Study Area” would not be immediately subject to new development, but the Staff Recommendation would permit industrial development on this site. However, the SEA does not appear to consider the additional potential impacts from development on these 19 acres.

CON1-25

CON1-26

In summary, the Staff Recommendation proposes a fundamentally different project from the one analyzed in the previous EIRs. This change, together with all the attendant questions it raises, leads to a project that is not defined at a sufficient level of detail for a project-level EIR analysis.

CON1-27

2. The Supplemental Environmental Analysis is Incomplete and Inadequate.

County Staff relies heavily on the similarities between the projects considered in the Draft and Supplemental EIRs and the Staff Recommendation to conclude that the Staff Recommendation has been adequately evaluated to allow for consideration and approval by the Board. Unfortunately, however, Staff’s reliance is misplaced, because the substantial differences between the earlier proposals and the Staff Recommendation fatally undermine the environmental impact analysis in the SEA.

CON1-28

The most significant difference is the increased amount of industrial development that would be permitted under the Staff Recommendation. It is expected that such development would lead to an increased amount of heavy-duty truck traffic, particularly if warehousing is one of the primary industrial land uses. This heavy-duty truck traffic, along with substantial numbers of smaller trucks, can be expected to affect traffic flow on adjacent roads and intersections, potentially requiring improvements that specifically accommodate this traffic, such as additional turning lane storage and provisions for STAA truck turning movements.

Based on available traffic studies and addenda provided for the project, the potential increases in truck traffic were not taken into consideration. This is a serious omission from the impact analysis, as it affects many related environmental issue areas. Increased truck movements will add to potential air quality, noise and vibration impacts that are also associated with industrial development. Increasing levels of truck traffic on local streets that will provide the primary access to the Napa Pipe project will further isolate and impact the proposed residential development.

CON1-29

The SEA suggests that the overall environmental effect of the proposed increase in industrial development is benign, but it provides no evidence in support of this notion. The City believes that the increased industrial development on the site would have a range of other potentially significant impacts, none of which is addressed in the SEA:

CON1-30

- Wastewater generation rates are different for residential development and industrial development. There is no indication that the SEA accounts for wastewater generated from the increased level of industrial uses in determining whether the Napa Sanitation District possess sufficient facilities and treatment capacity to serve the development proposed by the Staff Recommendation.
- Increased industrial development would be expected to lead to different types and levels of air pollutant emissions than the emissions expected from the residential uses described in the Draft and Supplemental EIRs. There is no indication that the SEA considered these differences in emissions in evaluating the potential air quality impacts of the Staff Recommendation.
- Industrial uses place different and unique burdens on firefighting and public health and safety services than do residential uses. As one example, specific types of equipment can be required to respond to industrial emergencies, as opposed to residential emergencies. The SEA does not consider or attempt to address the potential effects of this increased level of industrial development on the provision of firefighting and emergency services.
- Unlike the proposals described in the Draft and Supplemental EIRs, the Staff Recommendation would not require the developer to add fill to the industrial area, except for on certain roads needed to access the western portion of the site. The SEA does not consider or discuss the potential effects of not raising the eastern portion of the site on storm drainage facilities, site drainage, or flooding.

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CON1-32

CON1-33

CON1-34

C. The Environmental Review Process Has Not Met CEQA Standards

To date, the County has produced nearly a dozen volumes of material as part of its environmental review for this project. These include the four volume Draft EIR (Vols. 1, 2, 3A and 3B), an Errata to the Draft EIR, the two volume Supplemental EIR, the two volume Final EIR, and the Supplemental Environmental Analysis and its associated attachments and reports.

To make matters worse, in order to understand the analyses in these documents, the reader is often referred to the two volume Comprehensive Development Application, and its four appendices (Appendices A-1, A-2, A-3, and B), which the reader is informed are available on the County's website. The environmental information for this project is therefore scattered over at least ten to twelve documents, and there is no one place a reviewer can go for a coordinated and coherent presentation of the proposed project, its potential impacts, and the recommended mitigation measures. This presentation is entirely inconsistent with one of the fundamental intents of CEQA, as set forth in Public Resources Code Section 21003(b): "Documents prepared pursuant to this division be organized and written in a manner that will be meaningful and useful to decision makers and to the public."

CON1-35

Assuming the various EIR documents can be properly organized and written, a multitude of technical issues must also be addressed in accordance with the requirements of CEQA. Over the nearly four-year review process for the project, the City has consistently provided detailed information to the County regarding important environmental issues that are of critical importance, not just to the City of Napa, but to the residents of Napa County as a whole, including groundwater use policy, traffic at commonly-traveled intersections, and increased public costs in a fiscally-impacted environment.

CON1-35
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The City therefore reiterates its earlier request that the County postpone any action on the various development proposals and prepare and recirculate a single, comprehensive environmental impact report that contains a clear and coherent project description, a consistent and comprehensive environmental impact analysis based on a proper environmental baseline, and that clearly compares and contrasts that project description with a reasonable range of alternatives. Only by 'returning to the drawing board' in this manner can the County fulfill its obligations to the public to foster meaningful and informed public participation in this process.

III. THE PROPOSED PROJECTS DO NOT PROMOTE SOUND PUBLIC POLICY

CON1-36

Beyond the defects in the County's environmental review process, there are sound, fundamental policy reasons for reconsidering all of the current development proposals for the Napa Pipe site.

A. Groundwater Policy

The City remains extremely concerned with the County's about-face on groundwater policy to accommodate this project. The developer's original proposal, described in the original Draft EIR, called for the project to rely on groundwater as its sole water supply. In response to the substantial public outcry, the Supplemental EIR unveiled a new proposal, to import surface water supplies from Mill Creek in Tehama County. In their comments on the Supplemental EIR, the City and various other public agencies, including the State Department of Water Resources, raised numerous questions and concerns about the plan to import surface water supplies, including:

- Questions regarding the volume of water available for transfer from Mill Creek.
- Challenges to implementing permanent surface water transfers of agricultural water through the environmentally sensitive Delta.
- Challenges to executing water contracts with multiple State and local agencies.
- Additional environmental review required to implement the proposed water transfer.

CON1-37

County Staff and Planning Commission have now recommended that the Board approve the developer's original proposal to allow the project to use 100% groundwater. Allowing the use of groundwater to serve the project would reverse the long standing County policy against using groundwater as a primary source for new urban development. The County reconciles this "free pass" for Napa Pipe by suggesting that the project site is already urbanized and has historically used

groundwater. The City is perplexed with the determination that converting a currently-unused industrial site into a community that is the size, scale and density of the developer's proposal, or the Staff Recommendation, is not urbanization. While the project site has relied on groundwater in the past, the proposals the Board is considering would double or quadruple the site's highest historical water demands.

CON1-37
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In cooperation with the County, the City of Napa has voluntarily operated its water system consistent with the County's policy against using groundwater for new urban development. The City has conformed to County policy because it agrees that this policy provides important protection of valuable groundwater resources. However, the City's cooperation in this regard has come at significant expense to the City's rate payers – \$5M or 20% of water rates are spent annually to import supplies from the State Water Project. A change to County policy would send a signal to the City of Napa and other municipalities that the County is not serious about groundwater protection, and no longer intends to honor its earlier commitments to protect groundwater. Implementing an effective groundwater protection policy in the County requires the cooperation of ALL the affected public agencies; such a policy cannot be effective when one agency subverts the policy for its own interests (or worse, for private development interests). If the County amends its General Plan to permit groundwater use for a project like the Napa Pipe proposals, it would send a message to all the municipalities in the County that it is acceptable to consider groundwater as a primary source. The implications of this have not been adequately documented or mitigated in the EIR nor have the political and policy implications been considered. If the County is serious about protecting groundwater resources for agricultural uses and emergency supplies, it should reject the proposed General Plan amendment that would permit the project to rely on groundwater as its primary water supply source.

CON1-38

All of the development proposals being presented to the Board rely, to some extent, upon City participation in delivering water service to the project. The EIR and supporting materials suggest, without explanation, that the City is willing and/or able to serve as the water supplier for the project, or to non-City water supplies to the project site. There is no basis in the record to support this suggestion, because this determination was reached without any discussion with the City.

CON1-39

If the City were to consider providing water to a development project on the subject property, it would do so as part of a collaborative land use planning process, wherein the right type of development for Napa's citizens occurred. The Napa Pipe site falls outside of the City's existing service boundary and has not been included in the City's Water Master Plan as a potential service area. To adjust its plan to serve the site, the City would need to submit a proposal to the Local Agency Formation Commission (LAFCO) expand its sphere of influence to include the site, and obtain LAFCO's approval to extend municipal services to the site. The City would also need to identify a source of water supplies available to serve the site. The Napa Pipe developer has not approached the City to discuss this process. Instead, it appears that the developer's approach is to secure its development approvals – getting the General Plan change and the zoning change on the property - and then approach the City with development rights in hand, thereby forcing the City to choose between providing City water or having the developer (with the County's cooperation) resort to groundwater to serve the project. The County must not abandon its responsibility to implement and promote responsible groundwater policy by approving development on the property without ensuring that its groundwater policy will be respected. And it is simply inappropriate for the County to push its responsibility on the City by approving new development,

CON1-40

then telling the developer that 'if the City won't provide water service, we will let you use groundwater.' This pattern has been repeated time and again in countless jurisdictions throughout California resulting in uncontrolled growth and poor water policy.

