

Exhibit C

CONDITIONS OF APPROVAL

Lands of Corey

Tentative Parcel Map № P11-00045, Variance № P12-00235, and Conservation Regulations Use

Permit Exception № P12-00388

No address presently assigned, Scally Lane, Napa, C^{alif.}, 94558

Assessor's Parcel Nos. 033-210-016 and 033-210-014

1. SCOPE

The permit shall be limited to:

- A. A tentative parcel map to divide an approximately 660 acre property, presently consisting of two parcels, into four parcels of 160.8, 161.9, 178.9, and 161.7 acres in size. Tentative parcel map approval includes waiver of the Napa County Code §17.34.020 (H) requirement for secondary parcel access.
- B. A variance to allow the creation of lots which do not strictly comply with the width to depth requirements of the County's parcel design standards (NCC §18.104.110{D}.)
- C. A Conservation Regulations use permit exception to allow the encroachment of access drives into required stream setbacks (45' to 85' required, 20' and up approved).
- D. A riparian restoration program as described in the Additional Environmental Commitment dated January 4, 2013.

The project shall be designed in substantial compliance with the submitted tentative parcel map, site plan, and other submittal materials and shall comply with all requirements of the Napa County Code. It is the responsibility of the applicant to communicate the requirements of these conditions and mitigations (if any) to all designers, contractors, employees, and the general public to ensure compliance is achieved. Any expansion or changes in use shall be by the approved in accordance with Section 18.124.130 of the Napa County Code and may be subject to the Use Permit modification process.

2. PROJECT SPECIFIC CONDITIONS

Should any of the Project Specific Conditions below conflict with any of the other, standard conditions included in this document, the Project Specific Conditions shall supersede and control.

- A. Prior to Planning Division clearance of a final inspection for any grading permit associated with the construction of required access roads, where such permits result in the removal of any of the three oak trees designated for removal in approved plans, the permittee shall install no fewer than nine Valley Oak trees on the property as well as irrigation and tree protection measures as deemed necessary by the Planning Division.

- B. Prior to Planning Division approval of a grading permit for any work involving stream crossings or any of the work within required stream setbacks approved hereby, the permittee shall provide evidence that a Streambed Alteration Notification has been filed with the Department of Fish and Wildlife and that either: 1.) a Lake and Streambed Alteration Agreement, made pursuant to Section 1600 et seq. of the Fish and Game Code, has been issued or 2.) the Department of Fish and Wildlife has determined that no Lake and Streambed Alteration Agreement is necessary. To obtain information about the LSAA notification process, please access the Department of Fish and Wildlife's website at www.dfg.ca.gov/1600; or contact the Lake and Streambed Alteration Program at (707) 944-5500.
- C. Mitigation Measures
The permittee shall comply with all mitigation measures identified in the adopted Initial Study/Mitigated Negative Declaration and Project Revision Statement/Mitigation Monitoring and Reporting Program prepared for the project, inclusive of the following:

BIOLOGICAL RESOURCES

1. Prior to the issuance of any building permit, grading permit, or encroachment permit for any work associated with this project and/or prior to the initiation of any earth disturbing activity adjacent to the driveway connecting the project site to Gordon Valley Road (this includes off-site properties) all elderberry bushes located within 100 feet of potential disturbance areas shall be identified and barricades shall be installed at the 100-foot buffer line. Where located on neighboring parcels, barricades may only be required where easement rights exist and/or work is actually proposed. No barricades are required on neighboring properties where, as determined by the Director of Planning, Building, and Environmental Services or her designee, no work is foreseeable. Prior to the issuance of any of the aforementioned permits, project proponents shall submit an elderberry location and protection plan to the Fish and Wildlife Service and to the Director of Planning, Building, and Environmental Services (or her designee) for their review and approval.

In areas where encroachment into the 100-foot buffer has been approved by the Fish and Wildlife Service, a minimum setback of at least 20 feet from the dripline of each elderberry plant shall be established. Contractors shall be informed of the Federal requirement to avoid damaging elderberry plants and the penalties for not complying with said requirements. Work crews shall be trained on the status of the beetle and the need to protect its elderberry host plant. Signs shall be placed every 50 feet along the edge of the avoidance area prior to the initiation of any construction or grading work including, at a minimum, the following information, in both English and a Spanish translation:

"This area is habitat of the valley elderberry longhorn beetle, a threatened species, and may not be disturbed. The valley elderberry longhorn beetle and its habitat are protected by the Endangered Species Act. Violators are subject to prosecution and penalties up to and including imprisonment."

Signs must be clearly legible from a distance of 20 feet, and maintained for the duration of construction.

