



**Local Agency Formation Commission of Napa County**  
Subdivision of the State of California

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*We Manage Local Government Boundaries, Evaluate Municipal Services, and Protect Agriculture*

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**Agenda Item 6a (Public Hearing)**

**TO:** Local Agency Formation Commission

**PREPARED BY:** Brendon Freeman, Executive Officer  
Dawn Mittleman Longoria, Analyst II

**MEETING DATE:** November 18, 2019

**SUBJECT:** Proposed Napa Pipe No. 2 Reorganization and Associated CEQA Findings (Continued item from October 7, 2019)

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**RECOMMENDATION**

It is recommended the Commission take the following actions:

- 1) Continue the public hearing and take testimony;
- 2) Close the public hearing;
- 3) Adopt the Resolution of the Local Agency Formation Commission of Napa County Making Determinations – Napa Pipe No. 2 Reorganization making California Environmental Quality Act (CEQA) findings and approving the proposed reorganization for annexation to the City of Napa (“City”) and detachment from County Service Area (CSA) No. 4 (Attachment One). Standard conditions and one special condition are also recommended.

**BACKGROUND**

In 2015, the City and County entered into a series of collaborative agreements related to the Napa Pipe mixed-use development project, which involves approximately 155.0 acres of territory. The Napa Pipe project is expected to include up to 945 residential units, 150 senior housing units, a 150-room hotel, approximately 385,000 square feet of nonresidential uses including a wholesale membership warehouse store (Costco), and parks and open space. The project site is surrounded by the Napa River to the west, industrial uses to the north, the Napa Valley Commons Corporate Park to the east and south, and Bedford Slough to the south. The entire site is located within the City’s voter-approved rural urban limit (RUL) line.

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Representative of the General Public

Eve Kahn, Alternate Commissioner  
Representative of the General Public

Brendon Freeman  
*Executive Officer*

On September 22, 2015, the Commission approved the following concurrent actions related to Napa Pipe:

- 1) Sphere of influence (SOI) amendment for the City to include the entire project site;
- 2) Annexation of approximately 109.1 acres of the project site to the City;
- 3) Detachment of approximately 109.1 acres of the project site from CSA No. 4; and
- 4) Authorization for the City to provide a full range of municipal services to the portion of the project site that remains in unincorporated Napa County.

The staff report from the Commission's September 22, 2015, meeting is available online: [https://www.napa.lafco.ca.gov/uploads/documents/9-22-15\\_6a\\_NapaPipe.pdf](https://www.napa.lafco.ca.gov/uploads/documents/9-22-15_6a_NapaPipe.pdf).

On August 6, 2019, the City adopted Resolution R2019-093 (Attachment Two) approving the submittal of an application from the landowner on behalf of the City to the Commission to initiate annexation to the City of the Napa Pipe project site that remains in unincorporated Napa County, and made the related CEQA findings and determinations to support the annexation.

At its October 7, 2019, meeting, the Commission held a noticed public hearing and fully considered all evidence presented at that noticed public hearing. Representatives of the County of Napa requested a continuance of the matter. The request was based on relevant legislation, Senate Bill (SB) 235 (authored by Senator Dodd), which was on the Governor's desk for signature. The Commission continued the matter to a date certain and scheduled a special meeting for November 18, 2019. SB 235 was signed into law on October 12, 2019.

## **SUMMARY**

This item has been placed on the agenda for consideration as part of a noticed public hearing. The purpose of the proposal is to facilitate the Napa Pipe mixed-use development project. The application materials are included as Attachment Three. The following is a summary of the proposal and the affected territory.

Applicant: Napa Redevelopment Partners, LLC (landowner petition)

Proposed Actions: Annexation to the City and detachment from CSA No. 4

APNs: 046-400-029 & 046-412-006

Location: 1025 Kaiser Road

Area Size: 45.9 acres

Jurisdiction: Unincorporated County

Sphere of Influence Consistency: Yes

Policy Consistency: Yes

Tax Sharing Agreement: Yes – master tax exchange agreement

Landowner Consent: (1) Napa Redevelopment Partners, LLC – yes; (2) Southern Pacific Railroad – consent not required

Protest Proceedings: Waived

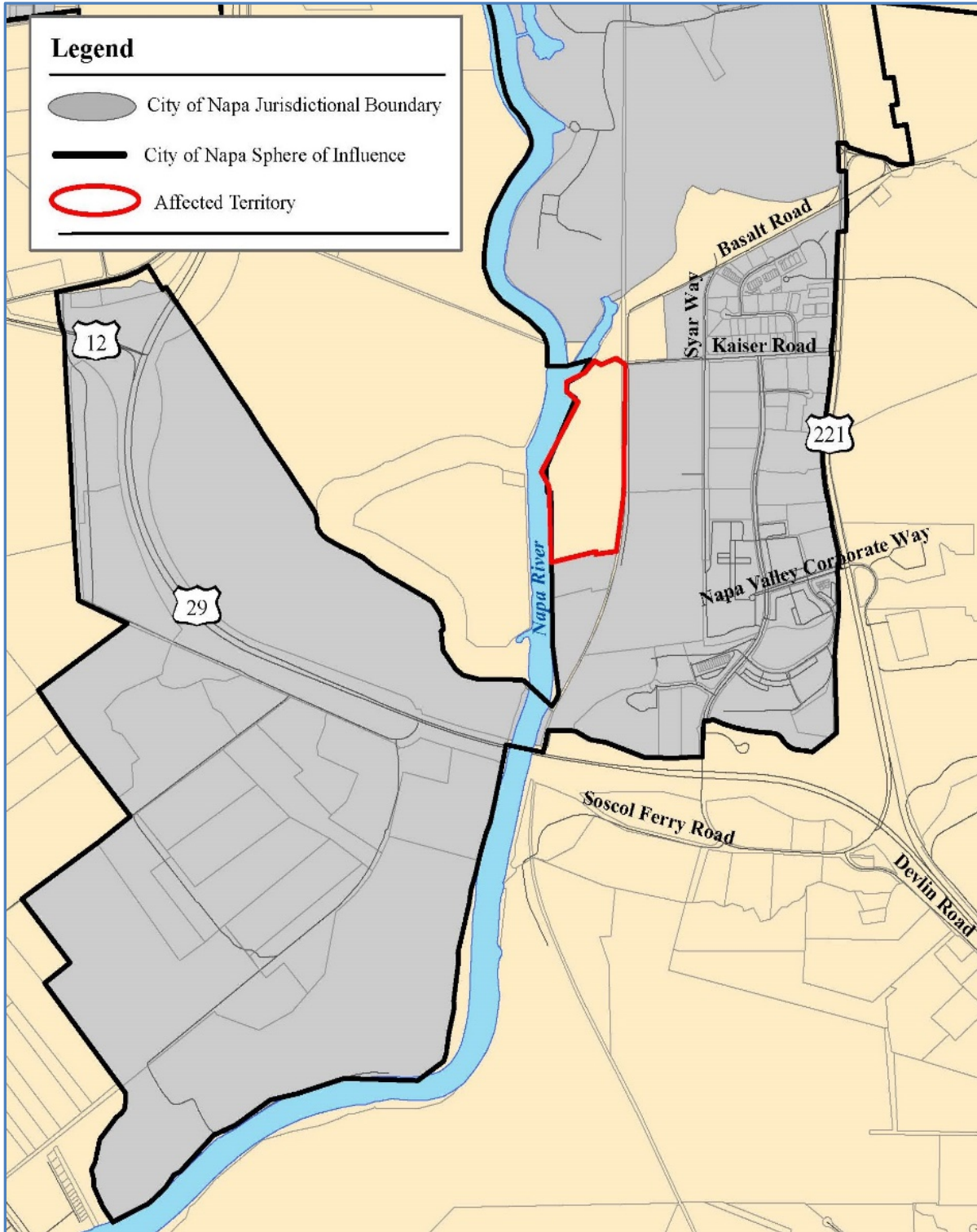
CEQA: Napa Pipe FEIR, DEIR, and Initial Study/Addendum

Current Land Uses: Non-operational industrial facilities and rail spurs

A summary of stated Napa Pipe project objectives include the following:

- Provision of a safe and attractive neighborhood with suitable urban services
- Contribution towards the County's Regional Housing Needs Allocation
- Integration of affordable housing
- Reduction of pressure to develop county agricultural land for residential uses
- Location of housing in proximity to jobs to reduce traffic
- Provision of multiple housing types in proximity to educational and recreational amenities
- Provision of a financially feasible development program to allow for site remediation
- Implementation of "smart growth" principles
- Provision of fiscal benefits to both the County and the City without diversion of resources

An aerial map of the affected territory is included as Attachment Four. A vicinity map of the affected territory showing the City's jurisdictional boundary and SOI is provided on the following page.



## **DISCUSSION**

### ***Policy Considerations***

The following is a discussion of policy considerations that are relevant to the proposal.

#### **Concurrent Detachment from CSA No. 4**

The affected territory is located in CSA No. 4's jurisdictional boundary. The intent and function of CSA No. 4 is to sponsor a voter-approved special assessment on all assessor parcels in its jurisdiction that contain one acre or more of vineyards for purposes of funding farmworker housing services. Local policy requires all annexations to any city include concurrent detachment from CSA No. 4 unless the affected territory has been, or is expected to be, developed to include planted vineyards totaling one acre or more in size. There are no vineyards currently, nor expected to be, planted within the affected territory. Detaching the affected territory from CSA No. 4 is appropriate given the discontinuity between these lands' expected mixed-use development paired with the role of the CSA No. 4 in providing public farmworker housing services.

### ***Factors for Commission Determinations***

See Attachment Five for an evaluation of the mandated factors for Commission determinations.

### ***Property Tax Agreement***

Revenue and Taxation Code Section 99(b)(6) requires adoption of a property tax exchange agreement by affected local agencies before the Commission can consider a proposed boundary change.<sup>1</sup> With respect to this proposal, the City and County previously agreed by resolution to a property tax exchange agreement applicable to the affected territory. The agreement was adopted in 2015 and specifies the provisions of the existing master property tax sharing agreement between the City and County (adopted by City Resolution No. 80-91 and County Resolution No. 80-31) shall apply to the sharing of property tax revenues generated by the affected territory. The master property tax agreement specifies the City shall receive 55% of the County's proportional share of property tax proceeds associated with the affected territory.

### ***Protest Proceedings***

Protest proceedings shall be waived in accordance with G.C. Section 56662(d) given the following facts: (1) the affected territory is uninhabited; (2) all the owners of land within the affected territory, exclusive of land owned by a private railroad company, have given their written consent to the proposal; and (3) no written opposition to a waiver of protest proceedings has been submitted by a private railroad company or a subject agency. See Attachment Six for a letter that was sent to Southern Pacific Railroad stating the Commission's intent to waive protest proceedings pursuant to G.C. Section 56662(d). No response to the letter was received as of the date of this report.

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<sup>1</sup> CSA No. 4 was formed after Proposition 13 and therefore not eligible for property tax revenues.

***Housing Allocation Bill (SB 235 – Dodd)***

The County requested continuance of the Commission’s hearing given SB 235 was on the Governor’s desk for signature at the time of the public hearing on October 7, 2019. On October 12, 2019, the Governor signed into law SB 235. This bill authorizes the City and the County to reach a mutually acceptable agreement to allow one of those jurisdictions to report on its annual production report those completed entitlements, building permits, and certificates of occupancy issued by the other jurisdiction for the development of housing if certain conditions are met. The bill requires the Board of Supervisors and the City Council to each hold a public hearing to solicit public comment on the proposed agreement and to make specified written findings based on substantial evidence before approving the agreement.

***Special Condition***

If the proposal is approved by the Commission, the City and the County have requested the following special condition be included in the adopted resolution:

The Certificate of Completion shall not be recorded until the Executive Officer is in receipt of the following:

1. Confirmation from the City of Napa (the City) and the County of Napa (the County) that a mutually acceptable agreement has been entered into by the City and the County pursuant to Government Code Section 65584.08 (effective January 1, 2020 and authorized by SB 235, Chapter 844, Statutes of 2019).
2. Confirmation from the City and the County that a mutually acceptable Memorandum of Understanding has been entered into by the City, the County, and Developer requiring an amendment to the Development Agreement, including revisions to the Affordable Housing Plan to the satisfaction of the City and the County.
3. Confirmation from the City and the County that a mutually acceptable amendment to the Memorandum of Agreement Regarding Regional Needs Allocations for Future Housing Element Planning Periods dated August 25, 2015 has been entered into by the City and the County as required to reflect the annexation of Napa Pipe to the City.

