CITY OF
CLOVERDALE

AGENDA ITEM No. 1
City of Cloverdale
Planning Commission
Staff Report

Meeting Date:	January 5, 2016 (continued from the December 2, 2015 hearing)
Applicant:	Tyris Corporation/Spight Properties II LLC
Project Location:	Approximately a 267-acre site located on a former Louisiana Pacific mill site, generally located east of Asti Road between Asti Road and the Russian River, south of Santana Drive. See Attachment 1, Location Map. APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029
Property Owner:	Same as above
Zoning Designations:	Specific Plan (SP-1)- approx. 255 acres Industrial Park (MP)-12.3 acres
Specific Plan:	Alexander Valley Resort (AVR) Specific Plan
General Plan	Destination Commercial (DSC)-approx. 255 acres
Designations:	Business Park (BP)-12.3 acres
Project Description:	Request to amend the General Plan and AVR Specific Plan to include a 12.3-acre site into the SP and make other land use changes in the General Plan and Alexander Valley Resort Specific Plan. Also to rezone the 12.3-acre site to SP-1, modify development standards within the SP-1 District and approval of a Development Agreement (GPA/SPA/ZA/DA 018-2015).
Environmental Assessment:	An Addendum to the Alexander Valley Resort Environmental Impact Report (EIR) certified in 2009 is recommended for City Council adoption (see Attachment 2). An updated Mitigation Monitoring and Reporting Program (MMRP) is also recommended for adoption (Attachment 3).

A. Staff Recommendation

That the Planning Commission consider the applications and by Resolution recommend City Council approval of the requested General Plan Amendment, Alexander Valley

Resort Specific Plan Amendment, Zoning Ordinance Amendment/Rezoning and Development Agreement, City File GPA/SPA/ZA/DA 018-2015.

B. Background

Previous Planning Commission Hearing

A public hearing was held by the Commission on the proposed resort project on December 2, 2015 and was continued to this hearing. The purpose for the continuance was to allow additional time to allow local Native American tribal representatives to contact the City and provide their input. Under SB 18, the City notified eight local tribes with a description of the proposed project. This topic is further dicsussed below.

Existing Conditions

The site consists of two separate but contiguous areas of land. The approved Alexander Valley Resort is located east of Asti Road, west of the Russian River and south of the existing Industrial Park on approximately 254 acres of land. This site is vacant. Immediately to the north of the resort is a separate 12.3-acre parcel of land that contains a building (Soil King) and a parking lot.

Adjacent uses are as follows:

North:	Industrial
South:	Cloverdale Municipal Airport
East:	Russian River
West:	US 101 Freeway

Entitlement History

In 2009, the City Council approved the Alexander Valley Resort project, which includes the following components:

- In 2009, the City adopted the Alexander Valley Resort Specific Plan that allowed develoment of the following uses on approximately 254 acres of land.
  - Golf Course/Open Space. An 18-hole regulation golf course, with a driving and practice range pro shop and restaurant, Russian River open space, and conservation areas (219 acres).
  - Resort Hotel/Resort Residential Uses. A multi-story Resort Hotel is proposed for the northern portion of the site. The facility would contain 100 to 150 rooms as well as restaurant facilities, a 10,000 square foot spa, meeting rooms and related uses. On-site parking would also be provided Associated residential uses would include up to 40 "fractional ownership" residential dwellings which would be built adjacent to the hotel (7.5 acres).
  - Single Family Residential. Maximum of 105 detached, single-family houses with densities up to 8 units per acre and minimum lot size of 4,000 square feet. These dwellings would be sited in the southern/central portion of the site (18.0 acres).

- Estate Residential. Maximum of 25 single-family houses with densities up to 4 units per acre and minimum lot size of 6,000 square feet would be located near the Single Family area (6.4 acres).
- Entry Commercial. A small neighborhood commercial area is proposed at the primary Project entrance along Asti Road that would include commercial facilities for visitors and

A 12.3-acre parcel of land on the southeast corner of Asti Road and Santana Drive was originally included in the Specific Plan area but was later removed at the request of the applicant. This parcel is under the same ownership as the remainder of the project area.