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Again, the City remains willing to participate in a collaborative land use planning process with the County, a process that would necessarily include evaluating reasonable options for providing water service to the site.

CON1-41

B. Fiscal Policy and Economic Feasibility

The City first raised concerns about the Project's economic viability in 2008, when concerns were demonstrated in the "Summary of Due Diligence Findings for Joint City County Housing Solution, December 10, 2008". There, the City's financial analyst concluded that the economic feasibility of the Project, as originally proposed, was "highly questionable." Since that time, however, neither the County nor the developer have provided any real substantial analysis of the Project's ability to fund the required mitigation measures for the Project's impacts.

The new Staff Recommendation exacerbates these concerns, raising even more questions as to the project's feasibility. The early determinations that the Project may not be feasible were based on "the significant infrastructure burden, high construction costs for the types of construction proposed, proposed effective tax rate for end users, and estimated sales prices of the housing units." While the cost components of the Project have remained largely unchanged over time (i.e., the extent of public infrastructure and facilities proposed and needed to serve the Project remain about the same), the Project's primary revenue-generating component, residential housing sales, has shrunk dramatically, from an initial proposal to construct approximately 3,100 residential units, to the current Staff Recommendation of less than 1,000 units. If the economic feasibility of a Project that proposed 3,100 units is "highly questionable," then it seems extremely unlikely that a 700 to 900 unit Project could be feasible.

CON1-42

In addition, the timing of funds generated by the various development proposals raises serious questions about the project's ability to timely and effectively mitigate its impacts before or as they occur. A significant portion of impact fees from development on the overall property will be generated by industrial development, which may not be collected for many years, after the residential portions have been developed. If collection of these fees is delayed, there will not be sufficient funding for the timely construction of critical transportation improvements and other mitigation facilities.

CON1-43

C. Housing Policy

One of the primary objectives of the County for this project has been the need to meet its long-term, State-mandated housing obligations. The City has offered on numerous occasions, dating back to 2008 (Due Diligence Analysis), to cooperate with the County in exploring solutions wherein the City could absorb most of the County's long term housing obligations. Even though the City has determined that it could absorb most of the County's housing obligations, the County has, to date, rejected such an option. While the County's consideration of the Napa Redevelopment Partners' proposal may have made sense when the County's RHNA obligation approached 750 residential units per cycle, the latest ABAG numbers indicate the County's obligation will be approximately 189 units over a seven year period, much of which falls in the moderate and above-

CON1-44

moderate income categories and therefore can be accommodated through new 'second units' elsewhere in the County. Given this vastly reduced obligation, and given the City's willingness to absorb some of the County's RHNA obligation, the County simply can no longer justify any of the Napa Pipe development proposals based on its State-mandated housing obligations.

**CON1-44
cont.**

D. Land Use Policy

The current development proposals raise serious environmental and land use issues that are not in the long term economic health and best interest of the community. The project proposes new residential dwellings (up to seven stories in height) for a future community of up to 6,000 new residents outside of the City's voter approved urban limit line and over 2 miles from the City core services and amenities. Proper planning for sustainable development requires greater consideration for developing in-fill sites, not creating remote new communities. The City has ample in-fill sites to accommodate both the City's and the County's housing needs in the foreseeable future, so that rejecting the Napa Pipe project will not create pressure to develop agricultural lands or more rural areas such as Angwin.

New residential development should be located in proper locations near existing services, not surrounded on three sides by industrial parks. The City of Napa has undertaken lengthy, community-based planning processes to identify in-fill locations for residential, hospitality and retail land uses that would not create a new oasis of development surrounded by an industrial park. In developing the City's General Plan, the City has assumed that the County would continue to promote and support city-centered growth. Numerous projects have been planned in the City (over 850 residential units in the Soscol Corridor alone) that would utilize remaining capacity for available services, including roadways. Building a new community on our border that would exhaust this remaining capacity undercuts the City's carefully thought-out growth plans.

CON1-45

The City has planned for its growth in its General Plan, Capital Improvement Program, Downtown Specific Plan, and two proposed Priority Development Area applications, all of which balance new infill development with the needed infrastructure. By contrast, the profit-driven designs of the Napa Pipe development would place substantial infrastructure and service burdens on the City which could negatively impact future in-fill development Downtown and along the Soscol Corridor.

Significant new housing on the Napa Pipe site would violate the sound and accepted principle of city centered growth. The Rural Urban Limit Line (RUL) is what has kept the cities in the County from spilling into open space and agricultural areas since the 1970s. It is the concept of city centered growth that has focused urban residential development into cities where urban services exist. This preserves commercial, manufacturing and industrial sites, in areas like Napa Pipe, to provide local jobs and provide economic balance.

CON1-46

The City's RUL and the County's adopted policy supporting city centered growth have served us well and are entitled to continued respect. To set these policies aside and support a new community on the fringe of an existing city would replicate practices that have damaged the quality of life in countless communities in Southern California and much of the Bay Area.

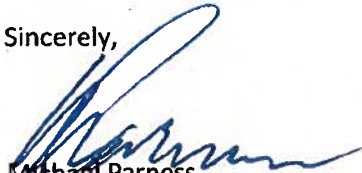
IV. CONCLUSION

The redevelopment of the Napa Pipe site is too important to the future generations of Napa residents to proceed on assumptions and factors that are no longer pertinent. The City is not opposed to all redevelopment of the Napa Pipe site; but it cannot support the current proposals.

Because the Napa Pipe site (currently in the unincorporated County) is surrounded on three sides by the City, it is appropriate to plan for its development as a part of a future annexation into the City of Napa. Accordingly, any development proposal for the site should be the result of a true collaborative process that includes the City, County, Developer, and members of stakeholder groups throughout the community. There is a "right mix" of uses for the site that are financially viable, and can fund the mitigation measures caused by the impact of new development. The City and County must work together to plan for long term, sustainable growth that promotes jobs, places housing in appropriate locations, protects the County's precious resources, including its agricultural lands and groundwater, and preserves a high quality of life for all residents in the County.

For all of the foregoing reasons, we urge the Board of Supervisors to decline to certify the EIR before them and to deny the current development application and development proposals.

Sincerely,



Michael Parness
City Manager

cc. Mayor Jill Techel
Vice Mayor James Krider
Councilmember Juliana Inman
Councilmember Peter Mott
Councilmember Mark van Gorder
Michael Barrett, City Attorney
Cassandra Walker, Community Development Director

CON1-47



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Hillary Gitelman
Director

MEMORANDUM

To: Planning Commission	From: Hillary Gitelman
Date: September 24, 2012	Re: Napa Pipe Correspondence

On May 24, 2012, the County received a letter from the City of Napa commenting on the Napa Pipe project. The City's comment letter focused on the Napa Pipe project recommended by the Planning Commission, but also referenced features of the developer's proposal that were analyzed in the Final EIR made available to the City in February 2012.

The Planning Commission's recommendation has been referred to as the "63-acre alternative," because it would authorize development on the 63 acres of the property located west of the railroad tracks, and leave the balance of the property to develop under its existing industrial zoning. The 63-acre alternative would permit development of 700-945 dwelling units and a mix of other uses along the Napa River waterfront, whereas the proposal analyzed in the Final EIR included 2,050 to 2,580 dwelling units on almost all of the site (135 out of 154 total acres).

Since receipt of the City's letter, the Napa Pipe developer has revised the proposal to mirror the Planning Commission's recommendation (i.e. the 63 acre alternative) with the addition of a Costco store east of the railroad tracks and a number of other small adjustments.

While the City's comment letter was submitted before the applicant revised the proposal and generally restates prior City comments that had been previously responded to, the letter nonetheless remains in the public record. As a result, this memorandum has been prepared to summarize the comments in the City's May 24, 2012 letter and provide additional responses as needed. For the full text of the City's comments and marginal notations used to identify specific comments, please see the attached copy of their letter.

Response to Comment CON1-1

The County is currently focusing on three proposals for the development of the Napa Pipe site: the Mid-Range Density proposal ("Developer's Proposal"), the Modified (63 acre) proposal ("Staff Recommendation"), and the Housing Element Alternative. The City's objection to the development proposals for the Napa Pipe site is noted. These options for the Napa Pipe site are

Responses to May 24, 2012 Comments from the City of Napa

consistent the County's objectives for development of the Napa Pipe site detailed in the Draft EIR. The project still proposes a compact multi-family housing project on a previously developed, industrial "brownfield" site in an already urbanized area in conjunction with a mix of other uses, on a site that is in close proximity to existing employment centers and existing infrastructure and located between two existing urban areas of the City of Napa and the City of American Canyon. Consideration of such a proposal is also consistent with the County's current General Plan designation for the site as "Study Area." The inclusion of a Costco does not alter this conclusion.