Staff believes the special condition is appropriate. If the proposal is approved by the Commission, staff recommends the Commission include the special condition in the resolution of approval. Toward this end, the draft resolution included as Attachment One includes the special condition.

## **ENVIRONMENTAL REVIEW**

The Commission serves as Responsible Agency for the proposal pursuant to CEQA Guidelines Section 15051(b)(2). The City considered the proposal pursuant to CEQA and determined that pursuant to CEQA Guidelines Section 15162, the proposal is within the scope of (a) the Environmental Impact Report for the Napa Pipe Project (“Napa Pipe EIR”), adopted January 14, 2013, by the County of Napa; and (b) the Initial Study/Addendum to the Napa Pipe EIR, adopted July 22, 2014, by the City of Napa, because no environmental effects could occur as a result of the proposal that were not previously analyzed and no new mitigation measures would be required. Staff has reviewed the Napa Pipe EIR, Initial Study/Addendum, and the evaluation of the proposal pursuant to Section 15162, and determined that no additional environmental analysis is required. If the proposal is approved, the Commission will submit a Notice of Determination stating that it has appropriately considered the prior environmental documents and that pursuant to Section 15162 no further environmental review is required. Copies of the Napa Pipe EIR and Initial Study/Addendum are available at the Commission office at 1030 Seminary Street, Suite B, Napa, California 94559.

## **ATTACHMENTS**

- 1) Draft Resolution Approving the Proposal and Making CEQA Findings
- 2) City of Napa Resolution R2019-093
- 3) Application Materials
- 4) Aerial Map of Affected Territory
- 5) Factors for Commission Determinations
- 6) Letter to Southern Pacific Railroad (dated June 20, 2019)

**RESOLUTION NO. \_\_\_\_\_**

**RESOLUTION OF  
THE LOCAL AGENCY FORMATION COMMISSION OF NAPA COUNTY  
MAKING DETERMINATIONS**

**NAPA PIPE NO. 2 REORGANIZATION**

**WHEREAS**, an application for a proposed reorganization has been filed by the landowner with the Local Agency Formation Commission of Napa County, hereinafter referred to as “Commission,” pursuant to the Cortese-Knox-Hertzberg Local Government Reorganization Act of 2000; and

**WHEREAS**, the proposal seeks Commission approval to annex approximately 45.9 acres of unincorporated land to the City of Napa along with concurrent detachment from County Service Area No. 4 and represents two entire parcels located at 1025 Kaiser Road and identified by the County Assessor’s Office as 046-400-029 and 046-412-006; and

**WHEREAS**, on September 22, 2015, the Commission approved the following concurrent actions related to the Napa Pipe project site: (1) Sphere of influence amendment for the City of Napa to include the entire project site; (2) Annexation of approximately 109.1 acres of the project site to the City of Napa; (3) Detachment of approximately 109.1 acres of the project site from County Service Area No. 4; and (4) Authorization for the City of Napa to provide a full range of municipal services to the portion of the project site that remains in unincorporated Napa County; and

**WHEREAS**, on August 6, 2019, the City of Napa adopted Resolution R2019-093 approving submittal of an application to the Commission to initiate proceedings for the annexation of the second phase of the Napa Pipe project site to the City of Napa and determining that the actions authorized were adequately analyzed by the previous California Environmental Quality Act (hereinafter “CEQA”) action; and

**WHEREAS**, the Commission’s Executive Officer has reviewed the proposal and prepared a report with recommendations; and

**WHEREAS**, the Executive Officer’s report and recommendations on the proposal have been presented to the Commission in the manner provided by law; and

**WHEREAS**, the Commission heard and fully considered all the evidence presented at noticed public hearings held on the proposal on October 7, 2019, and November 18, 2019; and

**WHEREAS**, the Commission considered all the factors required by law under Government Code Section 56668 and adopted local policies and procedures; and



**WHEREAS**, the Commission found the proposal consistent with the sphere of influence established for the City of Napa; and

**WHEREAS**, the Commission determined to its satisfaction that all owners of land included in said proposal do not object to the subject annexation; and

**WHEREAS**, in accordance with applicable provisions of CEQA, the Commission serves as Responsible Agency for the annexation.

**NOW, THEREFORE, THE COMMISSION DOES HEREBY RESOLVE, DETERMINE, AND ORDER** as follows:

1. The foregoing recitals are true and correct.
2. The Commission's determinations on the proposal incorporate the information and analysis provided in the Executive Officer's written report.
3. The Commission serves as Responsible Agency for the proposal pursuant to CEQA Guidelines Section 15051(b)(2). Pursuant to CEQA Guidelines 15162, the Commission determined that the proposal is within the scope of (a) the Environmental Impact Report for the Napa Pipe Project ("Napa Pipe EIR"), adopted January 14, 2013, by the County of Napa; and (b) the Initial Study/Addendum to the Napa Pipe EIR, adopted July 22, 2014, by the City of Napa, because no environmental effects could occur as a result of the proposal that were not previously analyzed and no new mitigation measures would be required.
4. The proposal is **APPROVED**, which includes annexation of the affected territory to the City of Napa and detachment of the affected territory from County Service Area No. 4, subject to the condition specified in item 11 below.
5. The proposal is assigned the following distinctive short-term designation:  

**NAPA PIPE NO. 2 REORGANIZATION**
6. The affected territory is shown on the map and described in the geographic description in the attached Exhibit "A".
7. The affected territory is uninhabited as defined in Government Code Section 56046.
8. The City of Napa utilizes the regular assessment roll of the County of Napa.
9. Upon effective date of the proposal, the affected territory will be subject to all previously authorized charges, fees, assessments, and taxes that were lawfully enacted by the City of Napa. The affected territory will also be subject to all of the rates, rules, regulations, and ordinances of the City of Napa.
10. The Commission authorizes conducting authority proceedings to be waived in accordance with Government Code Section 56662(d).

11. The Certificate of Completion shall not be recorded until the Executive Officer is in receipt of the following:
  - a) Confirmation from the City of Napa (the City) and the County of Napa (the County) that a mutually acceptable agreement has been entered into by the City and the County pursuant to Government Code Section 65584.08 (effective January 1, 2020 and authorized by SB 235, Chapter 844, Statutes of 2019).
  - b) Confirmation from the City and the County that a mutually acceptable Memorandum of Understanding has been entered into by the City, the County, and Developer requiring an amendment to the Development Agreement, including revisions to the Affordable Housing Plan to the satisfaction of the City and the County.
  - c) Confirmation from the City and the County that a mutually acceptable amendment to the Memorandum of Agreement Regarding Regional Needs Allocations for Future Housing Element Planning Periods dated August 25, 2015 has been entered into by the City and the County as required to reflect the annexation of Napa Pipe to the City.
12. The effective date shall be the date of recordation of the Certificate of Completion. The Certificate of Completion must be filed within one calendar year from the date of approval unless a time extension is approved by the Commission.
13. The Commission hereby directs staff to file a Notice of Determination in compliance with CEQA.

The foregoing resolution was duly and regularly adopted by the Local Agency Formation Commission of Napa County at a special meeting held on November 18, 2019, by the following vote:

AYES:           Commissioners \_\_\_\_\_  
 NOES:           Commissioners \_\_\_\_\_  
 ABSENT:       Commissioners \_\_\_\_\_  
 ABSTAIN:      Commissioners \_\_\_\_\_

\_\_\_\_\_  
 Gregory Rodeno  
 Commission Chair

ATTEST: \_\_\_\_\_  
 Brendon Freeman  
 Executive Officer

Recorded by: Kathy Mabry  
 Commission Secretary



**EXHIBIT 'A'**  
**Napa Pipe No. 2 Reorganization**  
**Annexation to the City of Napa**  
**Detachment from County Service Area No. 4**

**Located in Rincon de Los Carneros**

**GEOGRAPHIC DESCRIPTION**

Beginning at point on the westerly boundary of the Napa Pipe Reorganization as described in that Certificate of Completion filed for record September 21, 2016, under Document No. 2016-0023633, Napa County Records; said point being at the northerly terminus of the course recited as "North 02°01'42" West 1694.57 feet" within Exhibit 'A' of said Reorganization;

Course 1. from said **POINT OF BEGINNING**, North 02°01'42" West, for a distance of 785.60 feet

Course 2. North 81°18'00" West, for a distance of 76.33 feet

Course 3. North 02°01'42" West, for a distance of 284.49 feet

Course 4. North 23°03'45" East, for a distance of 276.77 feet

Course 5. North 18°49'58" East, for a distance of 251.15 feet

Course 6. North 11°58'00" East, for a distance of 221.80 feet

Course 7. North 02°12'00" East, for a distance of 286.40 feet;

Course 8. North 14°54'00" East, for a distance of 79.00 feet;

Course 9. North 61°08'00" East, for a distance of 188.40 feet;

Course 10. North 34°22'00" East, for a distance of 211.10 feet

Course 11. North 86°22'00" East, for a distance of 18.14 feet;

Course 12. South 58°38'00" East, for a distance of 117.19 feet;

Course 13. North 78°46'23" East, for a distance of 335.41 feet

Course 14. due South, for a distance of 60.12 feet

Course 15. North 86°22'00" East, for a distance of 40.08 feet to a point on said Napa Pipe Reorganization to the City of Napa

Course 16. due South, along said Napa Pipe Reorganization, for a distance of 1,567.09 feet



September 3, 2019

Page 2 of 3

Course 17. continuing along said Reorganization line, on a tangent curve concave to the West, with a radius of 4,337.27 feet, through a central angle of  $29^{\circ}18'40''$ , for a distance of 2,218.83 feet, having a chord bearing of South  $14^{\circ}39'20''$  West for a distance of 2,194.72 feet to a point common to said Napa Pipe Reorganization to the City of Napa, and Kaiser Road/State Highway 29 No. 2 Annexation, Napa Co. LAFCO Resolution No. 81-18, recorded in 1215 O.R. 679-684, NCR dated Aug. 18, 1981

Course 18. continuing along said Kaiser Road/State Highway 29 No. 2 Annexation line, on a continuation of said curve concave to the Northwest, with a radius of 4,337.27 feet, through a central angle of  $01^{\circ}14'19''$ , for a distance of 93.77 feet, having a chord bearing of South  $29^{\circ}55'50''$  West for a distance of 93.76 feet

Course 19. South  $30^{\circ}33'00''$  West, for a distance of 381.36 feet

Course 20. leaving said Kaiser Road/State Highway 29 No. 2 Annexation line North  $59^{\circ}27'00''$  West, for a distance of 80.00 feet to a point on said Napa Pipe Reorganization to the City of Napa

Course 21. along said Napa Pipe Reorganization line, North  $30^{\circ}33'00''$  East for a distance of 381.36 feet

Course 22. on a tangent curve concave to the Northwest, with a radius of 4,257.27 feet, through a central angle of  $20^{\circ}38'19''$ , for a distance of 1,533.53 feet, having a chord bearing of North  $20^{\circ}13'49''$  East for a distance of 1,525.25 feet

Course 23. continuing along said Napa Pipe Reorganization line, on a non tangent curve concave to the South, having a radial bearing of North  $05^{\circ}48'01''$  West, with a radius of 9,956.00 feet, through a central angle of  $01^{\circ}16'16''$ , for a distance of 220.86 feet, having a chord bearing of South  $83^{\circ}33'51''$  West for a distance of 220.85 feet

Course 24. due North, for a distance of 44.34 feet

Course 25. on a non tangent curve concave to the South, having a radial bearing of North  $07^{\circ}02'24''$  West, with a radius of 10,000.00 feet, through a central angle of  $03^{\circ}15'23''$ , for a distance of 568.34 feet, having a chord bearing of South  $81^{\circ}19'55''$  West for a distance of 558.27 feet to the Point of Beginning

Containing 50.7 acres of land, more or less.

The above description is for assessment purposes only. This description of land is not a legal property description as defined in the Subdivision Map Act and may not be used as the basis for an offer for sale of the land described.



Prepared by:

BKF ENGINEERS

A circular professional seal for Ralph H. Thomas, a Professional Land Surveyor in the State of California. The seal contains the text 'PROFESSIONAL LAND SURVEYOR', 'RALPH H. THOMAS', 'NO. 4760', and 'STATE OF CALIFORNIA' with a star. A signature of Ralph H. Thomas is written across the seal.