- A new zoning district within the City (the Specific Plan-1, or "SP-1 District") was created for the AVR property which codified provisions of the AVR Specific Plan. At that time the AVR property (with the exception of the 12.3-acre site) was in the unincorporated portion of Sonoma County. The Council took action to prezone the site as SP-1 which became effective upon annexation.
- The site was annexed to the City of Cloverdale in 2010.
- An Environmental Impact Report (EIR) was certified by the City Council in 2009 which analyzed the impacts of all of the above actions. The EIR found that all impacts of the project could be mitigated to a less-than-significant level with adherence to mitigation measures. A Final EIR was certified as part of the EIR which consists of comments from all affected agencies and individuals that were sent to the City and responses to those agencies and individuals. A Mitigation Monitoring and Reporting Program (MMRP) was also included as part of the EIR certification. As required by CEQA, an MMRP identifies all mitigation measures included in the applicable CEQA document, the organization or agency who is required to complete each mitigation and the timing when the mitigation measure must be carried out. The MMRP has been updated to reflect the current project (see Attachment 3).

  An earlier Draft EIR (DEIR) was prepared in 2004 for an earlier iteration of the AVR Project that included the 12.3-acre commercial site. This EIR was not certified, but was incorporated by reference into the 2009 EIR.

C. Project Description

The applicant and land owner, Tyris Corporation, has worked to find a hotel developer and operator since the approval was granted by the City in 2009. Tyris has indicated that potential buyers are reluctant to invest due to a number of issues with the plan's current configuration and type of uses envisioned. To remedy this, a request has been filed to amend the General Plan, Alexander Valley Resort Specific Plan, amend the Zoning Ordinance and approve a Development Agreement so that the Project can become more marketable. These elements are discussed below.

General Plan Amendment: Request to change the land use designation for the 12.3-acre parcel north of the AVR site from "BP-Business Park" to "DSC-Destination Commercial." If approved, the Destination Commercial designation would be consistent with the larger AVR site. The General Plan would also reference that the 12.3 acre site would be included in the AVR Specific Plan. Attachment 4 is the proposed updated General Plan document and Attachment 5 shows the updated General Plan land use map. Attachment 11 is a draft resolution of the Commission recomending City Council approval of the GPA and Attachment 11a is a resolution recommending denial of the requested GPA.

Amendment to AVR Specific Plan: The applicantion includes a request to incorporate the 12.3-acre into the AVR Specific Plan. The original application did include this parcel, but it was later removed. A new Specific Plan land use category would also be added to the Specific Plan, "RMU-Resort Mixed Use Commercial" and applied to the 12.3-acre site. The MUC category would allow light industrial resort uses, consistent with the Indutial Park to the north and east, as well as selected commercial uses to be compatible with the adjacent AVR project. Proposed land uses in this new category and development stanards are described below. Proposed revisions to the Specific Plan are depicted in Attachment 6.

The proposed Specific Plan Amendment would make future development of an 18-hole on-site golf course an option for a future developer, rather than a requirement. If the golf course is not included, the Open Space area would be replaced by some form of passive open space use, such as hiking trails, picnic areas and similar uses. Revised phasing requirements, found on page 54 of the draft Amended Specific Plan (see Attachment 6), woud require that trails be installed from the Resort site to the River frontage area before permits are granted for any residential dwellings. Further, no permits may be granted for residential dwellings on the site until a Precise Development Plan (PDP) is submitted and approved by City's Community Development Director for the Open Space area.

Several administrative clean-up changes are also proposed to bring the document current, such as referencing the completed annexation to the City and finalization of wood waste remediation activities.

Attachment 12 is a draft Resolution recommending the City Council approve amendments to the Specific Plan. Attachment 12a is a draft Resolution recommending City Council denial of the Specific Plan Amendment.

Zoning Ordinance Amendment: The request is to rezone the 12.3-acre site from "MP-Industrial Park" to "SP-1" consistent with the remainder of the AVR resort site. The project also includes amendments to permitted and conditionally permitted land uses and development standards, as follows:

- Permitted/Conditional Uses: Permitted "by right" (no further City approval requiried for the use, although a PDP Plan would be needed for buildings) would be auto rental agencies, educational institutions focused on food and

wine, health club and related facilities, hotels with 13+ rooms, restaurants and cocktail lounges, not including fast-food or drive-through establishments and specialty food sales up to 5,000 square feet. The amended zoning district would also permit light industrial uses currently allowed per Table 18.06.030-A.