The City and other area stakeholders have had the opportunity to participate in the planning process for the Napa Pipe site. Through the CEQA process, the City has communicated its concerns regarding the Napa Pipe Project and County staff and consultants have provided detailed responses to the City's concerns. While the City clearly takes issue with the options proposed for the development of the Napa Pipe site as of May 2012, many of the City's previously expressed concerns have been addressed by these options which are modifications to the originally proposed project or originally proposed project alternatives. The currently proposed options generally result in fewer impacts compared to the project originally proposed in the 2009 Draft EIR.

Responses to the City's specific comments regarding what it claims are the "deficiencies in the planning and environmental review process for the project" are discussed below.

Response to Comment CON1-2

The City's summary of the project review to date is noted. The County acknowledges that the City and other public commenters provided comments on the 2009 Draft EIR and the Supplement to the Draft EIR. The County provided detailed responses to these comments in a Final EIR provided to the City in February 2012.

In addition, while the specific mix of uses proposed on the project site has evolved throughout the CEQA process, the basic objective of the project remains the same; the project proposes a compact multi-family housing project on a previously developed, industrial "brownfield" site in an already urbanized area in conjunction with a mix of other uses, on a site that is in close proximity to existing employment centers and existing infrastructure and located between two existing urban areas of the City of Napa and the City of American Canyon. CEQA anticipates that a project may be refined throughout the CEQA process and that the decision-makers will be given a range of alternatives to choose from when reviewing and deciding to approve a project.

The 63-acre/Costco proposal differs from other alternatives analyzed in the Draft EIR. The alternative is a hybrid of alternatives, and falls within the range of alternatives analyzed in the EIR. As explained in the Supplemental Environmental Analysis provided to the Planning Commission, the environmental analyses and conclusions from the circulated 2009 DEIR and

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Supplement to the 2009 DEIR are sufficient and properly encompass what additional or different incremental changes may occur in response to the 63-acre/Costco proposal. Thus, pursuant to CEQA Guidelines, section 15088.5, the County was not required to circulate this proposal for public review and comment.

The City's concern with the economic feasibility of the Project is also noted. The economic feasibility of a project is an important consideration from a policy perspective, but is not an issue that must be addressed within the EIR. The City's policy concerns are noted. If approved, the project will be conditioned to ensure that all necessary infrastructure and mitigation measures for the project will be implemented.

Response to Comment CON1-3

This comment summarizes the development proposals planned to be presented to the Board of Supervisors on June 11 and June 13, 2012. The comment also outlines what the City regards as "inadequate environmental review" for the project. Specific responses to such claims are detailed below.

Response to Comment CON1-4

The County acknowledges that the City provided comments on the 2009 Draft EIR and the Supplement to the Draft EIR. The County's responses to such comments were not cursory. The County believes the Final EIR is adequate. The County provided detailed, substantive responses to the City's comments. (See Final EIR, Responses to Comment Letters LA8 and LA21.) Furthermore, while the specific mix of uses proposed on the project site has evolved throughout the CEQA process, the changes to the project in many cases reflect the comments and recommendations of the public comments, which CEQA anticipates. The environmental review process for the Napa Pipe project reflects an evolution in the proposal designed to address environmental concerns that have been raised. In particular, the project now proposes up to 945 residential units, rather than the 2,580 residential units originally proposed. The project has evolved in many other ways. As the project has evolved, its environmental impacts have generally been reduced.

Response to Comment CON1-5

The County acknowledges it has an obligation to provide a reasoned, good-faith analysis in response to all comments on the EIR that raise significant issues about the project's potential environmental impacts and recommended mitigation measures. The County satisfied this obligation in responding to comments from the City by providing detailed, substantive responses to the City's comments on the EIR. (See Final EIR, Responses to Comment Letters LA8 and LA21.)

Response to Comment CON1-6

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The City states the County failed to provide an adequate response to the City's comment on the Draft EIR that many proposed mitigation measures may not be feasible. The County's response to the City's comment correctly stated the appropriate feasibility considerations of mitigation measures at the DEIR stage:

The determination whether to adopt mitigation measures, or to reject such measures as infeasible, will be made by the County Board of Supervisors at the time the Board considers whether to approve the Project. If such measures are adopted, they will become binding conditions of approval, and the Project will be required to carry them out. Additional infrastructure cost studies and other fiscal analyses will be developed to ensure adequate provision of infrastructure and services. A detailed fiscal analysis is not a necessary component of CEQA review, and therefore was not required for the purposes of the EIR.

(See FEIR, p. 5-193: Response to Comment LA8-3.)

A fiscal analysis was prepared by independent fiscal consultants working under the direction of County staff, and has been revised as the project's program has been revised. It is a publicly available document, and affirms the proposed project's positive fiscal impact.

Response to Comment CON1-7

The City states the County failed to provide an adequate response to the City's comment on the Draft EIR that traffic analyses in the various environmental documents improperly assumes that certain roadway improvements will be completed, even though these improvements are not included in any Project Description or mitigation measures. In its comment on the Draft EIR, the City did not identify the specific road projects its comment is referring to.

Assuming the City was referring to road widening of Highway 29 from the Highway 221 (Napa-Vallejo Highway) interchange to the southern County Line, as identified in Mitigation Measure TRA-11 on page 4.3-59 of the 2009 DEIR. As noted in the response to comment, this improvement has been contemplated previously because this intersection is already operating at an unacceptable level of service under existing, no project traffic conditions, and would be needed with or without development of the project. Under Mitigation Measure TRA-11, the project would pay its fair share toward construction of this project prior to occupancy of the improvement to avoid a significant impact. The required Mitigation Monitoring and Reporting Program would ensure implementation of "fair share" measures via creation of a traffic fee mitigation program. (See FEIR, pp. 5-194 to 5-195: Response to Comment LA8-3.) As noted in the Final EIR (see p. I-6, for e.g.), payment of a "fair share" would not guarantee implementation of the required improvement, which is outside of the County's jurisdiction, and the related impact has therefore been identified as significant and unavoidable.

Response to Comment CON1-8

The City claims the County failed to provide an adequate response to the City's comment on the Draft EIR that, since the publication of the original Draft EIR, Caltrans has made significant changes to its designs for improvements to the proposed Soscol Flyover Improvement project, which changes will drastically alter the function of the State Route 12-29/State Route 221/Soscol Ferry Road intersection. The City is incorrect. The County provided a detailed response to this comment. The County's response to the City's comment notes that the Transportation Impact Analysis (TIA), included in Appendix E of the 2009 DEIR, does include analysis of conditions with this and other planned but not fully funded transportation improvements. That analysis discloses the effects of the new Soscol Flyover on cumulative conditions and includes the effects of the restricted movements as described by the comment and as recommended in Caltrans' preferred alternative. The effects of the redistribution of traffic associated with these improvements are included in the analysis in the TIA. (See FEIR, p. 5-543, Response to Comment LA21-101.) As such, the City is incorrect when it states that the traffic analysis did not assume the most current design of the Soscol Flyover.

Response to Comment CON1-9

The City claims that in its comments on the Draft and Supplement EIRs, the City identified numerous defects in the environmental review for the project. The County provided detailed, responses to the City's comments on the EIR. See Final EIR, Responses to Comment Letters LA8 and LA21.

Response to Comment CON1-10

The City objects to the County's presentation of the Staff Recommendation proposal, claiming it does not meet CEQA standards and does not permit the necessary and required level of environmental review. The Staff Recommendation presented in February 2012, the Planning Commission recommendation adopted in May 2012, and the developer's revised proposal which is scheduled for a hearing before the Planning Commission on October 3, 2012 are all variations of the project in which the intensity of proposed residential development is reduced, compared to the project as originally proposed in the DEIR. All three variations propose a mixed-use neighborhood on the 63-acre parcel between the railroad tracks and the Napa River, and would omit residential uses on the inland, 91-acre parcel. Nonetheless, all of the variations assume build out of portions of the site remaining under current zoning and the resulting cumulative impacts are similar to the impacts of the 2,580 unit proposal included in the EIR. The County's February 10, 2012 and September 19, 2012 Supplemental Environmental Analyses found that the impacts of the Staff Recommendation and the 63-acre/Costco variations are the same as or less than those analyzed in the 2009 DEIR and Supplement to the 2009 DEIR for the originally proposed project. The environmental analyses and conclusions from the circulated 2009 DEIR and Supplement to the 2009 DEIR are sufficient and properly encompass what

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additional or different incremental changes may occur in response to project variations that have been developed in response to comments from the City and others.

Response to Comment CON1-11

The City claims the traffic analysis in the Draft and Supplemental EIRs is flawed. Specific responses to the City's comments are provided below.