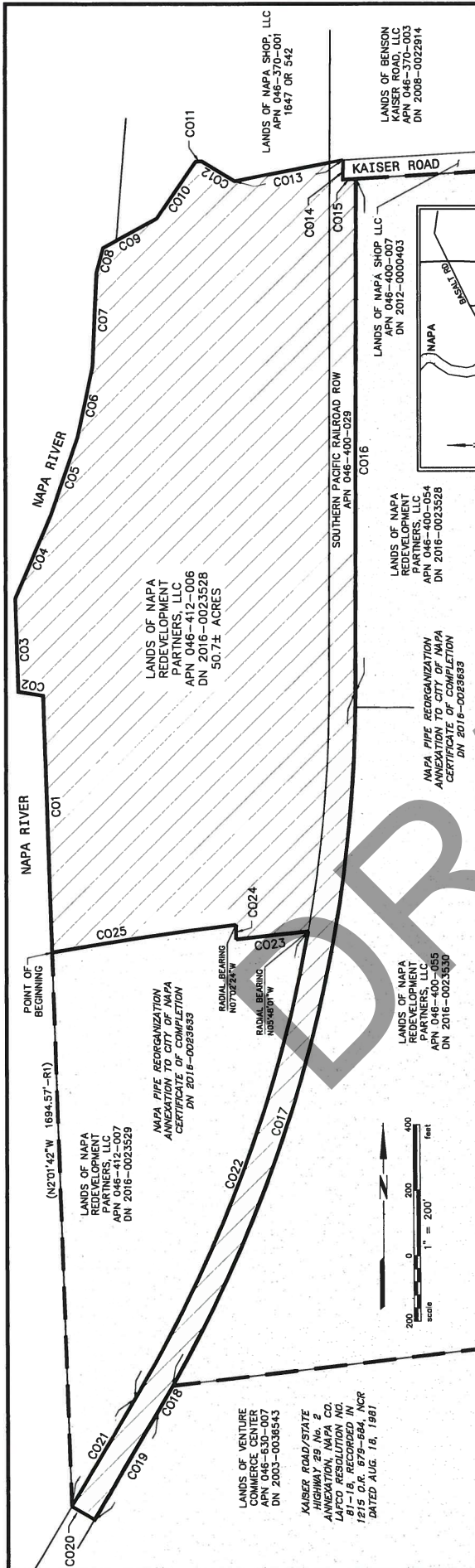
Ralph H. Thomas, PLS. No. 4760

Dated: 10/15/2019

DRAFT

**FINAL**





**LAFCO'S CERTIFICATE**  
 APPROVED BY NAPA LOCAL AGENCY FORMATION COMMISSION IN RESOLUTION NO. \_\_\_\_\_ DATED \_\_\_\_\_

BY: \_\_\_\_\_ EXECUTIVE OFFICER DATE: \_\_\_\_\_

**RECORDER'S CERTIFICATE**  
 RECORDED AT THE REQUEST OF THE EXECUTIVE OFFICER OF THE NAPA LOCAL AGENCY FORMATION COMMISSION, THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 20\_\_\_\_, IN BOOK \_\_\_\_\_ OF MAPS, AT PAGE \_\_\_\_\_, NAPA COUNTY RECORDS.

COUNTY RECORDER \_\_\_\_\_  
 DEPUTY \_\_\_\_\_

**CITY ENGINEER'S CERTIFICATE**  
 I, JOHN G. FERONS, CITY ENGINEER OF THE CITY OF NAPA, HEREBY CERTIFY THAT THE MAP HEREON SHOWN CONFORMS TO THE REQUIREMENTS OF TITLE 4, DIVISION 1, CHAPTER 1, ARTICLE 3 OF THE GOVERNMENT CODE OF THE STATE OF CALIFORNIA AND TO THE DESCRIPTION OF THE REORGANIZATION AS ADOPTED BY NAPA LAFCO IN RESOLUTION NO. \_\_\_\_\_ DATED \_\_\_\_\_.

DATE \_\_\_\_\_  
 JOHN G. FERONS  
 R.C.E. 59468  
 ENGINEER, CITY OF NAPA  
 STATE OF CALIFORNIA

**LEGEND**

- EXISTING CITY BOUNDARY ESTABLISHED BY NAPA PIPE REORGANIZATION ANNEXATION TO CITY OF NAPA, CERTIFICATE OF COMPLETION, DN 2016-0023528, N.C.C.R.
- PROPOSED CITY BOUNDARY
- AREA TO BE ANNEXED
- CITY OF NAPA

**ABBREVIATIONS**

- A DELTA
- APN ASSESSORS PARCEL NUMBER
- CO COURSE BEARING
- CH.B DOCUMENT NUMBER
- DN DOCUMENT NUMBER
- NCR NAPA COUNTY RECORDS
- O.R. OFFICIAL RECORDS
- R RADIUS
- ROW RIGHT OF WAY

**COURSE TABLE**

COURSE NUMBER	COURSE
CO1	N02°14'27"W 785.60'
CO2	N81°10'00"W 76.33'
CO3	N02°01'42"W 284.48'
CO4	N23°03'45"E 276.77'
CO5	N18°49'58"E 291.15'
CO6	N11°58'00"E 221.80'
CO7	N02°12'00"E 286.40'
CO8	N14°54'00"E 70.00'
CO9	N61°08'00"E 188.40'
CO10	N34°22'00"E 211.10'
CO11	N85°22'00"E 181.14'
CO12	S88°39'00"E 171.19'
CO13	N76°46'32"E 335.41'
CO14	DUE SOUTH 60.12'
CO15	N85°22'00"E 40.08'
CO16	DUE SOUTH 1,557.09'
CO17	R=4,327.27', Δ=29°19'49", L=1,533.53'
CO18	R=4,327.27', Δ=34°16'19", L=1,533.77'
CO19	CH.B=526550"W 53.78'
CO20	S30°33'00"W 361.36'
CO21	N89°27'00"W 80.00'
CO22	N30°33'00"E 361.36'
CO23	R=4,257.27', Δ=30°38'19", L=1,533.53'
CO24	CH.B=N201549'E 1,323.25'
CO25	R=9,856.00', Δ=01°16'16", L=220.86'
	CH.B=S833515"W 220.85'
	DUE NORTH 44.34'
	R=10,000.00', Δ=03°15'23", L=566.34'
	CH.B=S811955"W 566.27'

**PRECEDENCE**  
 RALPH THOMAS  
 P.L.S. 47660 / 14 / 2019  
 DATE: \_\_\_\_\_  
 STATE OF CALIFORNIA

**VICINITY MAP**  
 NOT TO SCALE

**NAPA PIPE NO. 2 REORGANIZATION ANNEXATION TO THE CITY OF NAPA AND DETACHMENT FROM COUNTY SERVICE AREA NO. 4**  
 LOCATED IN RINCON DE LOS CABERROS (NAPA REDEVELOPMENT PARTNERS, LLC.)  
 CITY AND COUNTY OF NAPA,  
 STATE OF CALIFORNIA  
 OCTOBER 2019

**BKF**  
 ENGINEERS / SURVEYORS / PLANNERS  
 200 19th St. Ste. 300 Santa Rosa, CA 95407  
 (707) 536-6666

APN 046-412-006, 046-400-029 JOB NO. 2016S16S SHEET 1 OF 1 SHEETS

Resolution for Napa Pipe No. 2 Reorganization

## RESOLUTION R2019-093

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF NAPA, STATE OF CALIFORNIA, APPROVING SUBMITTAL OF AN APPLICATION ON BEHALF OF THE CITY OF NAPA TO THE LOCAL AGENCY FORMATION COMMISSION OF NAPA COUNTY TO INITIATE PROCEEDINGS FOR THE ANNEXATION OF THE SECOND PHASE OF THE NAPA PIPE PROPERTY INTO THE CITY OF NAPA AND DETERMINING THAT THE ACTIONS AUTHORIZED BY THIS RESOLUTION WERE ADEQUATELY ANALYZED BY A PREVIOUS CEQA ACTION

WHEREAS, in June 2013 and December 2014, the County of Napa (the "County") granted Napa Redevelopment Partners, LLC ("NRP"), the owner of property commonly known as the Napa Pipe Property, which is approximately 154 acres in size, located at 1025 Kaiser Road (the "Property"), multiple land use approvals (collectively the "Project Approvals") for a mixed-use project known as Napa Pipe (the "Project"); and

WHEREAS, in October 2013, the City of Napa (the "City") and the County executed a Memorandum of Understanding and Agreement Relating to the Development of the Napa Pipe Property (City of Napa Agreement No. C2013 422) ("MOU") to establish a process by which the City and County would work together to implement the Project; and

WHEREAS, in January 2015, as contemplated by the MOU, the County entered into a Development Agreement with NRP (Napa County Agreement No. 8264) (the "DA"), which was subsequently amended in September 2015, to guide and regulate the development of the Project; and

WHEREAS, in August 2015, as required by the DA and MOU, multiple agreements to implement the MOU and facilitate the development of the Project (the "Project Agreements") were entered between the City and County, and the City and NRP; and

WHEREAS, one of the Project Agreements, Annexation Consent, Protest Waiver, and Water Service Agreement by and between the City of Napa and Napa Redevelopment Partners (City Agreement No. C2015 224) (the "Agreement"), established: (a) a two-step annexation of the Property (the "Phased Annexation") that included the annexation of a majority of the Property immediately after the execution of the Agreement, with the second step (the "Second Phase Annexation") annexing into the City by December 2022; (b) authorized the City Manager to approve the submittal of an application for reorganization to the Local Agency Formation Commission of Napa County ("LAFCO") on behalf of the City by NRP; and (c) the waiver of NRP's rights to protest the Phased Annexation; and

WHEREAS, in September 2016, the first step of the Phased Annexation was completed with the annexation of approximately 111 acres into the City; and

WHEREAS, NRP has requested that the City consider the Second Phase Annexation ahead of the December 2022 deadline established by the Agreement (the "Proposal"); and

WHEREAS, the reasons for the Proposal include the development of land in accordance with the City's General Plan and providing for logical boundaries and service provision in the area; and

WHEREAS, factors established in Government Code Section 56668 have been identified and shall be considered by the LAFCO in review of the Proposal; and

WHEREAS, the City desires to initiate proceedings pursuant to the Cortese-Knox-Hertzberg Local Government Reorganization Act of 2000 (the "Act"), commencing with California Government Code Section 56000, for the annexation of the Site (defined below); and

WHEREAS, the Agreement authorized NRP as the chief petitioner to file the Proposal with LAFCO; and

WHEREAS, a description of the Second Phase Annexation site ("Site") is set forth in Exhibit A attached hereto and incorporated herein; and

WHEREAS, the Site is uninhabited pursuant to the Act; and

WHEREAS, the Site is located within the City's Rural Urban Limit and within the City's Sphere of Influence; and

WHEREAS, the Site is located within the Master Plan: Napa Pipe - Mixed-Use Residential-Waterfront Zoning District and within the Airport Compatibility Overlay District; and

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

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

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

2. The City Council hereby determines that pursuant to CEQA Guidelines Sections 15162 and 15168(c)(2), the Proposal is within the scope of (a) the Environmental Impact Report for the Napa Pipe Project ("Napa Pipe EIR"), adopted January 14, 2013 by the County of Napa; and (b) the Initial Study / Addendum to the Napa Pipe EIR, adopted



July 22, 2014 by the City of Napa, because no environmental effects could occur as a result of the Proposal that were not previously analyzed in the EIR and no new mitigation measures would be required. The City Council hereby additionally finds, as required by California Public Resources Code Section 21082.1(c)(3) and California Code of Regulations Section 15074(b) that this determination reflects the City Council's independent judgement and analysis.

3. The City Council hereby finds that the Site has been pre-zoned and will be within the Master Plan: Napa Pipe - Mixed-Use Residential-Waterfront (MP-NP-MUR-W) Zoning District and the Airport Compatibility (AC) Overlay District upon annexation.

4. The City Council hereby consents to annexation of the Site.

5. The City Council hereby requests LAFCO to initiate proceedings for the annexation of the Site as shown in Exhibit A according to the terms and conditions stated herein and in the manner provided by the Act.