A number of uses would be permitted subject to the issuance of a conditional use permit by the Planning Commission. These are listed on Attachment 7. Some of these uses include arts and crafts stores, bicycle shops, flower shops, gift shops and wine and beer tasting and sales.

- Development Standards: Proposed development standards are set forth in Table 18-08.040-A on Attachment 7 to regulate future buildings and related improvements. Proposed standards are a blend of light industrial standards and commercial standards. If approved, they would permit a range of lot sizes, widths and depths. Lot coverage would be 60%. Except for parcels adjacent to Asti Road, front setbacks would be 15 feet, rear setbacks would be 10 feet and side setbacks would range from0 o feet for an interior side to 15 feet for a street side yard. For parcels located along Asti Road, a single setback of 20 feet, regardless of front, side or rear condition, would be required which would also required to be landscaped.

The amended zoning would also establish that construction of the now-mandatory golf course would become optional. The Developer would be required to submit and have a approved a PDP for the Open Space area prior to issuance of the first building permit for residential dwellings. Attachment is a draft Resolution recommending City Council approval of the rezoning for the site (Attachment 13) with Attachment 13a, a draft Resolution recommending denial of the rezoning.

Development Agreement: The applicant has requested approval of a Development Agreement, which is permitted under Cloverdale's Municipal Code. The purpose of a Development Agreement is to "vest" (protect) land use entitlements granted to the property owner so that the City, at a later date, could not impose new regulations on the property. In return, the land owner can provide community benefits to the City in return for vested rights. The draft Development Agreement is attached as Attachment 9 and the Development Agreement Ordinance to be considered by the City Council is Attachment 15. If approved, the Ordinance would implement the Development Agreement.

Key provisions of the AVR Development Agreement are listed below. The attached Development Agreement is considered a draft and negotiations between the City and Developer are on-going regarding provision of infrastructure and the disposition of TOT revenues between the two entities.

- *Length of agreemen*t: 15 years
- *Escalator for City fees*: City fees to be updated each 5 years

- *Infrastructure improvements*:
    * Developer to construct Public Trail the length of Property's Russian River frontage and to City Wastewater Treatment Plant (subject to necessary approvals from other public agencies and to credit against Developer's Park-related Development Impact Fees).
    * Developer to construct Private Trail from the Resort Hotel to the Private Trail and to provide public access from the Resort to the Public Trail.
    * Developer to construct City's Zone 1 Water Tank(s)/Reservoir(s), subject to credits and/or reimbursement of costs incurred by Developer for design, construction and required land dedication(s).
    * Developer to construct Recycled Water System if necessary to serve Recreation/Open Space Area (i.e., if golf course is constructed, or if similar water-intensive use is constructed).
    • Discussion is on-going regarding the sizing of future water, sewer and drainage facilities. The intent is that the Developer would install future facilities consistent with appropriate City facility master plans that are in place at the time actual development proposals are submitted to the City.

- *Sharing of Transit Oriented Tax (TOT) revenues*: The DA includes a schedule for sharing of TOT revenues between the City and Developer. The DA provides for 50/50 sharing of the TOT generated by the Project in the first calendar quarter during which TOT is payable to the City. For the next five years, the City would collect a defined amount of the TOT payable quarterly (to average $375,00 per year), with the excess first used to reimburse landowner for construction of public facilities, with remaining excess split 50/50 by the City and landowner. Starting in year 6, for each quarter, the City would collect the first $156,250, and any excess will be used to reimburse landowner until landowner is fully reimbursed. Thereafter, the City would collect the full amount of the TOT for the life of the project.

- *Growth Management Program*: Future residences in the project would be exempt from the provisions of the Growth Management Program.