Response to Comment CON1-12

The City disagrees with the trip generation estimates employed for the project. Standard vehicle trip rates from the Institute of Transportation Engineers Trip Generation (8th Edition, 2008) were used to calculate increases in vehicular traffic along the street network that would result due to the construction of the project. A discussion of the proposed project trip generation used to inform the analysis in the 2009 DEIR is presented on page 4.3-24 of the 2009 DEIR and summarized in Table 4 of the TIA. (See FEIR, pp. 5-240 to 5-242, Responses to Comment LA8-53 and LA8-54.) The ITE manual is a recognized, widely used source of information for purpose of estimating the trip generation characteristics of a project. The City also uses the ITE manual. The following quote is from the EIR issued by the City for the Alexander Crossings project: "[T]rip generation rates for the proposed project were developed using the Institute of Transportation Engineers (ITE) Trip Generation manual (ITE 2008)." (Alexander Crossings Apartments Project EIR (February 2012), p. 4.10-4, available at: http://www.cityofnapa.org/images/CDD/planningdivisiondocs/AlexanderCrossings/DraftEIR/4.10_transport.pdf.) The City of Napa City Council certified the EIR and approved the Alexander Crossings project in June 2012.

Response to Comment CON1-13

The City objects to certain traffic mitigation measures requiring the applicant's contribution of fair share fees rather than requiring the applicant to construct the improvements. Where changes were made to the mitigation to require the contribution of fair share fees, the changes reflect the fact that the associated off-site improvements are required because of regional traffic increases, regardless of whether Napa Pipe builds out as residential or industrial uses, or remains undeveloped. The project will contribute its "fair share" for these off-site improvements, and thus help fund needed upgrades to road system. The required Mitigation Monitoring and Reporting Program would ensure implementation of "fair share" measures via creation of a traffic fee mitigation program. Where full funding of the improvements is uncertain, the EIR concludes the project's traffic impacts would be significant and unavoidable. (See FEIR, pp. 5-237 to 5-238, Response to Comment LA8-49.)

Response to Comment CON1-14

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The City states the project will add over 20,000 additional trips to the local circulation system and that the Napa Pipe site is isolated from all urban services making it necessary for residents to drive to obtain services. The City is incorrect. The site is adjacent to many employment opportunities. Within three mile radius of the site, there are over 30,000 jobs, including those at the Napa Gateway Business Park, Napa Airport, Executive Court Business Park, Napa Valley College, Napa State Hospital, and large shopping centers along Imola Avenue. The site would include its own onsite amenities, as well.

Under the Staff Recommendation proposal, the number of residential units is reduced from 2,580 to 700 (up to 945 w/ density bonus), with corresponding reduction in trips. The eastern 91 acre portion of the site is proposed will retain its existing Industrial zoning designation. The applicant is now proposing the addition of a Costco on the eastern portion of the site; if approved, 16 acres would be rezoned to enable a Costco to be located there.

The alternative recommended by the Planning Commission, with or without the addition of a Costco, represents a hybrid of alternatives analyzed in the EIR. Traffic impacts are reduced compared to the project as originally proposed.

Response to Comment CON1-15

The City states many mitigation measures of Napa Pipe traffic impacts are not feasible based on a lack of funding or a lack of available rights-of-way. Thus, the project would consume capacity on roadways that the City has planned, as a part of the City's circulation element, to serve residents and businesses within the City limits.

The City's statement suggests that no development should ever occur, except within the city limits, because roadway capacity should be reserved for development that occurs only within the city. To state the obvious, traffic does not stop at jurisdiction boundaries. That is true for traffic originating within the City of Napa, just as it is true for traffic originating in the unincorporated County. The City's position, applied consistently, would lead to the conclusion that the City should not approve development that may consume capacity on County roadways. The County disagrees with that position and supports thoughtful and comprehensive analyses of cumulative impacts that look beyond jurisdictional boundaries and planned projects to include projected growth in employment, population, and traffic volumes throughout the region.

The County agrees that development should contribute its fair share towards traffic improvements, regardless of whether the project is located in the City or in the County. The EIR includes an analysis of the Napa Pipe project's "fair share" for off-site traffic improvements, including improvements located within the City of Napa, and thus help fund needed upgrades to road system. The improvements that have been identified are physically feasible and the required Mitigation Monitoring and Reporting Program would ensure the Napa Pipe project would pay its "fair share." Nonetheless, the cumulative impacts are identified as significant and

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unavoidable because additional funding will be needed and has not yet been identified. Also, the identified improvements are outside the County's jurisdiction.

Response to Comment CON1-16

The City states that neither the various project proposals nor the EIR present a feasible option for providing potable water service to the site. The City is incorrect. The project's Water Supply Assessment identifies three viable sources, including groundwater, transferred surface water from the Delta, and City water, each of which are feasible. In July 2012, the applicant submitted a request to the City for the use of City water. Groundwater would be used as a back-up supply as part of a conjunctive use program. Such a proposal is consistent with the City Water Alternative discussed in the revised WSA, Section 7, and the 2009 DEIR and Supplement to the 2009 DEIR as the "City Water Alternative," at pages 5-5 to 5-6 and 5-69 to 5-74. As discussed in the memorandum from Brownstein Hyatt Farber Schreck (February 6, 2012) attached to the February SEA, the City has sufficient water to serve the site under the Staff Recommendation without impacting existing customers, even taking into consideration possible future uses identified in the City's Urban Water Management Plan.

The February SEA discusses and analyzes the potential water infrastructure necessary to serve the site and includes discussion of applicable mitigation measures which would apply if needed facilities are constructed:

The West Yost study completed in 2008 indicated that several upgrades to the City of Napa's water system could be required, including: a new treated water storage facility with a capacity of approximately 2.5 million gallons with an associated pumping station; increased incremental pumping capacity of 1 million gallons per day (MGD) at the proposed Westside Pump Station; and increased incremental pumping capacity of 1 MGD at the Jamieson Water Treatment Plant. The 2008 West Yost study was based on the project as proposed at the time (3,200 residential units) and assumed higher water use factors than were ultimately determined to apply to the project. Thus, the study assumed a level of potable water demand at the site that is no longer expected to occur. As a result of the reduced potable water demand, the improvements identified in the 2008 study would be reduced in scale or no longer needed. An engineering analysis based on the revised water demand would be required to determine whether the system improvements identified in 2008 would still be needed.

Similar improvements were identified and analyzed in the EIR. The project, as identified in the October 2009 DEIR, consisted of 2,580 dwelling units with groundwater as the source of supply. The project also included facilities to treat, store, and distribute this groundwater, including 1.81 million gallons of storage capacity, a 500 gallons per minute treatment facility, and pump stations. The site plan reserved an area in the southeast corner of the site for these facilities, and

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the DEIR concluded that the construction and use of these facilities would not result in significant environmental impacts (DEIR Section 4.13(A)). These improvements, scaled to reflect the smaller size of the project, would still be needed even if water is purchased from the City of Napa to ensure that groundwater is available as a back-up source.

In the event that an agreement between the City of Napa and the water purveyor for the Modified (63 Acre) Project is executed, the City may decide that it would be preferable to construct water treatment and storage facilities and pump stations off-site, rather than on-site. As indicated in the analysis of the City Water Alternative in Chapter 5 of the SDEIR, the needed off-site improvements were not addressed in the project EIR. In the event the City were to determine that storage, treatment and pump facilities should be constructed off-site, such improvements could be constructed within the footprint of City facilities (e.g. Jamieson Canyon Water Treatment Plant) such that significant environmental impacts would not occur.

To ensure that needed facilities are constructed if deemed necessary, the following new mitigation measure is proposed for the Modified (63 Acre) Project:

UTIL-3: If the City of Napa agrees to provide potable water to the project, the applicant shall:

- fund an updated study by the City's Water Department to determine whether the storage, treatment, and pumping facilities identified in 2008 are still needed;
- reserve an area in the southeast corner of the site of sufficient size to accommodate storage, treatment, and pumping facilities necessary to serve the project, and construct the on-site treatment and storage facilities and an associated pumping station deemed necessary;
- if it is determined that treatment, storage, and pumping facilities are still necessary and should be constructed off-site, fund incremental increases in storage facilities and pumping capacity at the Westside Pump Station and the Jamieson Canyon Water Treatment Plant; and
- demonstrate that treated groundwater supplies shall be available to the site in dry years when City water is unavailable.

The applicant has agreed to implement this measure if the City agrees to serve the site, which is the County's preference from a policy-perspective. Mitigation measures related to cultural resources (see below) would apply to any off-site excavation that is needed, and storm water pollution prevention measures would

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be required by the City, County, or the RWQCB, depending on the location of the work and the ground area to be disturbed.

(February SEA, pp. 17-18.)

Response to Comment CON1-17

The City states the EIR does not adequately evaluate the feasibility or the potential impacts of expanding the Napa Sanitation District wastewater treatment facilities or constructing the wastewater conveyance facilities needed to serve the site. The City is incorrect. NSD has agreed to provide sewer service and NSD has completed a study that identifies the necessary new facilities that would be required to accommodate the proposed project. The study determines that the new facilities would be consistent with the NSD WWTP Master Plan. If upgrades at NSD plant are accelerated due to the project, then the project will pay for added costs, as well as adopted hook-up fees, pursuant to Mitigation Measure UTIL-1. (See FEIR, p. 5-502, Response to Comment LA21-23.)