6. This Resolution shall become effective on the day following the Council's approval of this Resolution.

I HEREBY CERTIFY that the foregoing Resolution was duly adopted by the City Council of the City of Napa at a public meeting of said City Council held on the 6<sup>th</sup> day of August, 2019, by the following vote:

AYES: Gentry, Alessio, Luros, Sedgley, Techel

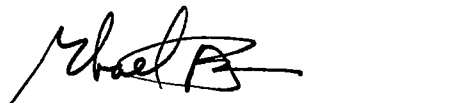
NOES: None

ABSENT: None

ABSTAIN: None

ATTEST:   
Tiffany Carranza  
City Clerk

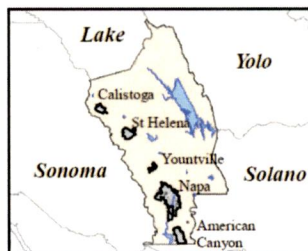
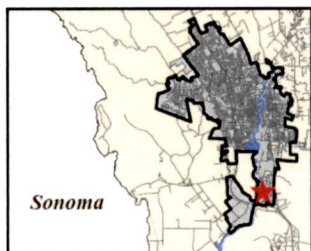
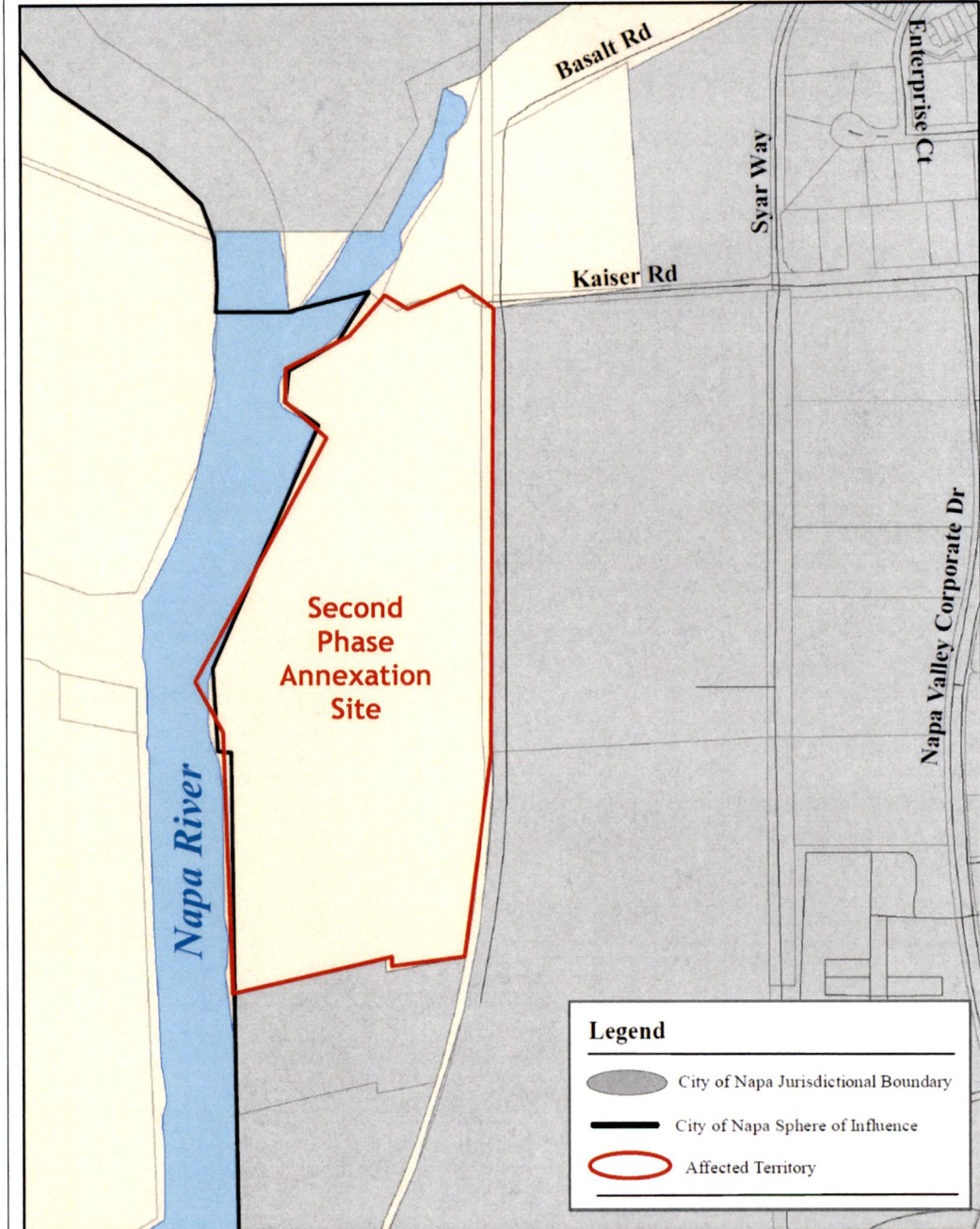
Approved as to form:



Michael W. Barrett  
City Attorney

### EXHIBIT "A"

Napa Pipe No. 2 Reorganization:  
Annexation to the City of Napa and Detachment from County Service Area No. 4



*Not to Scale*  
*Prepared by LAFCO Staff*

**LAFCO of Napa County**  
1030 Seminary Street, Suite B  
Napa, California 94559  
<http://www.napa.lafco.ca.gov>

**FORM B**

Date Filed:

6/7/19

Received By:

BF

**PETITION FOR PROPOSAL**

For Filing with the Local Agency Formation Commission of Napa County

A proposal for a change of organization made by a landowner or registered voter shall be initiated by petition. The petition shall state the nature of the proposal and all associated proposed changes of organization. It shall also state the reason for the proposal and enumerate and include supporting information as required under Government Code Section 56700. The petition must be submitted to the Executive Officer for filing within 60 days after the last signature is affixed. Applicants are encouraged to use this form.

**Nature of Proposal and All Associated Changes of Organization:**

Proposal is to change the City of Napa's boundary to include all portions of what is commonly referred to as the Napa Pipe site. Currently, on the west side of the railroad tracks, there are approximately 43 acres of Napa Pipe remaining in unincorporated Napa County which is subject to this annexation application. The subject area is designated under the County of Napa Zoning Ordinance NP-MUR-W:AC, and pre-zoned under the City of Napa's Zoning Ordinance as MP:NP-MUR-W:AC. Concurrent with the annexation will be a detachment from County Services Area #4.

**Description of Boundaries of Affected Territory Accompanied by Map:**

The Napa Pipe site consists of four contiguous parcels totaling 154 acres. The site is immediately southwest of the intersection of Kaiser Road and Basalt Road. It is bordered on the west by the Napa River, and is surrounded on the other 3 sides by the City of Napa. The Affected Territory is the the remaining approximately 43 acres that were not annexed into the City in the first phase of the phased annexation, located between the Napa River and the railroad tracks (See location map).

**Reason for Proposal and Any Proposed Conditions:**

Per the Annexation Consent, Protest Waiver and Water Service Agreement between the City of Napa and Napa Redevelopment Partners, LLC, the City of Napa annexed the commercial land into its boundaries as the first step of the full annexation of the Napa Pipe site. The Second Phase Annexation, which affects the remainder of the Napa Pipe property, was contemplated to occur on or before December 31, 2022. This application requests that the Second Phase Annexation be accelerated in order to effect the shared interest of the City and the County, commencement of the Napa Pipe project.

Following the annexation of the remainder of the Site, Napa Redevelopment Partners is seeking an amendment to the project approvals to allow for residential development on a portion of the previously annexed area, in the first phase of the project. No change to the total number of residential units or commercial development is being proposed.

The subject portion has been pre-zoned MP:NP-MUR-W:AC by the City of Napa, consistent with current County of Napa zoning NP-MUR-W:AC.

**Sphere of Influence Consistency:**



Yes



No

**If Landowner Petition, Complete the Following:**

- 1) Name: Napa Redevelopment Partners, LLC (Keith Rogal, Agent)
- Mailing Address: 1025 Kaiser Road, Napa CA, 94558
- Assessor Parcel: 046-412-006 (mixed-use resi parcel), 046-400-029 (Southern Pacific railroad parcel)
- Signature: Keith H. Rogal Date: June 7, 2019
- 2) Name: \_\_\_\_\_
- Mailing Address: \_\_\_\_\_
- Assessor Parcel: \_\_\_\_\_
- Signature: \_\_\_\_\_ Date: \_\_\_\_\_
- 3) Name: \_\_\_\_\_
- Mailing Address: \_\_\_\_\_
- Assessor Parcel: \_\_\_\_\_
- Signature: \_\_\_\_\_ Date: \_\_\_\_\_

**If Registered Voter Petition, Complete the Following:**

- 1) Name: \_\_\_\_\_
- Mailing Address: \_\_\_\_\_
- Resident Address: \_\_\_\_\_
- Signature: \_\_\_\_\_ Date: \_\_\_\_\_
- 2) Name: \_\_\_\_\_
- Mailing Address: \_\_\_\_\_
- Resident Address: \_\_\_\_\_
- Signature: \_\_\_\_\_ Date: \_\_\_\_\_
- 3) Name: \_\_\_\_\_
- Mailing Address: \_\_\_\_\_
- Resident Address: \_\_\_\_\_
- Signature: \_\_\_\_\_ Date: \_\_\_\_\_



FORM D

Date Filed: 6/7/19Received By: BF

**JUSTIFICATION OF PROPOSAL**  
Change of Organization/Reorganization

**I. APPLICANT INFORMATION**

A. Name:	Keith Rogal	Napa Redevelopment Partners, LLC		
	Contact Person	Agency/Business (If Applicable)		
Address:	1025 Kaiser Road, Napa CA 94558			
	Street Number	Street Name	City	Zip Code
Contact:	707-251-0123	keith@rogal.net		
	Phone Number	Facsimile Number	E-Mail Address	

B. Applicant Type: (Check One)

Local Agency     
 Registered Voter     
 Landowner

**II. PROPOSAL DESCRIPTION**

A. Affected Agencies:	City of Napa	1600 First Street, Napa CA 94558
	Name	Address
	County of Napa	1195 Third Street, Napa CA 94558
	Name	Address
	Name	Address

*Use Additional Sheets as Needed*

B. Proposal Type: (Check as Needed)

<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Annexation	Detachment	City Incorporation	District Formation
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
City/District Dissolution	City/District Merger	Service Activation (District Only)	Service Divestiture (District Only)

**C. Purpose Statement:**

Per the Annexation Consent, Protest Waiver and Water Service Agreement between the City of Napa and Napa Redevelopment Partners, LLC, the City of Napa annexed the commercial land into its boundaries as the first step of the full annexation of the Napa Pipe site. The Second Phase Annexation, which affects the remainder of the Napa Pipe property, was contemplated to occur on or before December 31, 2022. This application requests that the Second Phase Annexation be accelerated in order to effect the shared interest of the City and the County, commencement of the Napa Pipe project.

Following the annexation of the remainder of the Site, Napa Redevelopment Partners is seeking an amendment to the project approvals to allow for residential development on a portion of the previously annexed area, in the first phase of the project. No change to the total number of residential units or commercial development is being proposed.

The subject portion has been pre-zoned MP:NP-MUR-W:AC by the City of Napa, consistent with current County of Napa zoning NP-MUR-W:AC.

III. GENERAL INFORMATION

<b>A. Location:</b>	1025 Kaiser Road, Napa CA 94558	046-412-006	~43 acres
	Street Address	Assessor Parcel Number	Acres
	Southern Pacific Railroad ROW	046-400-029	~3 acres
	Street Address	Assessor Parcel Number	Acres
	Street Address	Assessor Parcel Number	Acres
	Street Address	Assessor Parcel Number	Acres
	Total Location Size (Including Right-of-Ways)		~46 acres

B. Landowners:

- (1) Assessor Parcel Number : 046-412-006 Name: Napa Redevelopment Partners, LLC  
Mailing Address: 1025 Kaiser Road, Napa CA 94558  
Phone Number: 707-251-0123 E-mail: keith@rogal.net
- (2) Assessor Parcel Number : \_\_\_\_\_ Name: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_  
Phone Number: \_\_\_\_\_ E-mail: \_\_\_\_\_
- (3) Assessor Parcel Number : \_\_\_\_\_ Name: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_  
Phone Number: \_\_\_\_\_ E-mail: \_\_\_\_\_
- (4) Assessor Parcel Number : \_\_\_\_\_ Name: \_\_\_\_\_  
Mailing Address: \_\_\_\_\_  
Phone Number: \_\_\_\_\_ E-mail: \_\_\_\_\_

Use Additional Sheets As Needed

C. Population:

- (1) Total Number of Residents: 0
- (2) Total Number of Registered Voters: 0

**D. Land Use Factors:**

- (1a) County General Plan Designation: Napa Pipe Mixed Use
- (1b) County Zoning Standard: NP-MUR-W:AC
- (2a) Applicable City General Plan Designation: Mixed Use
- (2b) Applicable City Prezoning Standard: MP:NP-MUR-W:AC

**E. Existing Land Uses:** (Specific) The site was originally developed and was used for industrial and shipyard uses since before World War II. There are no business operating on site, and the site currently contains a range of industrial facilities including materials handling equipment, rail spurs, waterfront improvements, and offices.