The Planning Commission is being requested to review proposed Development Agreement as part of the larger application. Although it would affect development of the site in terms of phasing and other feature, the DA is not really a land use approval, since it is intended to vest other approvals that may be granted by the City: the GPA, SPA and zoning amendment. Attachment 13 is a draft resolution recommending City Counicl approval of the Development Agreement and Attachment 13a is a resolution not recommending approval.

D. Analysis

Public Notice

The Notice of Public Hearing was published in the Cloverdale Reveille and properly posted on November 19, 2015. Notice of the public hearing was also mailed to property owners within 300' of the boundaries of proposed project on or before November 19, 2015 and posted on the City website.

On December 2, 2015, the Commission voted to continue the public hearing to ths date, so a new public hearing notice was not required.

Environmental Review

The environmental effects of the proposed Alexander Valley Resort and all associated land use actions were first addressed in a 2004 Draft EIR (DEIR). This DEIR encompassed a 267-acre project that included the 12.3-acre parcel on the east side of Asti Drive. The document was circulated for the mandatory 45-day period and comments received by the City. Before the CEQA process was completed, the applicant changed the scope of the project to eliminate the 12.3-acre parcel. Later, in 2009, the EIR was revised to reflect the smaller project size (which included all major elements of the current project minus the 12.3-acre commercial parcel), was recirculated and all comments from the 2004 DEIR and the Recirculated DEIR received responses. In 2009, the EIR was certified by the City Council, which included the 2004 DEIR as a referenced background document and the Recirculated EIR. Mitigation measures from the 2004 DEIR were revised to reflect fewer impacts associated with a smaller project, including but not limited to fewer vehicular trips, police and fire service impacts.

Staff is recommending that the Commission recommend City Council adoption of an Addendum to the certified 2009 EIR. CEQA Guidelines allow Lead Agencies to prepare an Addendum to a previously cerified CEQA document where there are only minor changes to an approved project and that no new more more severe impacts would occur than disclosed in the original CEQA document would occur. No public circulation is required prior to consideration of an Addendum, other than normal notifications (10-day notice).

Attachment 2 is the Addendum document for the AVR project. The Addendum concludes that no new or more severe impacts would occur than disclosed in the previous EIRs and that no new information is available that would change one or more conclusions identified in the earlier EIR. The current Addendum has been slightly modified from the version provided to the Commission in December to include more environmental analysis of the proposed project.

Since the currrent project is essentially the same as analyzed in the 2009 EIR, the mitigation measures included in the 2009 EIR must be met. In addition, since the current project included the 12.3-acre commercial site along Asti Road, the project must adhere to the 2004 mitigation measures as well. These various mitigation measures are

included in and discussed in the Addendum document. An updated Mitigation Montoring and Reporting Program document is included as Attachment 3 and the Commission is being requested to review and recommend City Council approval of this document.

Staff recommends that the Planning Commission adopt the draft Resolution recommending City Council approval of the Addendum (Attachment 10). A CEQA document is independent of the other project elements under consideration, so that even if the Addendum were to be approved, other project elements may not be recommended for approval.

General Plan Amendment Analysis

The applicant's request to amend the General Plan would allow development of the AVR project as originally considered by the City in 2003-2004. The original submittal included tourist-serving commercial uses on the 12.3-acre parcel on the southeast corner of Asti Road and Santana Drive. This portion of the project was later dropped when several other changes in the project were made. The final approval granted by the City in 2009 did not include the 12.3-acre site.

The proposed Amendment would change the Land Use map designation for the 12.3-acre site from Business Park to Destination Commercial, as well as making a small number of minor amendments to the General Pan for internal consistency.

The Applicant and land owner has now requested this site be added back to the site as designated in the General Plan. They report that several potential purchasers desire a commercial base as part of the project as another potential revenue stream. If approved, the GPA would allow for this. The updated General Plan document, with the requested amendment language, is Attachment 4.

When originally considered, concerns were raised about the potential for future commercial uses on the AVR resort to compete with downtown businesses. The City has expended enormous resources to promote a vibrant and economically healthy downtown over the years and future commercial uses on the south side of town could detract from downtown economic viability.