Response to Comment CON1-18

The City states the County and applicant have not yet offered any current, feasible financing plan or other evidence demonstrating that the infrastructure improvements needed to serve the project and mitigation measures needed to mitigate the project's environmental impacts can be implemented. A detailed fiscal analysis is not a necessary component of CEQA review. However, several have been prepared under County direction by independent consultants, who have affirmed the project's fiscal feasibility. (See Response to CON1-6.) Additional infrastructure cost studies and other fiscal analyses will be developed to ensure adequate provision of infrastructure and services during preparation of the development plan that would be required by the proposed zoning ordinance.

Response to Comment CON1-19

The City states the environmental analysis for the Staff Recommendation is inadequate. The Staff Recommendation and the 63-acre/Costco proposal are variations of the original project, in which the intensity of development is reduced, compared to the project as originally proposed in the DEIR. Under both variations, the number of residential units is reduced from 2,580 to 700 (up to 945 w/ density bonus), with corresponding reduction in trips. The eastern 91 acre portion of the site is proposed to retain its existing Industrial zoning designation, except that a Costco would be permitted, and development on the balance of the site would be "capped" to ensure its intensity (and impacts) does not exceed what has been analyzed. This project variation is a hybrid of the Mid-Range Density Alternative, the "No Project 1B" Alternative, and the City Water Alternative. All three alternatives were analyzed in the EIR.

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The environmental analyses and conclusions from the circulated 2009 DEIR and Supplement to the 2009 DEIR are sufficient and properly encompass what additional or different incremental changes may occur in response to the Staff Recommendation and the 63-acre/Costco option. The resulting impacts of these variations are the same as or less than those analyzed in the 2009 DEIR and Supplement to the 2009 DEIR for the original proposed project. As such, the County appropriately concluded in a supplemental analysis that the August 2012 proposal falls within the range of alternatives that have previously been analyzed, and that recirculation of the EIR is not required. Such an analysis is consistent with provisions of CEQA and the State CEQA Guidelines, which define when re-circulation is needed (CEQA Guidelines §15088.5).

Response to Comment CON1-20

The City claims the Staff Recommendation is a new project and the February SEA lacks the specificity required for a project-level EIR analysis of the Staff Recommendation. The Staff Recommendation is not a new project. It is a hybrid of the Mid-Range Density Alternative, the “No Project 1B” Alternative, and the City Water Alternative. All three alternatives were analyzed in the EIR.

The February SEA describes how the environmental analyses and conclusions from the circulated 2009 DEIR and Supplement to the 2009 DEIR are sufficient and properly encompass what additional or different incremental changes may occur in response to the Staff Recommendation.

In August 2012, the applicant submitted a proposal consistent with the Staff Recommendation, with the inclusion of a Costco located on the eastern portion of the site. The August 2012 proposal is thus the same as the project recommended by the Planning Commission in May 2012, except for the inclusion of a Costco. The County has prepared a supplemental analysis of the “63 acre + Costco” alternative. The analysis concludes that the August 2012 proposal falls within the range of alternatives that have previously been analyzed, and that recirculation of the EIR is not required.

The County’s traffic consultant, Fehr & Peers, has provided an updated traffic analysis indicating that, as mitigated, the 63 acre + Costco alternative” will not result in new or substantially more severe significant traffic impacts. Fehr & Peers has also provided updated information regarding the “fair share” obligations of the 63 acre + Costco alternative.

Response to Comment CON1-21

The City states the Staff Recommendation represents a fundamental change in the nature of the Napa Pipe project requiring recirculation under CEQA. CEQA requires a lead agency to recirculate an EIR when significant new information is added to the EIR after public notice is given but before certification. New information added to the EIR is not considered “significant” unless the EIR is changed in a way that deprives the public of a meaningful opportunity to

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comment upon a substantial adverse environmental effect of the project or a feasible way to mitigate or avoid such an effect (CEQA Guidelines §15088.5). "Significant new information" that would require circulation according to this section of CEQA Guidelines include:

- A new significant environmental impact resulting from the project or from a new mitigation measures.
- A substantial increase in the severity of an environmental impact unless mitigation measures are adopted to reduce the impact to a level of insignificance.
- A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the environmental impact of the project, but the project proponents decline to adopt it.
- The DEIR was so fundamentally inadequate that meaningful public review and comment were precluded.

Neither the presentation of the Staff Recommendation nor the February SEA results in any of the above conditions that would warrant recirculation. The Staff Recommendation is not a new project. It is a hybrid of three alternatives analyzed in the EIR:

1. The use of land on the 63 acres between the railroad tracks and the Napa River, the project is the same as the Mid-Range Density Alternative.
2. The use of land on the 91 acres east of the railroad tracks, because this portion of the project site would not be rezoned, the project resembles the "No Project 1B" alternative, which also assumes the retention of existing land-use designations and zoning, except that light industrial development would be capped at 550,000 square feet.
3. The modified project incorporates the "City Water Alternative," in that the project would rely on the City as a source of supply, with groundwater used as part of conjunctive use program with City, serving to increase and diversify water supplies available to City.

Moreover, by reducing the maximum number of residential units on the site and capping the maximum square footage of light industrial development on the site, the February SEA concluded that the Staff Recommendation would not result in any new significant impact or substantial increase in the severity of an impact that could not be mitigated. Therefore, recirculation was not required.

In August 2012, the applicant submitted a proposal consistent with the Staff Recommendation, with the inclusion of a Costco located on the eastern portion of the site. The August 2012 proposal is thus the same as the project recommended by the Planning Commission in May 2012, except for the inclusion of a Costco. The County has prepared a supplemental analysis of the "63 acre + Costco" alternative. The analysis concludes that the August 2012 proposal falls within the range of alternatives that have previously been analyzed, and that recirculation of the EIR is not required.

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In addition, Fehr & Peers performed an analysis of the traffic impacts of this alternative, in light of the fact that the trip generation and distribution characteristics of a Costco differ from those of previously identified uses. Fehr & Peers concluded that, as mitigated, the 63 acre + Costco alternative will not result in new or substantially more severe significant traffic impacts. Fehr & Peers has also provided updated information regarding the “fair share” obligations of the 63 acre + Costco alternative.

Response to Comment CON1-22

The City is correct that the proposed zoning for the Staff Recommendation is a revised version of the applicant’s originally proposed new zoning designations for the Napa Pipe site. The February SEA generally describes the new zoning proposed. (February SEA, p. 1.) The February 10, 2012 Napa Pipe Alternatives Matrix (“February Matrix”), which was made available to the public at the same time as the February SEA, presents the specific zoning proposal for the Staff Recommendation. As shown in the February Matrix, the proposed zoning for the site has been revised because the Staff Recommendation, unlike the original project proposal, does not propose any rezoning of the 91 acre parcel on the project site. Since the Staff Recommendation only proposes to rezone the western 63-acre parcel, the new zoning district only implicated the MUR-W and IBP-W zoning designations, which are those designations that originally applied to the western portion of the project site. The February Matrix details the types of permitted uses in the affected areas due to the modification of the MUR-W and IBP-W zoning designations. (February Matrix, pp. 18-40.)

On October 3, 2012, the Planning Commission will consider the developers revised proposal, mirroring the February staff recommendation, but with a Costco on the eastern side of the site. This proposal again constitutes a variation of the original proposal analyzed in the EIR and a supplemental environmental assessment has been prepared. Specific zoning standards, including lists of permitted uses, have been made available to public and to the Commission for their consideration. These zoning standards also constitute an evolution of the earlier proposal and the uses and densities allowed fall well within those analyzed in the Final EIR.

Response to CON1-23

The City states that though the February SEA assumes the 91 acre parcel would build out under its existing Industrial zoning designation, it does not indicate how much more than 550,000 square feet of light industrial uses could be developed under the applicable zoning, nor does it consider the potential environmental effects of this additional, permitted development.

The same comment could be raised about the 63-acre/Costco option, which assumes that up to 90,000 sq ft of office space and 75,000 sq ft of warehouse/R&D could be developed on land that would remain in its existing zoning.

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February SEA appropriately analyzes the impacts of a maximum of 550,000 square feet of industrial development and the more recent September SEA analyzes the impacts of a maximum of 165,000 sq ft of office/warehouse/R&D. Both analyses appropriately present cumulative impacts of a reasonable build-out. In addition, the proposed General Plan Amendment recommended by the Commission in May and now being considered again would effectively “cap” development by specifying the maximum intensity of use in areas within the Napa Pipe Mixed Use land use designation.