**F. Development Plans:**

- (1a) Territory Subject to a Development Project?  Yes  No

(1b) If Yes, Describe Project: \_\_\_\_\_  
 At full buildout, the Napa Pipe project will be up to 945 residential units, public open space, neighborhood retail and restaurants, a continuing care facility, a wholesale membership warehouse store, a hotel, and a business park. The commercial portions of the site have already annexed to the City of Napa, and the portion of the site subject to this annexation is designated for mixed-use residential.

(1c) \_\_\_\_\_

**G. Physical Characteristics:**

- (1) Describe Topography:  
The whole site is a flat 154-acre industrial site that ranges in elevation from approximately 6 to 9 feet above mean sea level.

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- (2) Describe Any Natural Boundaries:  
The site is bounded by the Napa River (west), industrial uses (north), the Napa Valley Commons Corporate Park (east and south), and the Bedford Slough (south).
- (3) Describe Soil Composition and Any Drainage Basins:  
The site is covered with a layer of fill that ranges from approximately 2 to 13 feet in thickness. The fill consists mainly of imported clay, silt, and gravel that covers the native surficial soils, estuarine and alluvial sediments throughout the site. The site is divided into two major drainage areas, to the east and the west of the railroad right-of-way.
- (4) Describe Vegetation:  
The site is largely paved and devoid of vegetation. There is an existing wetland near the south end of the diagonal ditch in the southeastern portion of the site.

- H. Williamson Act Contracts**  Yes  No  
(Check One)

**IV. GOVERNMENTAL SERVICES AND CONTROLS**

**A. Plan For Providing Services: See following pages**

(1) Enumerate and Describe Services to Be Provided to the Affected Territory:

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(2) Level and Range of Services to Be Provided to the Affected Territory:

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(3) Indication of When Services Can Feasibly Be Extended to the Affected Territory:

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(4) Indication of Any Infrastructure Improvements Necessary to Extend Services to the Affected Territory:

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(5) Information On How Services to the Affected Territory Will Be Financed:

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*Use Additional Sheets As Needed*



**JUSTIFICATION OF PROPOSAL**  
**Change of Organization/Reorganization**

**Napa Pipe Project**

**IV. GOVERNMENTAL SERVICES AND CONTROLS**

**A. Plan For Providing Services:**

**(1) Enumerate and Describe Services to Be Provided to the Affected Territory:**

Potable Water:	City of Napa Water Department
Sewer:	Napa Sanitation District
Solid Waste/Recycling:	Napa-Vallejo Waste Management Agency
Electricity/Natural Gas:	Pacific Gas & Electric
Fire:	City of Napa Fire Department
Police:	City of Napa Police Department

**(2) Level and Range of Services to Be Provided to the Affected Territory:**

Level and range of services to be provided are those necessary to serve 154,000 sq. ft. membership warehouse store and gas station (Costco); 100,000 sq. ft. of Office Space; 75,000 sq. ft. of industrial, research and development, warehousing, distribution; 150 room hotel; and associated parks and open space. The service needs of the project are described in the Final Environmental Impact Report certified by the County for the project in June 2013, as supplemented by addenda prepared by the City of Napa.

**(3) Indication of When Services Can Feasibly Be Extended to the Affected Territory:**

NSD currently serves, and would continue to provide sewer services to the Affected Territory.

PG&E currently serves, and would continue to provide energy services to the Affected Territory.

Napa-Vallejo Waste Management Agency currently oversees solid waste disposal in the Affected Territory. Garbage and recycling collection at the Affected Territory is currently provided by, and will continue to be provided by, Napa County Recycling and Waste Services (NCRWS).

The City of Napa currently provides, and would continue to provide water service to the Affected Territory.

City shall provide all other required municipal services, including fire and police, upon approval of this annexation application.

**(4) Indication of Any Infrastructure Improvements Necessary to Extend Services to the Affected Territory:**

**JUSTIFICATION OF PROPOSAL**

Change of Organization/Reorganization

Napa Pipe Project

The following offsite improvements are required to provide City water service to the Affected Territory: Treatment system updates at Barwick Jamieson Treatment Plan; 24-inch pipeline on Hwy 221; Imola Tank and Pipeline; Approximately 2,500 feet of 12-inch water line on Napa Valley Corporate Drive and Soscol Ferry Road

NSD has performed studies to determine the capacity of its facilities to serve the Affected Territory. Based on those studies, some improvements already identified in the NSD's master plan may need to be accelerated. On site improvements needed to tie into the NSD system would be constructed by the landowner.

The Landowner would be responsible for providing the local infrastructure necessary to provide these electric and gas utilities to the Affected Territory; Pacific Gas & Electric would be responsible for regional infrastructure. New on-site utility lines for electricity and gas would be placed underground, and the existing transmission tower and utility lines would remain on-site.

(5) Information On How Services to the Affected Territory Will Be Financed:

For water service, a Water Capacity Fee is imposed on all development at the Affected Territory pursuant to and in the amounts set forth in Table 4 of that certain Napa Pipe Water Capacity Fee Report dated July 15, 2015. Per the Water Agreement between the project Landowner and the City, the Landowner reimburses the City for the proportional share of costs for certain treatment, transmission and storage infrastructure required to provide water service to the Affected Territory.

For sewer service, the project is required to implement mitigation requiring the payment of connection fees, sewer service fees to NSD, and funding planned improvements as described in NDS's 2011 master plan studies. (See Napa Pipe EIR, Mitigation Measure UTIL-1.)

For other services, Landowner will pay the costs of infrastructure as necessary to serve the Affected Territory and to mitigate impacts on the community of the development of the Affected Territory.

**V. ENVIRONMENTAL INFORMATION**

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**A. Environmental Analysis**

(1) **Lead Agency for Proposal:** City of Napa  
Name

(2) **Type of Environmental Document Previously Prepared for Proposal:**

- Environmental Impact Report and Addendum
- Negative Declaration/Mitigated Negative Declaration
- Categorical/Statutory Exemption: \_\_\_\_\_  
Type
- None

*Provide Copies of Associated Environmental Documents*

**VI. ADDITIONAL INFORMATION**

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**A. Approval Terms and Conditions Requested For Commission Consideration:**

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*Use Additional Sheets As Needed*

**B. Identify Up to Three Agencies or Persons to Receive Proposal Correspondence:**  
(Does not include affected landowners or residents)

- (1) **Recipient Name:** Vincent Smith, City of Napa Community Development Director  
**Mailing Address:** 1600 First Street, Napa CA 94558  
**E-Mail:** vsmith@cityofnapa.org

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- (2) **Recipient Name:** Molly Rattigan, Deputy County Executive Officer  
**Mailing Address:** 1195 Third Street, Napa CA, 94558  
**E-Mail:** molly.rattigan@countyofnapa.org

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- (3) **Recipient Name:** \_\_\_\_\_  
**Mailing Address:** \_\_\_\_\_  
**E-Mail:** \_\_\_\_\_

**VII. CERTIFICATION**

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I certify the information contained in this application is correct. I acknowledge and agree the Local Agency Formation Commission of Napa County is relying on the accuracy of the information provided in my representations in order to process this application proposal.

**Signature:** Keith K. Rogal

**Printed Name:** Keith Rogal

**Title:** Principal, Napa Redelopment Partners, LLC

**Date:** June 7, 2019

**Indemnification Agreement**

**Name of Proposal: Napa Pipe No. 2 Reorganization**

Should the Local Agency Formation Commission of Napa County ("Napa LAFCO") be named as a party in any litigation (including a "validation" action under California Civil Code of Procedure 860 et seq.) or administrative proceeding in connection with a proposal, the applicant \_\_\_\_\_ and/or ~~Napa Redevelopment Partners, LLC~~ (real party in interest: the landowner) agree to indemnify, hold harmless, and promptly reimburse Napa LAFCO for:

- 1. Any damages, penalties, fines or other costs imposed upon or incurred by Napa LAFCO, its agents, officers, attorneys, and employees from any claim, action, or proceeding brought against any of them, the purpose of which is to attack, set aside, void, or annul the approval of this application or adoption of the environmental document which accompanies it. The Napa LAFCO Executive Officer may require a deposit of funds to cover estimated expenses of the litigation. Applicant and/or real party in interest agree that Napa LAFCO shall have the right to appoint its own counsel to defend it and conduct its own defense in the manner it deems in its best interest, and that such actions shall not relieve or limit Applicant's and/or real party in interest's obligations to indemnify and reimburse defense cost; and
- 2. All reasonable expenses and attorney's fees in connection with the defense of Napa LAFCO.

This indemnification obligation shall include, but is not limited to, expert witness fees or attorney fees that may be asserted by any person or entity, including the applicant, arising out of, or in connection with, the approval of this application. This indemnification is intended to be as broad as permitted by law.

\_\_\_\_\_  
Agency Representative Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Date

Keith H. Rogal  
\_\_\_\_\_  
Principal Landowner Signature  
Keith Rogal

\_\_\_\_\_  
Print Name

June 7, 2019

\_\_\_\_\_  
Date



**EXHIBIT 'A'**  
**Napa Pipe No. 2 Reorganization leg**  
**Annexation to the City of Napa**  
**Detachment from County Service Area No. 4**

**GEOGRAPHIC DESCRIPTION**

Beginning at point on the westerly boundary of the Napa Pipe Reorganization as described in that Certificate of Completion filed for record September 21, 2016, under Document No. 2016-0023633, Napa County Records; said point being at the northerly terminus of the course recited as "North 02°01'42" West 1694.57 feet" within Exhibit 'A' of said Reorganization;

thence from said **POINT OF BEGINNING**, following the boundary of said Napa Pipe Reorganization, on a curve to the right, from a tangent that bears North 79°42'13" East, with a radius of 10,000.00 feet, through a central angle of 03°15'23", for a distance of 568.34 feet;

thence, due South, for a distance of 44.34 feet;

thence, along a non tangent curve to the right, from a tangent that bears, North 82°55'44" East, with a radius of 9,956.00 feet, through a central angle of 01°16'16", for a distance of 220.86 feet to the west line of the Southern Pacific Railroad;

thence, along said west line of the Southern Pacific Railroad, on a non tangent curve to the right, from a tangent that bears, South 09°53'43" West, with a radius of 4,257.27 feet, through a central angle of 20°38'19", for a distance of 1,533.53 feet;

thence, continuing along said west line, South 30°33'00" West, for a distance of 381.36 feet;

thence, leaving said west line, South 59°27'00" East, for a distance of 80.00 feet to the east line of the Southern Pacific Railroad;

thence, along said east line of the Southern Pacific Railroad, North 30°33'00" East, for a distance of 381.36 feet;

thence, continuing along said east line, on a non tangent curve to the left, from a tangent that bears, North 30°32'59" East, with a radius of 4,337.27 feet, through a central angle of 30°32'59", for a distance of 2,312.60 feet;

thence, due North, for a distance of 1,567.09 feet;

thence, leaving said line of the Southern Pacific Railroad, South 86°22'00" West, for a distance of 40.08 feet;

thence, due North, for a distance of 60.12 feet;

thence, South 78°46'23" West, for a distance of 335.41 feet;

thence, North 58°38'00" West, for a distance of 117.19 feet;



May 31, 2019  
Page 2 of 2

thence, South 86°22'00" West, for a distance of 18.14 feet;  
thence, South 34°22'00" West, for a distance of 211.10 feet;  
thence, South 61°08'00" West, for a distance of 188.40 feet;  
thence, South 14°54'00" West, for a distance of 79.00 feet;  
thence, South 02°12'00" West, for a distance of 286.40 feet;  
thence, South 11°58'00" West, for a distance of 221.80 feet;  
thence, South 18°49'58" West, for a distance of 251.15 feet;  
thence, South 23°03'45" West, for a distance of 276.77 feet;  
thence, South 02°01'42" East, for a distance of 284.49 feet;  
thence, South 02°01'42" East, for a distance of 785.60 feet to the Point of Beginning of the hereinabove described parcel of land.