The Applicant notes that the list of potential uses on the resort site have been targeted to those supporting the planned resort hotel so future competition with the downtown would be limited. In addition, the resort would greatly increase tourist visitation to Cloverdale and resort facilities, such as a conference center, could be used by local businesses. This is dicussed more fully below in the Zoning Amendment section of the staff report.

A second part of the request it to allow the proposed golf course portion of the project to be an optional use rather than mandatory. They note that the popularity of golf has significantly declined since the AVR project was first proposed and may no longer make financial sense. An alternative future open space use will be located on the portion of the site presented designated as Open Space. Details of the future open space use is not

currently known, but would likely include trails, picnicing and other passive open space uses. The amended Specific Plan would require approval of a Precise Development Plan for the Open Space area prior to approval of permits for the residential component.

Attachment 8 is a table that demonstrates consistency between the Cloverdale General Plan and the proposed Amendment.

Staff believes that the proposed General Plan Amendment will improve the overall quality of the project and will further the economic development goals of the City. Approval of this request is recommended. If the revised project proves successful, the City would realize significant economic and employment benefits.

Specific Plan Amendment Analysis

An Amendment to the Alexander Valley Resort Specific Plan has been requested to incorporate the 12.3-acre parcel on the southeast corner of Asti Road and Santa Drive into the AVR Specific Plan. As previously noted, this parcel was included in the original application but later removed. The Applicant proposes to incorporate this site to make a more marketable project.

The SPA proposal is to designate the 12.3-acre site as "Resort Mixed Use." Proposed uses that could be located in this category are outlined below in the Zoning Amendment Analysis section of the report.

The requested Amendment would also make development of the golf course an optional feature. If not constructed, an alternative open space use would be approved for this area.

Finally, the SPA would include administrative clean up language, including but not limited to removing discussions related to annexation to the City (already completed), wood waste remediation (also completed) and similar actions.

Staff believes the proposed Amendments to the Speciifc Plan would be consistent with the amended General Plan and recommends approval of this request.

Zoning Amendment Analysis

A Zoning Ordinance Amendment has been requested consisting of (1) a rezoning of the 12.3-acre parcel on the southeast corner of Asti Road and Santana Drive and (2) changes to the development standards contained in the existing SP-1 District.

The proposed SP-1/Resort Mixed Use land use category would allow the full range of uses permitted in the M-P Industrial Park District as well as a number of commercial uses as outlined in Attachment 7. The rezoning would also ensure consistency between site zoning and the requested GPA and SPA.

Council and Planning Commissioners raised an issue with the proposed establishment of commercial uses as part of the AVR and possible competition with commercial uses in the Downtown area. As noted above, staff believes that a successful resort in the southern portion of town would increase the total number of visitors to Cloverdale. It is

likely that some of the future resort visitors would remain at the resort. But it is also very likely that visitors may well drive north to the downtown to support local businesses. It may be possible to encourage the future resort developer to provide linkages to the downtown, which could include encouraging downtown businesses to open a second location near the resort, having the resort promote downtown businesses and similar activities. The resort would also provide for amenities for local businesses, such as a conference and meeting center that does not currently exist.

Staff supports the proposed zoning amendment with the finding that the proposed rezoning is consistent with the amended General Plan and the amended AVR Specific Plan.

Development Agreement

The Development Agreement is basically a legal document that would "lock in" other City entitlements (GPA, SPA, rezoning) for a 15-year period. Many of the other provisions are financial and would be considered by the City Council following Planning Commission action. The Commission is encouraged to provide any comments with respect to the DA to the City Council. Staff does recommend approval of the DA; however a draft resolution has been included in the packet (Attachment 13a) should the Commission choose not to recommend approval.

Other issues

The following additional issues are brought to the attention of the Commission:

Native American Tribal Consultation

As required by Senate Bill 18 (SB 18), City staff contacted the Native American Heritage Commission (NAHC) and the Commission provided eight local tribal representatives that the Contacted to solicit comments on the proposed project. Two tribal representatives replied and, as required by SB 18, the City followed up with letters requesting their respective input. No follow-up comments have been received by the City as a response as of this writing. This includes the two tribal representatives that contacted the City (Federated Indians of Graton Rancheria and Dry Creek Rancheria Band of Pomo Indians) or the other six tribal representatives contacted by the City. Copies of these two tribal letters were distributed to the Commission on December 2.