2. No black walnuts shall be removed or damaged. Prior to the issuance of any building permit, grading permit, or encroachment permit for any work associated with this project, and/or prior to the initiation of any project-associated earth disturbing activity, a black walnut identification and protection plan drafted by a qualified professional shall be submitted for the review and approval of the Director of Planning, Building, and Environmental Services, or her designee.

Method of Mitigation Monitoring:

Mitigation Measures № 1 & 2 require the permittee to complete required mitigation prior to the issuance of a building or grading permit. If the mitigation measures are not complied with, no permits will be issued. RESPONSIBLE AGENCY- Napa County Planning, Building, and Environmental Services Department- Planning Division

CULTURAL RESOURCES

3. The project archeologist, or another professional archeological monitor pre-qualified by the Director of Planning, Building, and Environmental Services, shall be present during initial grading occurring within 150 feet of Steel Canyon Creek, Government Trail Canyon Creek, or the creek that extends west from the convergence of the two. This shall include any project-related work occurring off the subject parcels, such as along Scally Lane. Following completion of initial grading, the project archeologist shall submit a written report of findings to the Director of Planning, Building, and Environmental Services.
4. Excepting only the initial grading work envisioned by Mitigation Measure #3 (which shall be subject to the more specific requirements included therein), prior to the issuance of grading, erosion control, or building permits for any of the parcels resulting from this land division, the applicant shall submit a report drafted by the project archeologist, or another professional archeologist pre-qualified by the Director of Planning, Building, and Environmental Services, analyzing the specific work proposed by the relevant permit for conformance with the scope of the 2007 ARS archeological survey.

5. In the event that artifacts or cultural soil deposits are discovered during future grading or underground excavation activities, the Director of Planning, Building, and Environmental Services shall immediately be informed and all work within 50 feet of the find shall be stopped until the discovery can be evaluated by the project archeologist or another professional archeologist approved by the Director of Planning, Building, and Environmental Services. The archeologist shall analyze the artifacts encountered and determine what, if any, additional measures are required. Depending on the extent of and cultural composition of the discovered materials, archeological monitoring of future excavation may be required.
6. Prior to the initiation of any grading activities (be the permits ministerial or discretionary) within sensitive lowland portions of the project area, the Director of Planning, Building, and Environmental Services may require that equipment operators and construction crews be trained on the initial identification of artifacts and/or cultural soil deposits by the project archeologist or another professional archeologist pre-qualified by the Director of Planning, Building, and Environmental Services. Native American artifacts typically found in the area include chipped stone tools and debitage, ground stone tools, and fire-affected rock. Midden deposits typically mark habitation spots and are recognizable by the characteristic dark grey to almost black colored soil with traces of shellfish, animal bone, and charcoal intermixed. Human remains may also be found in association with midden deposits. Historic artifacts potentially include all byproducts of human land use greater than 50 years of age.

Method of Mitigation Monitoring:

Mitigation Measure № 3 requires submission of a compliance report to the Director of Planning, Building, and Environmental Services. If the report is not submitted, work on site will be stopped. RESPONSIBLE AGENCY- Napa County Planning, Building, and Environmental Services Department - Planning Division

Mitigation Measures № 4 & 6 require the permittee to complete required mitigation prior to the issuance of a building or grading permit. If the mitigation measures are not complied with, no permits will be issued. RESPONSIBLE AGENCY- Napa County Planning, Building, and Environmental Services Department - Planning Division

Mitigation Measure № 5 requires analysis and monitoring by the project archeologist. Compliance is additionally designed to be enforced through the training requirement of Mitigation Measure № 6. RESPONSIBLE PARTY- Project Archeologist

GEOLOGY AND SOILS

7. Prior to the issuance of a grading or building permit for any of the parcels resulting from this proposed land division a geotechnical report shall be submitted for the review and approval of the Engineering Services Division.

Method of Mitigation Monitoring:

Mitigation Measure № 7 requires the permittee to complete required mitigation prior to the issuance of a building or grading permit. If the mitigation measures are not complied with, no permits will be issued. RESPONSIBLE AGENCY- Napa County Planning, Building, and Environmental Services Department- Engineering Services Division

3. **COMPLIANCE WITH OTHER DEPARTMENTS AND AGENCIES**

Project conditions of approval include all of the following County, Divisions, Departments and Agency(ies) requirements. The permittee shall comply with all applicable building codes, zoning standards, and requirements of County Divisions, Departments and Agencies at the time of submittal and may be subject to change. Without limiting the force of those other requirements which may be applicable, the following are incorporated by reference as enumerated herein:

- A. Engineering Services Division as stated in their Memorandum dated January 8, 2013.
- B. Environmental Health Division as stated in their Memorandum dated April 6, 2011 and August 2, 2012.
- C. Fire Department as stated in their Inter-Office Memo dated March 13, 2008 and August 9, 2011.