Containing 50.68 acres of land, more or less.

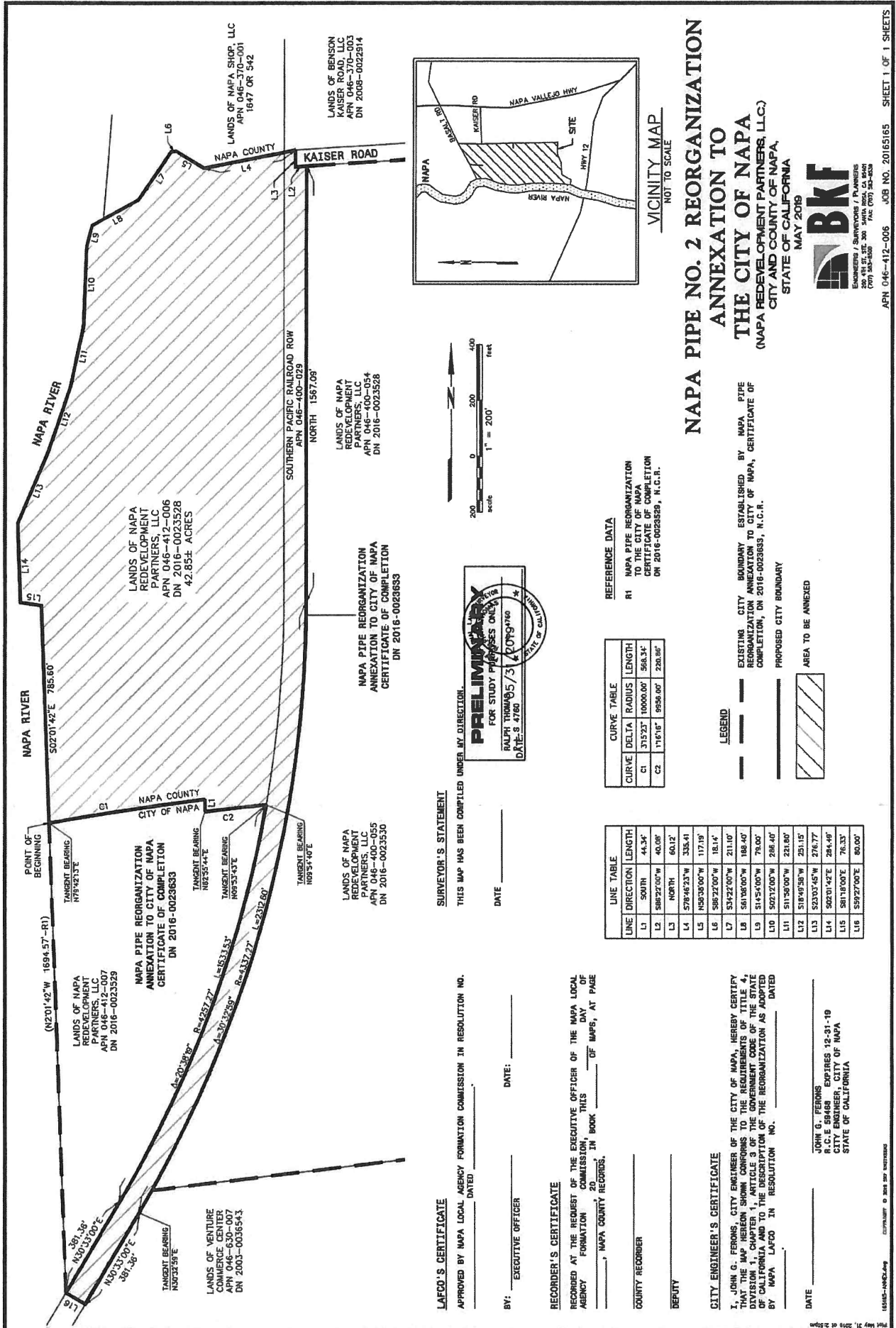
Prepared by:

BKF ENGINEERS

**DRAFT**

\_\_\_\_\_  
Ralph H. Thomas, PLS. No. 4760

Dated: \_\_\_\_\_



**LAFCO'S CERTIFICATE**

APPROVED BY NAPA LOCAL AGENCY FORMATION COMMISSION IN RESOLUTION NO. \_\_\_\_\_ DATED \_\_\_\_\_

BY: EXECUTIVE OFFICER \_\_\_\_\_ DATE: \_\_\_\_\_

**RECORDER'S CERTIFICATE**

RECORDED AT THE REQUEST OF THE EXECUTIVE OFFICER OF THE NAPA LOCAL AGENCY FORMATION COMMISSION, THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2016, MAPS, AT PAGE \_\_\_\_\_, NAPA COUNTY RECORDS.

COUNTY RECORDER \_\_\_\_\_

DEPUTY \_\_\_\_\_

**CITY ENGINEER'S CERTIFICATE**

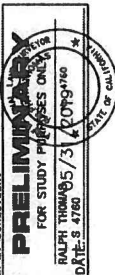
I, JOHN G. FERNS, CITY ENGINEER OF THE CITY OF NAPA, HEREBY CERTIFY THAT THE MAP HEREON SHOWN CONFORMS TO THE REQUIREMENTS OF TITLE 4, CHAPTER 10, PARTICLE 10.0100 OF THE PUBLIC UTILITIES CODE OF THE STATE OF CALIFORNIA AND TO THE DESCRIPTION OF THE REORGANIZATION AS ADAPTED BY NAPA LAFCO IN RESOLUTION NO. \_\_\_\_\_ DATED \_\_\_\_\_.

DATE \_\_\_\_\_  
 JOHN G. FERNS  
 R.C.E. 58468 EXPIRES 12-31-19  
 CITY ENGINEER, CITY OF NAPA  
 STATE OF CALIFORNIA

**SURVEYOR'S STATEMENT**

THIS MAP HAS BEEN COMPILED UNDER MY DIRECTION.

DATE \_\_\_\_\_



LINE	DIRECTION	LENGTH
L1	S00°18'W	44.34'
L2	S88°22'00"W	40.08'
L3	N0°00'00"W	60.12'
L4	S78°46'23"W	335.41'
L5	N50°36'00"W	117.19'
L6	S85°22'00"W	181.4'
L7	S32°22'00"W	211.10'
L8	S61°05'00"W	188.40'
L9	S14°55'00"W	78.00'
L10	S02°12'00"W	288.40'
L11	S12°00'00"W	221.80'
L12	S18°49'58"W	291.15'
L13	S23°03'45"W	276.77'
L14	S02°01'42"E	284.49'
L15	S81°18'00"E	76.33'
L16	S59°27'00"E	80.00'

CURVE	DELTA	RADIUS	LENGTH
C1	375.23'	10000.00'	568.34'
C2	116°16'	9556.00'	220.86'

**REFERENCE DATA**  
 R1 NAPA PIPE REORGANIZATION TO THE CITY OF NAPA, CERTIFICATE OF COMPLETION DN 2016-0023829, N.C.R.

**LEGEND**

- EXISTING CITY BOUNDARY ESTABLISHED BY NAPA PIPE REORGANIZATION ANNEXATION TO CITY OF NAPA, CERTIFICATE OF COMPLETION, DN 2016-0023833, N.C.R.
- PROPOSED CITY BOUNDARY
- ▨ AREA TO BE ANNEXED

**REFERENCE DATA**

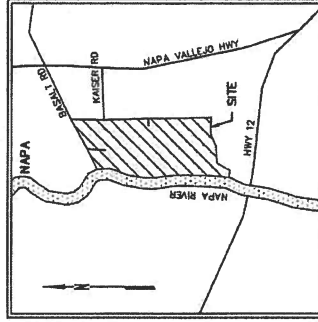
R1 NAPA PIPE REORGANIZATION TO THE CITY OF NAPA, CERTIFICATE OF COMPLETION DN 2016-0023829, N.C.R.

CURVE	DELTA	RADIUS	LENGTH
C1	375.23'	10000.00'	568.34'
C2	116°16'	9556.00'	220.86'

**LEGEND**

- EXISTING CITY BOUNDARY ESTABLISHED BY NAPA PIPE REORGANIZATION ANNEXATION TO CITY OF NAPA, CERTIFICATE OF COMPLETION, DN 2016-0023833, N.C.R.
- PROPOSED CITY BOUNDARY
- ▨ AREA TO BE ANNEXED

**VICINITY MAP**  
 NOT TO SCALE



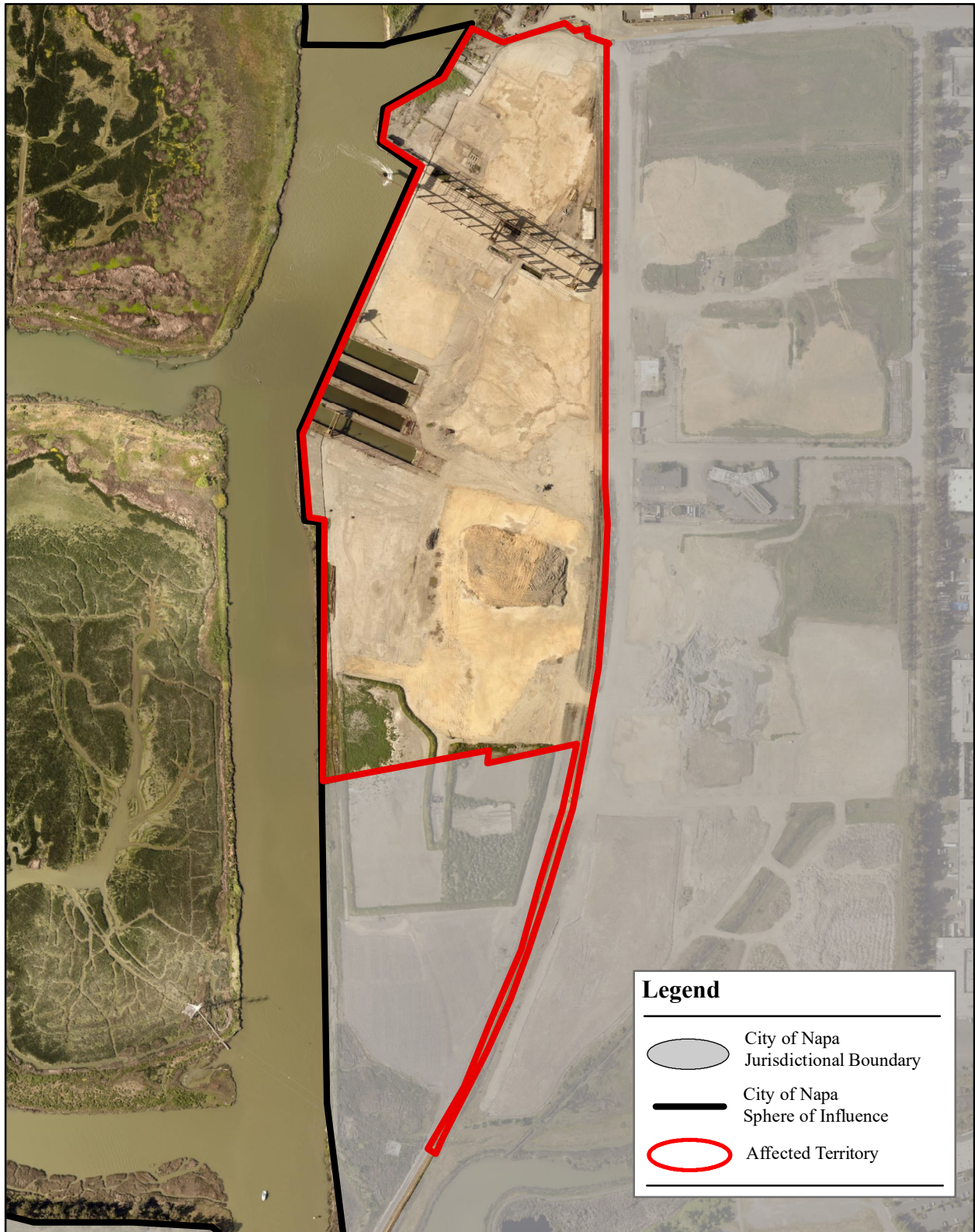
**NAPA PIPE NO. 2 REORGANIZATION ANNEXATION TO THE CITY OF NAPA (NAPA REDEVELOPMENT PARTNERS, LLC) CITY AND COUNTY OF NAPA, STATE OF CALIFORNIA**

MAY 2016






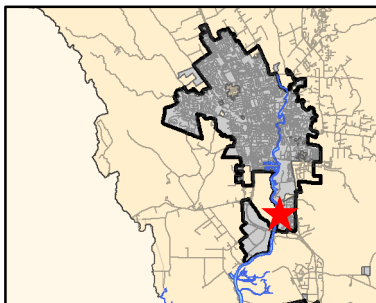


Napa Pipe No. 2 Reorganization: Annexation to the Attachment Four  
 City of Napa & Detachment from County Service Area No. 4



**Legend**

-  City of Napa Jurisdictional Boundary
-  City of Napa Sphere of Influence
-  Affected Territory



0 0.0325 0.065 0.13 Miles

Prepared by LAFCO Staff  
 November 18, 2019



**LAFCO of Napa County**  
 1030 Seminary Street, Suite B  
 Napa, California 94559  
[www.napa.lafco.ca.gov](http://www.napa.lafco.ca.gov)



**Local Agency Formation Commission of Napa County**  
 Subdivision of the State of California

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*We Manage Local Government Boundaries, Evaluate Municipal Services, and Protect Agriculture*

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**Napa Pipe No. 2 Reorganization:  
 Annexation to the City of Napa and Detachment from County Service Area No. 4  
 Factors for Commission Determinations**

California Government Code (G.C.) Section 56668 requires the Commission to consider the following specific factors for a change of organization or reorganization involving annexation to a city. No single factor is determinative and the intent is to provide a uniform baseline for LAFCOs with respect to considering boundary changes in context with locally adopted policies and practices.