Public Communications

A letter dated December 14, 2015 was submitted to City staff and addressed to the Planning Commission by Mr. Bruce Reuser. This is Attachment 16 to the staff report. The letter summarizes the history of industrial uses on Mr. Reuser's property and asks the Commission to consider this pattern of uses when making a recommendation on future uses for the Applicant's 12.3-acre site immediately adjacent to Mr. Reuser's industrial park.

A similar letter was received from Classic Mill & Cabinet on December 28, 2015 requesting that the zoning on the 12.3-acre Asti parcel not be changed. This is Attachment 17.

E. Staff Recommendation

Staff recommends the Planning Commission consider the applications and by Resolution recommend City Council approval of the requested General Plan Amendment, Alexander Valley Resort Specific Plan Amendment, Zoning Ordinance Amendment/Rezoning and Development Agreement. Attachment to the staff report also include draft resolutions recommending project denial of proposed project elements, should a majority of the Planning Commission so decide.

Attachments

1. Project Location Map
2. CEQA Addendum to 2009 Certified Project EIR
3. Mitigation Monitoring and Reporting Program (MMRP)
4. Proposed Amended General Plan Document
5. Proposed Amended General Plan Land Use Map
6. Proposed Amended AVR Specific Plan

7 Proposed Amended SP-1 Zoning District

8 General Plan Consistency Matrix

9 Proposed Development Agreement

10 Proposed Resolution Recommending City Council Adoption of CEQA Addendum

11 Proposed Resolution Recommending City Council Approval of a GPA

11a Proposed Resolution Recommending City Council Denial of a GPA

12 Proposed Resolution Recommending City Council Approval of an Amendment to the Alexander Valley Resort Specific Plan

12a Proposed Resolution Recommending City Council Denial of an Amendment to the Alexander Valley Resort Specific Plan

13 Proposed Resolution Recommending City Council Approval of Ordinances Amending the SP-1 District and Approval of a Development Agreement

13a Proposed Resolution Recommending City Council Denial of Ordinances Amending the SP-1 District and Denial of a Development Agreement