Response to Comment CON1-24

The City claims that the February SEA and County Staff appear to be relying on a future development agreement with the developer to, among other things, limit future industrial to 550,000 square feet. The City is incorrect. No future agreement is suggested or anticipated as being required to cap development on the 91 acre parcel. Rather, the General Plan Amendment recommended by the Commission in May and now being considered again would effectively “cap” development by specifying the maximum intensity of use in areas within the Napa Pipe Mixed Use land use designation. To exceed this cap, a future developer or property owner would need to seek another General Plan Amendment based on additional environmental review

Response to Comment CON1-25

The City states there is no discussion or explanation of how the County would limit the uses in the 91-acre parcel to the listed ‘light’ industrial uses (warehousing, distribution, office, R&D and/or light industry), rather than the currently-permitted ‘heavy’ industrial uses. It is unclear what the City defines as ‘heavy’ industrial uses. The Napa County code only allows very limited uses by right in the Industrial zone. (See Napa County Code, section 18.36.020 [uses allowed without a use permit include: agriculture; minor antennas; telecommunication facilities; and emergency shelters].) The light industrial uses proposed in the February SEA (warehousing, distribution, R&D and/or light industry) are consistent with the Industrial uses allowed with a use permit under the County’s Industrial zoning designation. (See Napa County Code, sections 18.36.030, 18.08.330.) Also, any potential Industrial uses on the 91-acre parcel would require subsequent discretionary approvals. As it is unclear what the City classifies as ‘heavy’ industrial uses, there is no indication that such uses would be allowed in the Industrial zone. At a minimum, such uses would require a use permit. The application for a use permit would require supplemental environmental review if the nature of the use were somehow inconsistent with the general office/warehouse/R&D uses considered in the County’s current analysis.

Response to Comment CON1-26

The City claims the February SEA does not appear to consider the additional potential impacts from development on the 19-acre “study area.” The City is incorrect. The February SEA

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assumes that the 19 acre portion of the eastern 91 acres of the site, which was reserved as "Study Area" under the Proposed Project, would eventually build out under the existing Industrial zoning. The analysis of the potential impacts of developing the 19 acre study area is subsumed within the SEA's analysis of the entire 91 acre eastern portion of the site.

Response to Comment CON1-27

The City states the Staff Recommendation proposes a fundamentally different project from the one analyzed in the previous EIRs and is not defined at a sufficient level of detail for a project-level EIR analysis. As shown in the February SEA, the Staff Recommendation is a hybrid of alternatives described in detail and analyzed in the EIR. The September SEA provides the same analysis and conclusions with regard to the developer's revised proposal (63-acre/Costco option). The environmental analyses and conclusions from the circulated 2009 DEIR and Supplement to the 2009 DEIR are sufficient and properly encompass what additional or different incremental changes may occur in response to either the Staff Recommendation or the 63-acre/Costco option.

Response to Comment CON1-28

The City states the substantial differences between the earlier proposals and the Staff Recommendation undermine the environmental impact analysis in the SEA. In particular, the City states the traffic analysis does not take into consideration the increase in truck traffic associated with industrial development under the Staff Recommendation. The County's traffic consultants prepared a supplemental traffic analysis for the Staff Recommendation and derived new trip generation data that accounted for the increases in industrial uses and the decrease in residential uses on the site. The analysis of the traffic associated with industrial uses on the 91 acre portion of the site reasonably utilized the trip generation rates derived from the ITE Trip Generation manual, which is the industry standard and accounts for the trip generation associated with a particular use type. The trip generation rate relied on in the analysis for the potential industrial uses is based on the potential on-site industrial use which would generate the most trips. This rate is therefore the most conservative of the likely options and results in the most conservative traffic analysis. This approach is consistent with the EIR's analysis of Alternative 2 in the EIR, which assumed the entire site would retain its industrial zoning.

Response to Comment CON1-29

The City states the potential increases in truck traffic and the attendant air quality, noise and vibration impacts associated therewith were not taken into consideration in the analysis of the impacts of industrial development under the Staff Recommendation. The City is incorrect. The County's traffic consultants prepared a supplemental traffic analysis for the Staff Recommendation and derived new trip generation data that accounted for the increases in industrial uses and the decrease in residential uses on the site. The analysis concluded that the trip generation for the Staff Recommendation would be lower than for the project analyzed in

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the EIR. Based on this analysis, the County concluded that air quality emissions and noise/vibration impacts would be the same or less than under the project analyzed in the EIR.

Response to Comment CON1-30

The City states the February SEA suggests that the overall environmental effect of the proposed increase in industrial development is benign, but it provides no evidence in support of this notion. The SEA analyzes the all of the potential impacts of the Staff Recommendation and compares the impacts to those analyzed in the EIR. The SEA concludes that, though industrial development has the potential to increase under the Staff Recommendation, residential development will decrease. The SEA concludes the Staff Recommendation will not result in any new or substantially more severe impacts that cannot be mitigated. No further analysis is required.

Response to Comment CON1-31

The City states the February SEA does not account for wastewater generated from the increased level of industrial uses in determining whether the Napa Sanitation District ("NSD") possess sufficient facilities and treatment capacity to serve the development proposed by the Staff Recommendation. The City is incorrect. The SEA states that NSD would provide wastewater service and recycled water for the Staff Recommendation project and that wastewater treatment demand would decrease under the Staff Recommendation. (See February SEA, p. 20.) The County cannot speculate as to whether there may be unusual or high water/wastewater industrial users proposed at some time in the future. However, the existing industrial zoning controls require discretionary review in the form of a use permit, and subsequent environmental review could occur if such uses are ever proposed.

Response to Comment CON1-32

The City states increased industrial development would be expected to lead to different types and levels of air pollutant emissions than the emissions described in the Draft and Supplemental EIRs and that there is no indication that the February SEA considered these differences in emissions in evaluating the potential air quality impacts of the Staff Recommendation. As noted in the February SEA, the primary sources of air emissions for the Staff Recommendation would still be the same as the project analyzed in the EIR: site grading, vehicle emissions, and operational emissions. (February SEA, p. 11.) No further analysis is required.

Response to Comment CON1-33

The City states the February SEA does not consider or attempt to address the potential effects of the increased level of industrial development on the provision of firefighting and emergency services. The site is currently zoned Industrial and the project analyzed in the EIR has always

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included a light industrial uses component in the southeastern portion of the site. The EIR analyzes and includes mitigation for ensuring appropriate emergency service to the site. (Mitigation Measures PS-1, and -2.) The Staff Recommendation would also implement this mitigation, which would reduce impacts to less-than-significant levels. (See SEA, p. 19.)

Response to Comment CON1-34

The City states the February SEA does not consider or discuss the potential effects of not raising the eastern portion of the site on storm drainage facilities, site drainage, or flooding. Though the eastern portion of the site would not be raised under the Staff Recommendation, all flood related mitigation measures identified in the EIR would be implemented under this proposal. These measures would ensure impacts of the Staff Recommendation relating to flooding and storm water runoff are reduced to a less-than-significant level. (See SEA, p. 15.)

Response to Comment CON1-35

The City objects to the number of volumes of environmental review materials prepared for the Napa Pipe project, and suggests the County postpone any action on the various development proposals and prepare and recirculate a single, comprehensive environmental impact report. While there are numerous environmental documents that the public can review related to the Napa Pipe project, the County has made all these documents and reports available to the public on its website and at the planning department. The environmental documents are well organized and contain numerous cross-references to related documents, where appropriate, which is consistent with CEQA. (See Pub. Resources Code, § 21003, subd. (b).) The Final EIR, moreover, thoroughly addresses all of the comments presented by the City and the public on the Draft EIR and Supplement to the Draft EIR. The County has satisfied its obligation under CEQA to provide information to the public. The County is not required to recirculate a single, comprehensive environmental impact report. Attempting to do so would not only be impractical and result in extensively duplicative work, such a task is unnecessary under the standards of CEQA and would only add to the volume of materials about which the City continues to express concern.

Response to Comment CON1-36

The City claims there are sound, fundamental policy reasons for reconsidering all of the current development proposals for the Napa Pipe site. Responses to the City's specific comments are detailed below.

Response to Comment CON1-37

The City states the developer's original proposal to allow the project to use 100% groundwater would reverse longstanding County policy against using groundwater as a primary source for new urban development. The City is incorrect. Such a statement is, moreover, moot because the

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applicant has requested use of City water. Such a proposal is consistent with the City Water Alternative discussed in the revised WSA, Section 7, and the 2009 DEIR and Supplement to the 2009 DEIR as the "City Water Alternative," at pages 5-5 to 5-6 and 5-69 to 5-74. As proposed, groundwater will be used only as part of conjunctive use program with City, serving to increase and diversify water supplies available to City. As such, groundwater would be used consistent with the County's longstanding policy regarding "conjunctive use." If City water cannot be obtained for some reason (though the analysis indicates it is available), the applicant retains the option to use surface water from an alternative source.

Response to Comment CON1-38

The City states that if the County amends its General Plan to permit groundwater use for a project like the Napa Pipe proposals, it would send a message to all the municipalities in the County that it is acceptable to consider groundwater as a primary source.

As noted above, this issue is moot. In May 2012, the Planning Commission recommended that the project proceed with surface water supplies and use groundwater in a "conjunctive use" arrangement consistent with longstanding County policy. In proposing the 63-acre/Costco option, the applicant has accepted this recommendation and has requested City water. To make the use of City water feasible for the City and avoid impacts to existing/planned users of the City's system, the applicant can make groundwater available to increase and diversify water supplies available to City. This arrangement is consistent with current policies in the County's General Plan and would not permit the project to rely on groundwater as its primary water supply source.