*(1) Population and population density; land area and land use; assessed valuation; topography, natural boundaries, and drainage basins; proximity to other populated areas; the likelihood of significant growth in the area, and in adjacent areas, during the next 10 years.*

Population within the entire Napa Pipe project site is zero. The Napa Pipe Environmental Impact Report estimates the maximum buildout population at approximately 2,304. The affected territory is approximately 45.9 acres in size and located in unincorporated Napa County. The entire Napa Pipe project site, including the area previously annexed to the City of Napa (“City”), is approximately 155.0 acres in size.

Napa Pipe was formerly used for industrial purposes and contains a range of industrial facilities, including materials handling equipment, rail spurs, waterfront improvements, manufacturing facilities, offices, warehouses, and storage areas. Proposal approval would help facilitate the construction of up to 945 new single-family residences, 150 senior housing units, a 150-unit hotel, approximately 385,000 square feet of non-residential uses, and parks and open space. Napa Pipe is located entirely within the City of Napa’s rural urban limit (RUL).

The current assessment value of the affected territory totals \$11,188,360.<sup>1</sup> Topography includes slight slopes with site elevation ranging from approximately 6 to 13 feet above sea level. Napa Pipe is a flat, predominantly paved, 154-acre industrial site. An existing wetland is located in the southeastern portion of the site. Napa Pipe drains into the Napa River and is located within the *South Creek* and *Napa River Marshes-East* drainage basins and is not within a groundwater deficient area.

Adjacent lands to the immediate east and south of the project site are incorporated and developed as the Napa Valley Commons Corporate Park. Adjacent lands to the immediate north are unincorporated and partially developed with industrial uses. The Napa River borders the entire western portion of Napa Pipe. Bedford Slough is located to the immediate south. The proposal is not expected to induce development of adjacent lands or result in significant growth in the surrounding area.

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<sup>1</sup> The assessed value of the affected territory is \$11,056,246 for land and \$132,114 for structural improvements. The railroad right-of-way (APN 046-400-029) has no assessed value.

***(2) The need for municipal services; the present cost and adequacy of municipal services and controls in the area; probable future needs for those services and controls; probable effect of the proposed incorporation, formation, annexation, or exclusion and of alternative courses of action on the cost and adequacy of services and controls in the area and adjacent areas.***

The present need for organized public services within Napa Pipe is limited given the lands are currently undeveloped. Municipal services already available to the project site include fire protection and emergency medical, law enforcement, water, sewer, park and open space, vector control, soil conservation, and flood control.<sup>2</sup>

The future need for elevated public services will be triggered when development occurs. Specifically, there will be a need for public services throughout Napa Pipe to accommodate the planned and expected 945 new single-family residences, 150 senior housing units, a 150-unit hotel, approximately 385,000 square feet of non-residential uses, and parks and open space.

Annexation and buildout of Napa Pipe would require elevated levels of core municipal services, including fire protection and emergency medical, law enforcement, sewer, and water. A review of projected demands for Napa Pipe indicates the City of Napa and Napa Sanitation District (NSD) have sufficient capacities and controls to reasonably accommodate future needs. This statement is predicated on information collected and analyzed in the Commission's *Central County Region Municipal Service Review (MSR)* adopted in 2014, and supplemented by the application materials. No service deficiencies for the affected territory were identified in the MSR. Additional information regarding projected service demands associated with the buildout of Napa Pipe is provided below.

### ***Fire Protection and Emergency Medical***

Proposal approval and buildout of Napa Pipe would result in approximately 305.5 new annual fire protection and emergency medical service calls. This amount is based on the City's ratio of 117.5 fire protection and emergency medical service calls per 1,000 residents over the last five years.<sup>3</sup> The City has established adequate capacities and controls to accommodate these new demands. Notably, the adopted tax sharing agreement for the Napa Pipe development project includes the transfer of tax funds for the additional fire protection and emergency medical services.

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<sup>2</sup> On September 22, 2015, the Commission annexed approximately 109.1 acres of the Napa Pipe project site to the City. The Commission also authorized the City to provide a full range of municipal services to the balance of the project site that remains in unincorporated Napa County pursuant to G.C. Section 56133. The entire project site is already within the Napa Sanitation District's jurisdictional boundary and therefore eligible to receive public sewer services.

<sup>3</sup> The City Fire Department reports total annual fire protection and emergency medical service calls averaged 9,329.6 from 2014 through 2018.

### ***Law Enforcement***

Proposal approval and buildout of Napa Pipe would result in approximately 2,078.7 new annual law enforcement service calls. This amount is based on the City's current ratio of 799.5 law enforcement service calls per 1,000 residents over the last five years.<sup>4</sup> The City has established adequate capacities and controls to accommodate these new demands.

### ***Water***

Proposal approval and buildout of Napa Pipe would result in new annual potable water demands totaling approximately 340 acre-feet or 110.8 million gallons. This amount is based on current average single-family residential potable water demands within the City of approximately 210 gallons per day per residence coupled with estimated potable water demands associated with the planned 150-room hotel, 150-unit senior center, and warehouse store. The City has established adequate capacities and controls to accommodate these new demands.

### ***Sewer***

The entire Napa Pipe project site is already within NSD's jurisdictional boundary. Impacts to NSD's sewer system, treatment plant, and recycled water system have been evaluated. Proposal approval and buildout of Napa Pipe would result in new sewer flows totaling approximately 150,295 gallons per day. This amount is based on current average single-family residential sewer demands within NSD of approximately 150 gallons per day per residence coupled with estimated sewer demands associated with the planned 150-room hotel, 150-unit senior center, and warehouse store. NSD has established adequate capacities and controls to accommodate these new demands without impacting existing service commitments or ratepayers.

### ***(3)The effect of the proposed action and of alternative actions, on adjacent areas, on mutual social and economic interests, and on local governmental structure.***

The proposal would strengthen economic and social ties between the affected territory and the City. These ties were established when the affected territory was added to the City's RUL as approved by voters in 2014. The subsequent City General Plan amendment and pre-zoning of the Napa Pipe project site marked an expectation the lands will be annexed and developed for the aforementioned mixed uses.

The proposed detachment of the affected territory from CSA No. 4 supports mutual social and economic interests. Specifically, detaching the lands would recognize the discontinuity between their present and probable urban uses and the role of CSA No. 4 in providing farmworker housing.

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<sup>4</sup> The City Police Department reports total annual law enforcement service calls averaged 63,459.6 from 2014 through 2018.



***(4) The conformity of the proposal and its anticipated effects with both the adopted commission policies on providing planned, orderly, efficient patterns of urban development, and the policies and priorities set forth in G.C. Section 56377.***

The proposal is consistent with the Commission's General Policy Determinations. This includes consistency with the mixed land use designations for Napa Pipe, avoidance of premature conversion of agricultural uses, and consistency with spheres of influence. Therefore, the proposal does not conflict with Government Code Section 56377.

***(5) The effect of the proposal on maintaining the physical and economic integrity of agricultural lands, as defined by G.C. Section 56016.***

The affected territory does not contain any "agricultural land" as defined by G.C. Section 56016.

***(6) The definiteness and certainty of the boundaries of the territory, the nonconformance of proposed boundaries with lines of assessment or ownership, the creation of islands or corridors of unincorporated territory, and other similar matters affecting the proposed boundaries.***

The proposal includes the remaining Napa Pipe project site consisting of one entire 43-acre parcel (APN 046-412-006). Also, the proposal includes one entire 3-acre parcel owned by Southern Pacific Railroad (APN 046-400-029). Proposal approval would not result in the creation of any unincorporated islands.

***(7) Consistency with a regional transportation plan adopted pursuant to G.C. Section 65080.***

The Metropolitan Transportation Commission's regional transportation plan (RTP), *Plan Bay Area 2040*, was updated in 2017 and outlines specific goals and objectives to direct public transportation infrastructure in the Bay Area through 2040.<sup>5</sup> The proposal is consistent with the goals and objectives outlined in the RTP based on the Napa Pipe project's smart growth elements, dedication of open space, variety of land uses, affordable housing production, increase in the overall housing stock at various income levels, proximity to transportation corridors, and the site's location within the City's RUL.

***(8) Consistency with the city or county general and specific plans.***

Approval of the proposal would affirm the need for a full range of municipal services to the affected territory. The availability of these municipal services is consistent with the City's General Plan, which designates and prezones the affected territory for mixed use within APN 046-412-006 and light industrial uses within APN 046-400-029.

***(9) The sphere of influence of any local agency affected by the proposal.***

The affected territory is located entirely within the City's sphere of influence (SOI), which was amended by the Commission on September 22, 2015, to include the entire Napa Pipe project site.

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<sup>5</sup> *Plan Bay Area 2040* is a long-range integrated transportation and land-use/housing strategy through 2040 for the San Francisco Bay Area. *Plan Bay Area 2040* includes the region's Sustainable Communities Strategy and the 2040 Regional Transportation Plan.

**(10) The comments of any affected local agency or other public agency.**

Staff provided the application materials and issued a request for review to all affected agencies, transportation agencies, and school districts inviting comments as required under G.C. Section 56658. No comments were received.

**(11) The ability of the newly formed or receiving entity to provide the services which are the subject of the application to the area, including the sufficiency of revenues for those services following the proposed boundary change.**

Information collected and analyzed in the Commission's *Central County Region Municipal Service Review* adopted in 2014 indicates the City and NSD have developed overall adequate financial resources and controls relative to their service commitments. Additional analysis provides reasonable assurances the City and NSD's fiscal capacities would enable the agencies to extend services consistent with the buildout of Napa Pipe without significant adverse impacts. The *Central County Region Municipal Service Review* and additional analysis are relied upon and sufficient for this reorganization proposal regarding the plan for services required by G.C. Section 56653.

**(12) Timely availability of water supplies adequate for projected needs as specified in G.C. Section 65352.5.**

Napa Pipe is expected to generate approximately 340 acre-feet of new annual water demands for the City at buildout. The City's water supplies are generated from three sources: (1) Lake Hennessey; (2) Milliken Reservoir; and (3) State Water Project. Total supplies vary according to hydrologic conditions. A table depicting water service demands associated with Napa Pipe relative to the City's existing supplies and demands follows. As shown on the following page, adequate water supplies exist for the projected needs of the City, including the area proposed to be annexed.