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

4. **LIGHTING**

All exterior lighting, including landscape lighting, shall be shielded and directed downward, shall be located as low to the ground as possible, shall be the minimum necessary for security, safety, or operations, and shall incorporate the use of motion detection sensors to the greatest extent practical. No flood-lighting or sodium lighting of the building is permitted, including architectural highlighting and spotting. Low-level lighting shall be utilized in parking areas as opposed to elevated high-intensity light standards.

Prior to issuance of any building permit pursuant to this approval, two copies of a detailed lighting plan showing the location and specifications for all lighting fixtures to be installed on the property shall be submitted for Planning Division review and approval. All lighting shall comply with the California Building Code.

5. **LANDSCAPING**

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

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

6. **OUTDOOR STORAGE/SCREENING/UTILITIES**

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

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

7. **SITE IMPROVEMENTS AND ENGINEERING SERVICES-SPECIFIC CONDITIONS**

Please contact (707) 253-4417 with any questions regarding the following.

A. **GRADING AND SPOILS**

All grading and spoils generated by construction of the project facilities, including cave spoils, shall be managed per Engineering Services direction. All spoils piles shall be removed prior to final occupancy.

B. **TRAFFIC**

Reoccurring and scheduled vehicle trips to and from the site for employees, deliveries, and visitors shall not occur during peak (4-6 PM) travel times to the maximum extent possible. All road improvements on private property required per Engineering Services shall be maintained in good working condition and in accordance with the Napa County Roads and Streets Standards.

C. **DUST CONTROL**

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

D. **STORM WATER CONTROL**

The permittee shall comply with all construction and post-construction storm water pollution prevention protocols as required by the County Engineering Services Division, and the California Regional Water Quality Control Board (SRWQCB).

E. **PARKING**

The location of employee and public parking and truck loading zone areas shall be identified along with proposed circulation and traffic control signage (if any).

Parking shall be limited to approved parking spaces only and shall not occur along access or public roads or in other locations. In no case shall parking impede emergency vehicle access or public roads.

F. **GATES/ENTRY STRUCTURES**

Any gate installed at the property's entrance shall be reviewed by the Planning, Building & Environmental Services Department, and the Napa County Fire Department to assure that it is designed to allow large vehicles, such as motorhomes, to turn around if the gate is closed without backing into the public roadway, and that fire suppression access is available at all times. If the gate is part of an entry structure an additional permit shall be required according to the County Code and in accordance with the Napa County Roads and Street Standards. A separate entry structure permit is not required if the entry structure is consistent with entry structure plans submitted, reviewed, and approved as part of this use permit approval.

8. **ENVIRONMENTAL HEALTH-SPECIFIC CONDITIONS**

Please contact (707) 253-4471 with any questions regarding the following.

A. **WELLS**

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

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

B. NOISE

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

9. ARCHEOLOGICAL FINDING

In the event that archeological artifacts or human remains are discovered during construction, work shall cease in a 50-foot radius surrounding the area of discovery. The permittee shall contact the Planning, Building and Environmental Services Department for further guidance, which will likely include the requirement for the permittee to hire a qualified professional to analyze the artifacts encountered and to determine if additional measures are required.

If human remains are encountered during the development, all work in the vicinity must be, by law, halted, and the Napa County Coroner informed, so that he can determine if an investigation of the cause of death is required, and if the remains are of Native American origin. If the remains are of Native American origin, the nearest tribal relatives as determined by the State Native American Heritage Commission would be contacted to obtain recommendations for treating or removal of such remains, including grave goods, with appropriate dignity, as required under Public Resources Code Section 5097.98.

10. ADDRESSING

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

11. INDEMNIFICATION

If an indemnification agreement has not already been signed and submitted, one shall be signed and returned to the County within twenty (20) days of the granting of this approval using the Planning, Building, and Environmental Services Department's standard form.

12. AFFORDABLE HOUSING MITIGATION

Prior to County issuance of a building permit, the applicant shall pay the Napa County Affordable Housing Mitigation Fee in accordance with the requirements of Napa County Code Chapter 18.107 or as may be amended by the Board of Supervisors.

13. **MONITORING COSTS**

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

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

14. **COUNTY SURVEYOR**

The subdivider shall submit a Final Parcel Map to the Department of Public Works for review and approval by the County Surveyor. The subdivider shall pay the map checking fee as established by resolution of the Napa County Board of Supervisors in effect at the time of submittal of the Final Parcel Map.

15. **CC&Rs**

Prior to recording the Final Map, the subdivider shall submit the final Conditions, Covenants and Restrictions (CC&Rs) to the Planning, Building and Environmental Services Department Director and County Counsel for review and approval. The CC&Rs shall indicate all improvements and features to be maintained by the owner's association, and the method of maintenance and financing of those commonly owned site and building improvements and features.