Response to Comment CON1-39

The City claims there is no basis in the record to support the City's willingness or ability to serve as the water supplier for the Napa Pipe project. This is inaccurate. The City and County together collaborated on a study of City water by West Yost prior to preparation of the EIR which was used to inform the County's analysis and conclusion that the City could provide water to the developer's revised proposal. In addition, the applicant has now requested the use of City water, and has provided an analysis by Brownstein Hyatt Farber Schreck showing that the City has sufficient water to serve the site without impacting existing customers, even taking into consideration possible future uses identified in the City's Urban Water Management Plan. (The one exception is in "single dry years" when groundwater supplies could be used to supplement City water.) In the event that the City of Napa agrees with this conclusion and provides water to the site at its regular "out of City" rates, groundwater could also be made available to the City in "single dry years" for use by other customers. Whether the City is ultimately willing to provide water is a policy question. The record (including the City's Urban Water Management Plan) indicates, however, that the City has sufficient water, and would benefit from a conjunctive use program with the applicant.

Response to Comment CON1-40

The City states that the Napa Pipe site falls outside of the City's existing service boundary and has not been included in the City's Water Master Plan as a potential service area and that to adjust its plan to serve the site, the City would need to submit a proposal to the Local Agency Formation Commission (LAFCO) expand its sphere of influence to include the site, and obtain LAFCO's approval to extend municipal services to the site. The City is incorrect. The City is a major water purveyor in the area. The City's existing water service boundary encompasses the Napa Pipe site. (City of Napa, Urban Water Management Plan, 2010 Update, Figure 2-1.) The City has historically provided water to Napa Pipe for industrial uses and continues to provide water to Napa Pipe today. LAFCO approval to expand the City's sphere of influence is not needed in order to sell wholesale water to an investor owned utility or mutual water company serving the Napa Pipe site.

The City states it would also need to identify a source of water supplies available to serve the site and that the developer has not approached the City to discuss this process. In July 2012, the applicant requested use of City water to serve the Napa Pipe site. Moreover, the memorandum from Brownstein Hyatt Farber Schreck attached to the SEA indicates that the City has sufficient water to serve the site without impacting existing customers, even taking into consideration possible future uses identified in the City's Urban Water Management Plan.

Response to Comment CON1-41

The City's willingness to work with the County to evaluate options for providing water service to the Napa Pipe project is noted.

Response to Comment CON1-42

The City is concerned with the project's economic feasibility. The economic feasibility of a project is relevant to policy decisions made with respect to a proposal and the County has considered feasibility in the context of a fiscal impacts analysis prepared by outside consultants, concluding that there is a market for the proposal and that the cost of providing services will be less than the tax revenues generated. Information on feasibility is not required to be included in an EIR and more specific analyses will be appropriate during consideration of a development plan for the property, once a decision has been made on the General Plan designation and zoning regulations that will apply.

Response to Comment CON1-43

The City is concerned with the project's ability to timely and effectively mitigate its impacts before or as they occur since it claims "[a] significant portion of impact fees from development on the overall property will be generated by industrial development, which may not be collected for many years, after the residential portions have been developed." Per the

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implementation procedure set forth in the Mitigation Monitoring Plan, a payment of fair share mitigation fees for improvements will be required before the issuance of building permits. Where the project is required to construct certain traffic improvements, the traffic analysis determined that construction will be triggered when the percent of project traffic contribution reaches a level at which the improvements become necessary. Notably, funding for many of the traffic improvements identified in the mitigation measures are not solely the responsibility of the Napa Pipe project, and would be necessary without the project's traffic. The project will pay its fair-share contribution to these improvements. Furthermore, development of industrial uses on the 91-acre portion of the site is not currently proposed under the Staff Recommendation. Rather, that portion of the site will retain its existing Industrial zoning. Subsequent discretionary approvals would, therefore, be required before there is any development of or any traffic generated by uses on the 91-acre portion of the site. If the 63 acre + Costco alternative is approved, then subsequent discretionary approvals would be required before there is any development of or any traffic generated by uses on the remaining 75-acre portion of the 91-acre site. As discussed above, all of the potential impacts of the Staff Recommendation and the 63 acre + Costco alternative have been analyzed and payment of traffic impact fees will be required by the County to mitigate such impacts.

Response to Comment CON1-44

The City states the Staff Recommendation proposal cannot be justified based on satisfying the County's current RHNA obligation, which is less than it has been in the past, and also states that the County has "rejected" options wherein the City would "absorb most of the County's long term housing obligations." The County has not rejected the City's proposal. The County has been working in the context of the Napa "Subregion" and via several RHNA transfer agreements to ensure that cities within the County help meet the County's RHNA obligations. Nonetheless, the County will have to identify some site(s) for housing in its next Housing Element (2014-2022) and the Board of Supervisors has acknowledged both the desire for more moderate-income units (particularly "work force" or "work proximity" housing), and that there is a need for housing that meets the need for very low and low income housing. The County has also committed to rezone a portion of the Napa Pipe site for multifamily housing to meet requirements in its current Housing Element (2007-2014).

The February 2012 Staff Recommendation, May 2012 Planning Commission Recommendation, and the Developer's Revised Proposal (63-Acre/Costco option) all propose substantially fewer residential units than originally proposed precisely because the County's RHNA numbers are expected to decrease and because the economic recession that began in late 2007 has affected the demand and price of new housing in the region.

Response to Comment CON1-45

The City states the County should locate new residential development near existing services and is concerned that the Napa Pipe project would place infrastructure and services burdens on

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the City. The Napa Pipe site is not a “new oasis of development,” as claimed by the City. Rather, the site is adjacent to the Napa River and within 3 miles of over 30,000 jobs, including those at the Napa Gateway Business Park, Napa Airport, Executive Court Business Park, Napa Valley College, Napa State Hospital, and large shopping centers along Imola Avenue. The site would include its own onsite amenities, as well, and would be served by the County sheriff and the County Fire Department.

The project would not, as suggested by the City, include 6,000 new residents in seven story buildings. Instead, the developer’s modified proposal would result in a maximum of 700-945 townhomes and apartments with an average size of 1,200 square feet. The zoning would establish a height limit of 55 feet, about the same height as structures currently located on the Napa Pipe site. The resulting development would be an “in-fill” project in the same vein as the “over 850 residential units in the Soscol Corridor” Planned Development Area described in the City’s letter. Both projects will require new infrastructure, mitigation of cumulative impacts, and public amenities as they build-out, and have the potential to add needed jobs and housing to the region.

Response to Comment CON1-46

The City states housing development at the Napa Pipe site on the fringe of an existing city conflicts with the City’s Rural Urban Limit line (“RUL”) and the County’s adopted policy supporting city centered growth.

This is not true. The project proposes a compact multi-family housing project on a previously developed, industrial “brownfield” site in an already urbanized area. The site is outside of the City’s RUL, but it is not a “green field” or undeveloped site and cannot be compared to farmland that is developed on the edge of communities in Southern California. The County’s general plan specifically directs development to “existing urbanized areas” (defined on General Plan p. SV-3) and has as one of its primary goals to “[c]oncentrate urban uses in the County’s existing cities and town and urbanized areas” (Goal AG/LU-2). By concentrating urban uses on the (urbanized) Napa Pipe site, the County would be fully consistent with its General Plan land use policies and would reduce development pressure on agricultural lands.

Response to Comment CON1-47

The City is not opposed to all redevelopment of the Napa Pipe site but claims it “cannot support the current proposals” and that “it is appropriate to plan for its development as part of a future annexation into the City of Napa.” County staff welcomes the City’s interest in the site and supports the City’s suggestion that the City and County “work together.” Since the City submitted its letter in May 2012, the developer has revised his proposal in a number of ways in an attempt to respond to the concerns of the City and others. County staff hopes that this modified proposal contains the “right mix” of uses to stimulate constructive dialog.

FEHR & PEERS

May 29, 2012

Ms. Hillary Gitelman, Director
Napa County Conservation, Development, and Planning Department
County Administration Building
1195 Third Street, Suite 210
Napa, California 94559

**Re: *Questions Regarding Transportation Impact Analysis Methodology
Napa Pipe Project***

Dear Hillary:

During the Planning Commission's recent hearings on the Napa Pipe EIR, several public comments, including some provided by the City of Napa, questioned some of the specific methods used to assess potential transportation impacts of the various scenarios. This letter summarizes those comments and provides detailed responses and clarifications to ensure the public has an accurate understanding of the technical information and that decision-makers are able to make fully-informed choices.

Specifically, this letter responds to questions regarding the methods used to forecast vehicle trip generation for the various scenarios and the geographic distribution of those trips on the local and regional roadway system. A summary of the responses is provided below, followed by a more detailed discussion.

SUMMARY

This letter discusses the following points:

1. The use of Residential Condo/Townhouse trip generation rates for the residential portion of this project is appropriate because the data that make up the average rates in the *ITE Trip Generation* manual represent an average of all types and sizes of residential condominiums and townhomes collected throughout the United States. Data also shows that households in Napa County generate fewer vehicle trips per household than the national average for Residential Condo/Townhouse. This means that the impact analysis does not underestimate the trips likely to be generated by the proposed project.
2. The impact analysis does not over-estimate the trip generation of the site under existing industrial zoning. Rather, the impact analysis includes a scenario in which the existing site is developed at a reasonable level of build-out that could likely be done under existing industrial zoning. A comparison of the proposed project with a reasonable build-out under existing zoning indicates that the proposed project would generate trip increases

within the same range of what could otherwise happen at the site if no zoning changes were made.