<b>Baseline Without Annexation of the Affected Territory</b> (Amounts in Acre-Feet)			
<b>Category</b>	<b>Normal Year</b>	<b>Multiple Dry</b>	<b>Single Dry</b>
Annual Supply	39,410	26,870	18,840
Annual Demand	13,808	13,808	13,808
Difference	25,602	13,062	5,032

<b>Adjusted With Annexation/Buildout of the Affected Territory</b> (Amounts in Acre-Feet)			
<b>Category</b>	<b>Normal Year</b>	<b>Multiple Dry</b>	<b>Single Dry</b>
Annual Supply	39,410	26,870	18,840
Annual Demand	14,148	14,148	14,148
Difference	25,262	12,722	4,692

***(13) The extent to which the proposal will affect a city or cities and the county in achieving their respective fair shares of the regional housing needs as determined by the appropriate council of governments.***

The proposal would result in a benefit to both the City and the County with respect to achieving their fair share of the regional housing needs during the foreseeable future as a result of the eventual development of up to 945 residential units as contemplated in the Napa Pipe project description, including up to 190 affordable housing units.<sup>6</sup>

***(14) Any information or comments from the landowner or owners, voters, or residents of the affected territory.***

The landowner of APN 046-412-006 is the applicant proposing the reorganization. Staff issued a request for review to all affected agencies and provided notice of the proposal to all landowners, voters, and residents within the affected territory. No comments were received.

***(15) Any information relating to existing land use designations.***

The affected territory lies within an industrial area that is designated under the City of Napa General Plan as *River East*. The City General Plan designates the affected territory as *Mixed Use*. The County General Plan designates both parcels as *Napa Pipe Mixed Use*. The City and County have each provided a combination of matching zoning assignments for Napa Pipe to include *Industrial: Airport Compatibility*, *Industrial Business Park: Airport Compatibility*, *Industrial Business Park Waterfront: Airport Compatibility*, and *Mixed Use Residential Waterfront: Airport Compatibility*.

***(16) The extent to which the proposal will promote environmental justice. As used in this subdivision, "environmental justice" means the fair treatment of people of all races, cultures, and incomes with respect to the location of public facilities and the provision of public services.***

Proposal approval would facilitate the eventual development of up to 190 affordable residential housing units. To this extent, the proposal would promote environmental justice. There is no documentation or evidence suggesting the proposal would have any adverse implications for environmental justice in Napa County.

***(17) Information contained in a local hazard mitigation plan, information contained in a safety element of a general plan, and any maps that identify land as a very high fire hazard zone pursuant to Section 51178 or maps that identify land determined to be in a state responsibility area pursuant to Section 4102 of the Public Resources Code, if it is determined that such information is relevant to the area that is the subject of the proposal.***

The affected territory is located in a FEMA floodplain zone. However, the project proposes to raise the site to elevations above the current FEMA mapped floodplain by importing fill to the site. The site is not identified as lands within a high fire hazard zone or within a state responsibility area.

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<sup>6</sup> A recent report with information on local regional housing needs allocations is available online at: [https://www.napa.lafco.ca.gov/uploads/documents/6-3-19\\_5f\\_Housing-GeneralPlans.pdf](https://www.napa.lafco.ca.gov/uploads/documents/6-3-19_5f_Housing-GeneralPlans.pdf)



**Local Agency Formation Commission of Napa County**  
Subdivision of the State of California

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*We Manage Local Government Boundaries, Evaluate Municipal Services, and Protect Agriculture*

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June 20, 2019

Southern Pacific Railroad  
C/O U P CORP  
1416 DODGE STREET  
OMAHA NE 68179-0001

**SUBJECT: Notice of Annexation Proceedings Involving Unincorporated Territory  
Owned by Southern Pacific Railroad**

To whom it may concern:

The Local Agency Formation Commission (LAFCO) of Napa County has received a landowner petition for the annexation of approximately 46 acres of unincorporated territory to the City of Napa. The affected territory, shown in the attached map, includes approximately 3.06 acres owned by Southern Pacific Railroad and identified by the County of Napa Assessor's Office as 046-400-029. The purpose of the annexation is to facilitate the Napa Pipe development project.

It is anticipated LAFCO will consider action on the annexation at either its August 5, 2019 meeting or its October 7, 2019 meeting. If approved, and consistent with Government Code Section 56662(d), LAFCO will waive protest proceedings unless we receive written opposition from Southern Pacific Railroad prior to the conclusion of the Commission hearing.

Please feel free to contact me with any questions concerning the referenced proposal at your earliest convenience by telephone at (707) 259-8645 or e-mail at [bfreeman@napa.lafco.ca.gov](mailto:bfreeman@napa.lafco.ca.gov).

Sincerely,

Brendon Freeman  
LAFCO Executive Officer

cc: Erin Morris, City of Napa Planning Manager

---

Kenneth Leary, Vice Chair  
Councilmember, City of American Canyon

Margie Mohler, Commissioner  
Councilmember, Town of Yountville

Scott Sedgley, Alternate Commissioner  
Councilmember, City of Napa

Brad Wagenknecht, Commissioner  
County of Napa Supervisor, 1st District

Diane Dillon, Commissioner  
County of Napa Supervisor, 3rd District

Ryan Gregory, Alternate Commissioner  
County of Napa Supervisor, 2nd District

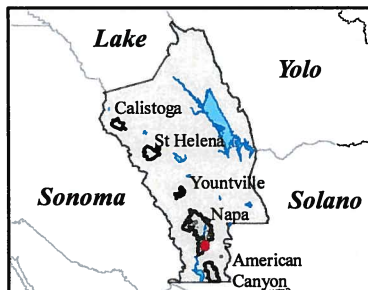
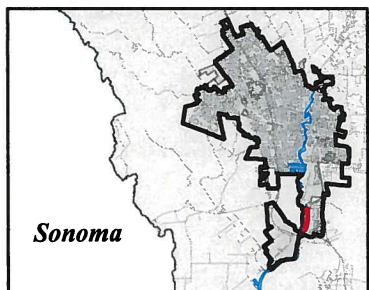
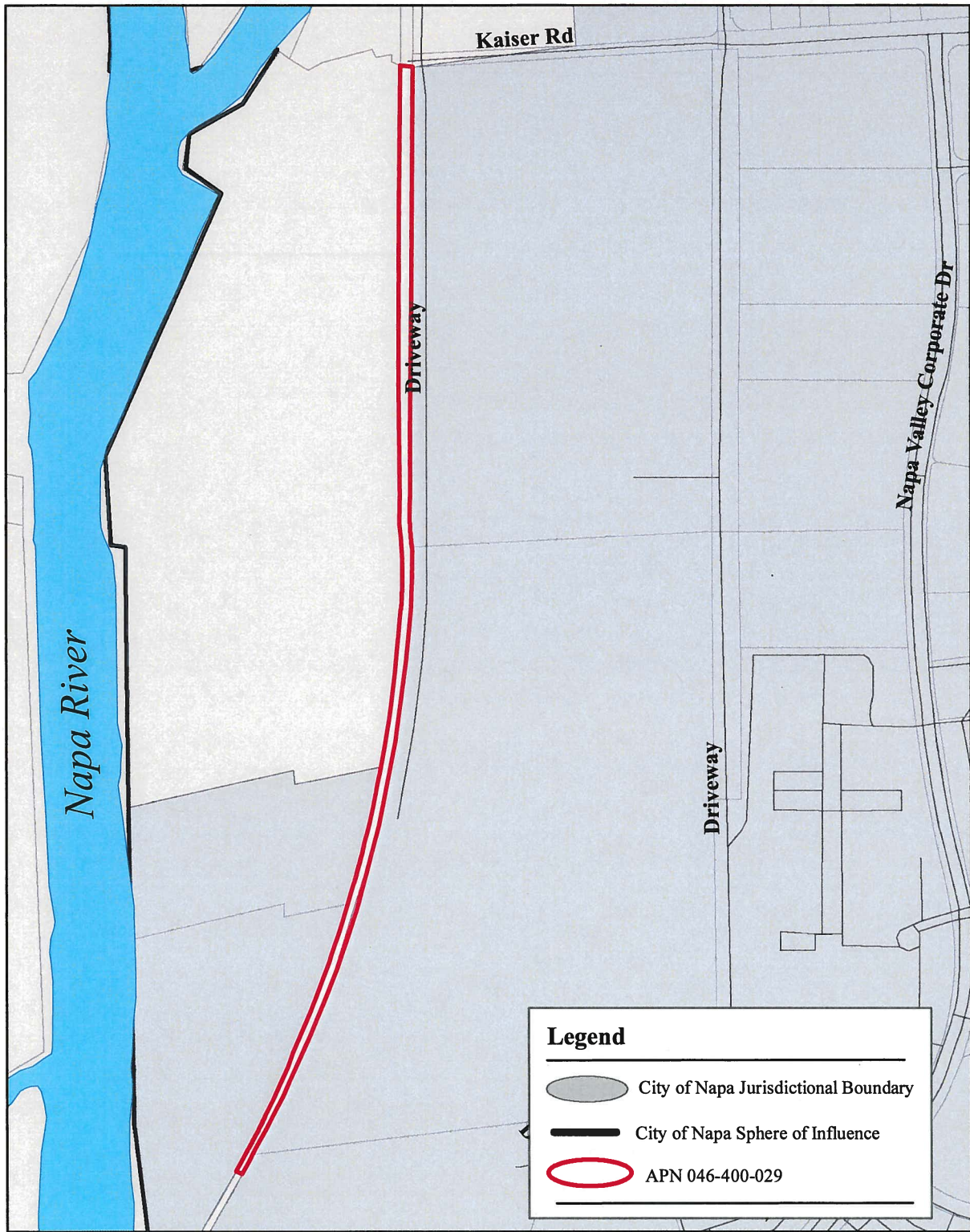
Gregory Rodeno, Chair  
Representative of the General Public

Vacant, Alternate Commissioner  
Representative of the General Public

Brendon Freeman  
Executive Officer



# Napa Pipe Southern Pacific Railroad Parcel



Not to Scale  
June 20, 2019  
Prepared by BF



LAFCO of Napa County  
1030 Seminary Street, Suite B  
Napa, California 94559  
<http://www.napa.lafco.ca.gov>

**Requested LAFCO Condition for Napa Pipe Annexation:**

The annexation will not become effective until the following occur:

1. The City of Napa (the City) and the County of Napa (the County) have entered into the mutually acceptable agreement authorized by Government Code Section 65584.08 (effective January 1, 2020 and authorized by SB 235, Chapter 844, Statutes of 2019), including the following terms:
  - a. The County may include lower income units developed at Napa Pipe (up to 140 units) on the County's Annual Progress Report required to be submitted to the state Department of Housing and Community Development (HCD).
  - b. If the City contributes funds or housing vouchers to these 140 lower income units (excluding fees paid by Developer to the City and recycled into the project), the City and County will share the credit and report the units on a proportional basis.
  
2. The City, the County, and Developer have entered into a mutually acceptable Memorandum of Understanding (MOU) that requires that the following terms be entered into by the City and Developer in any amendment to the Development Agreement and relevant attachments/exhibits for the Napa Pipe property; as shown in a draft Development Agreement and Affordable Housing Plan attached as an exhibit to the MOU:
  - a. After annexation, the County will be a third party beneficiary to all terms in the Development Agreement necessary to implement Developer's obligation to accommodate 140 residential units affordable to very low and low income households, including terms requiring dedications of land, construction of infrastructure, and all other terms necessary to allow and facilitate construction of the 140 affordable units. Practically, the County would be a third party beneficiary to most of the provisions of the Affordable Housing Plan, which is an exhibit to the Development Agreement.
  - b. After annexation, the County will be a third party beneficiary to terms in the Development Agreement requiring that the development plan include a minimum of 304 units at a minimum density of 20 dwelling units per acre (as measured within residential blocks), with 202 units permitted by right, consistent with the County's Housing Element and Government Code sections 65583.2(c)(3) and (i).
  - c. After annexation, the County will be a third party beneficiary to terms in the Development Agreement requiring that 6 percent of the units in each phase of residential development be developed at affordable housing cost or affordable rent for moderate income households, with a minimum of 44 moderate-income units.

- d. After annexation, the County will be a third party beneficiary to terms in the Development Agreement requiring that the developer pay the City \$1 million as a Workforce Housing Contribution and that the City use these amounts solely to assist households that include members who work in the County of Napa to *purchase* homes developed on the property. Guidelines for use of the funds will be submitted to the County Housing Director, and the City will consider in good faith any additional recommendations regarding the City's use of the Workforce Housing Contribution.
3. The County and the City have entered into a mutually acceptable amendment to the Memorandum of Agreement Regarding Regional Needs Allocations for Future Housing Element Planning Periods dated August 25, 2015 solely to reflect the annexation of Napa Pipe to the City and the fact that the County will no longer receive fees related to the project.