3. The "credit" for trips generated at the site in 2007 (existing conditions, for purposes of the transportation impact analysis) is based on a count collected by Fehr & Peers in April 2007. The site was occupied by over 20 active tenants at that time, and thus, it is reasonable that the site was observed to generate a substantial number of trips during the period when traffic counts were collected.
4. The project sponsor has provided compelling evidence suggesting that providing new workforce housing at the Napa Pipe site may reduce the need for commuters to travel from areas further away, such as Solano County, for example. However, the impact analysis does not include any credit or reduction to account for this.

Additional discussion of these issues is provided below.

TRIP GENERATION METHODOLOGY

Trip generation forecasts for individual components of the proposed project (e.g., residential, retail, etc.) were generally obtained from the Institute of Transportation Engineers (ITE) *Trip Generation* manual. The *Trip Generation* manual contains the results of surveys of vehicle trips generated by a number of different land uses collected throughout the United States, and is the primary source for trip generation information for studies conducted throughout the country, including studies in Napa County and the City of Napa.

Residential Trip Generation

The City has suggested that the Napa Pipe transportation analysis underestimates the trip generation of the project's residential portion by basing forecasts on typical rates for "Residential Condo/Townhouse" uses in *Trip Generation*, instead of something more conservative, such as single-family dwelling units. The City's comments suggest that this is inappropriate because the proposed project is relatively isolated from other adjacent urban uses, and as a result, the residential units at Napa Pipe would generate a higher number of trips.

The data that comprise the "Residential Condo/Townhouse" rates in *Trip Generation* are averaged from surveys of residential condominiums and townhouses in a variety of sizes and settings conducted throughout the country, and are not specific to sites located in close proximity to other denser, mixed-use sites. In fact, the *Trip Generation* manual includes a supplemental *Trip Generation Handbook* that provides further reductions that can be applied to account for the effects of proximity to other uses¹. This implies that the base rates for Residential

¹ Where appropriate, these modest reductions have been applied to the proposed project's trip generation forecasts to account for internalization of trips between complimentary uses proposed as part of the project, such as between residential and retail uses, for example. These reductions have been performed in accordance with ITE guidance.

Condo/Townhouse uses are not limited to sites immediately adjacent to other complimentary uses and urban services. Further, the data that comprise the rates in *Trip Generation* are not specific to a certain size of unit (e.g., units with only one or two bedrooms), but rather represent a mix of unit size and type, similar to what is proposed². Therefore, the use of Residential Condo/Townhouse rates to forecast trip generation of the proposed project is appropriate.

The City suggested that the residential portion of the proposed project is larger than the sizes of developments at which the ITE surveys were conducted, and therefore, the use of the ITE rates is inappropriate. The range of sites that comprise the ITE data includes sites up to approximately 1,250 units. The proposed project as analyzed in the Draft EIR would provide up to 2,580 new dwelling units at the Napa Pipe site, which does exceed the limits of the source data in *Trip Generation*. The applicant's current proposal is to construct 2,050 units and the Planning Commission's recommendation is for an alternative that includes between 700 – 945 units. The ITE data indicate that when the size of a proposed project is larger than the sizes of sites that comprise the ITE data, local data is preferable.

As noted on pp. 4.3-24 and 4.3-25 of the Draft EIR, the 2000 Bay Area Travel Survey (BATS2000), conducted by the Metropolitan Transportation Commission (MTC), found that the average household in Napa County generated approximately five vehicle trips per household per day. The ITE data projects a daily trip generation of 5.81 trips per household per day for Residential Condo/Townhouse. Thus, since the proposed project's trip generation forecasts from ITE *Trip Generation* are higher than the countywide average for all housing types, even when using the lower Residential Condo/Townhouse rate, Fehr & Peers and County staff determined that the ITE rates were appropriate to use in this case, because they likely presented a conservative assessment of the proposed project's trip generation. Therefore, the ITE data were compared to local data, and found to be more conservative (i.e., higher). In addition, to be even more conservative, the average rate was used, instead of the lower fitted curve equation, which results in higher forecasts.

Finally, for comparison purposes, the Napa Pipe EIR trip generation rates for residential dwelling units were compared to rates used in the Gasser Master Plan EIR, prepared by the City of Napa. The rates applied to 500 multi-family residential units associated with that project were 13 percent lower than those used for the Napa Pipe EIR, further substantiating the appropriateness, and in fact, the conservative nature, of the forecasts in the Napa Pipe EIR.

² The trip generation forecasts were initially prepared based on the logic described above, where the Residential Condo/Townhouse rates from *Trip Generation* were applied to all unit types since they were developed from surveys at a variety of unit types. The forecasts were subsequently revised based on the City of Napa's request, such that units with three or more bedrooms were assumed to generate traffic at a rate more similar to single-family homes. However, based on the opinions of multiple peer reviews, Fehr & Peers' and the County determined that the resulting forecasts were overly-conservative. Therefore, the forecasts were ultimately revised to their original format, which is believed to be more accurate for the reasons discussed in this letter.

Industrial/No Project Alternative Trip Generation

The City has asserted that the forecasts for industrial uses are overstated, making comparisons between proposed residential development and retaining the existing industrial zoning for all or part of the site more favorable for residential uses. However, the EIR describes the full range of potential impacts of a No Project Alternative – the Existing Uses Alternative and the Industrial Uses/Business Park Alternative. The Existing Uses Alternative generally describes impacts associated with retaining the site with its current uses (i.e., no development on the site). This represents the low end of traffic that would be generated from the site under its current zoning. All of the other alternatives analyzed in the EIR would generate more trips than the Existing Uses Alternative. The Industrial Uses/Business Park Alternative assumes reasonable build-out of the site as research and development, light industrial, distribution, and warehousing uses. Trip generation rates for this alternative were derived from the ITE *Trip Generation* manual, or other appropriate industry-standard source where Trip Generation did not contain adequate information. This represents the high end of traffic increases that could reasonably occur at the site under existing zoning, although it is not a true “maximum” build-out. All other alternatives analyzed in the EIR would generate fewer vehicle trips than the Industrial Uses/Business Park Alternative.

Thus, the EIR does not overstate the traffic impacts of the No Project Alternative (retaining current industrial zoning at the site), but rather discloses the full range of potential impacts associated with retaining the current zoning. The analysis demonstrates that the proposed project and all other alternatives currently under consideration fall within the range of what could reasonably occur at the site with no changes to existing zoning.

Credit for Existing Uses

The trip generation forecasts in the transportation impact analysis represent the proposed project's net increase to traffic generation at the site compared to existing conditions. For purposes of the EIR, existing conditions is January 2009 when the Notice of Preparation was issued. However the traffic analysis was begun in 2007, when the City and County collaborated on the “study group” process. Although the City's staff participated in development of the study parameters, they have recently questioned whether the data provided represents a realistic assessment of trip generation levels in 2007 and (a related question) whether the analysis inappropriately adjusts (subtracts) these existing trips.

The site's existing (2007) trip generation levels were based on a count collected by Fehr & Peers on April 18, 2007, with minor adjustments to account for seasonality, consistent with the City of Napa traffic impact study guidelines, and to balance volumes to adjacent intersections. The project site was observed to generate approximately 70 vehicle trips in the morning peak hour (roughly 40 inbound and 30 outbound) and nearly 600 trips in the evening peak hour (roughly 400 inbound and 200 outbound). According to the project sponsor, the site contained over 20 active tenants in 2007. Since the proposed project would replace these uses (in fact, these previously-existing tenants have already left the site), it is reasonable to remove their traffic generation from the trip generation of the proposed project and alternatives.

GEOGRAPHIC TRIP DISTRIBUTION

The geographic distribution of trips in the impact analysis is based on output from the Napa-Solano Travel Demand Forecasting Model, which accounts for relative proximity of land uses throughout the region. A number of comments have questioned claims by the project sponsor that the Napa Pipe project may, in fact, have a regional benefit to traffic, by placing more workforce housing near jobs in Napa County. Although the project sponsor has provided some compelling evidence to support this claim, as you know, the transportation impact analysis simply overlays projected traffic increases from the Napa Pipe project onto baseline conditions volumes, and does not assume credit or benefit for improvements to jobs-housing balance. For more detailed discussion regarding the distribution of project-generated trips onto the local and regional roadway network, refer to pp. 4.3-25 thru 4.3-28 in the Draft EIR

CONCLUSION

The scale and scope of this project has led to a very detailed and complex transportation impact analysis, and we certainly understand and appreciate the legitimate questions and concerns raised as part of the public review process. We also appreciate the opportunity to respond to these issues and clarify any misconceptions regarding this analysis. Please do not hesitate to call if you have any additional questions.

Sincerely,

FEHR & PEERS



Chris Mitchell, PE
Principal

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