14 Proposed Rezoning Ordinance

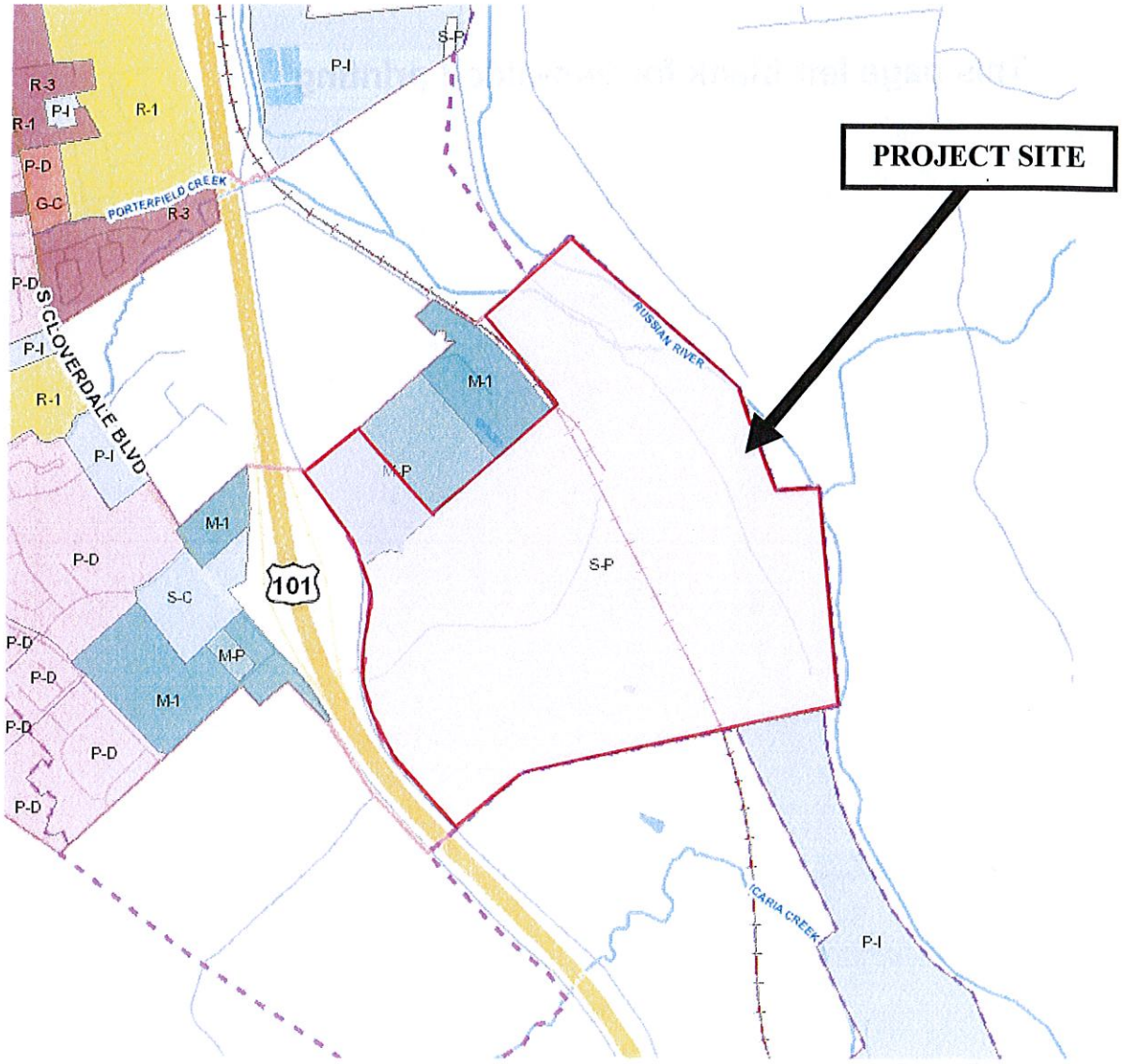
15 Development Agreement Ordinance

16 Correspondence from Bruce Reuser

17 Correspondence from Classic Mill & Cabinet

ATTACHMENT 1

Location Map/City Zoning Map



ATTACHMENT 2

ADDENDUM TO THE 2009 FINAL ENVIRONMENTAL IMPACT REPORT FOR THE ALEXANDER VALLEY RESORT PROJECT

LEAD AGENCY:
CITY OF CLOVERDALE

January 5, 2016

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ADDENDUM
to the
2009 Final Environmental Impact Report
for the
Alexander Valley Resort Project
(State Clearinghouse Number 2003072142)

January 2015

I. Introduction

This Addendum to the 2009 Final Environmental Impact Report for the Alexander Valley Resort Project (State Clearinghouse Number 2003072142) (the "EIR") has been prepared by the City of Cloverdale (the "City") to satisfy the requirements of the California Environmental Quality Act (Public Resources Code §2100 *et seq.*) ("CEQA") and its implementing regulations (the "CEQA Guidelines") (California Code of Regulations, Title 14, Chapter 3 (Section 15000 *et seq.*), in connection with its review and consideration of an application by Spight Properties II LLC ("Applicant") to modify the approved Alexander Valley Resort Project (the "Project").

The City approved the Project in 2009. Since its approval, the Applicant has determined, and the City has agreed, that certain modifications to the approved Project are necessary to successfully implement the Project. These modifications, more fully described in Section IV below, consist of amendments to the approved Alexander Valley Resort Specific Plan (the "Specific Plan") to (a) make the golf course optional rather than mandatory, and (b) restore 12.3 acres (the "Asti Road Parcel") to the Specific Plan area, which acreage was part of the original project and evaluated in the EIR, but was removed from the Project prior to Project approval.

II. Applicable CEQA Requirements

Section 15164 of the CEQA Guidelines directs cities and other lead agencies to prepare addenda to certified EIRs when changes are proposed to an approved project, but the changes will not result in any of the conditions described in Section 15162 of the CEQA Guidelines. Specifically, Section 15164 states:

(a) The lead agency or responsible agency shall prepare an addendum to a previously certified EIR if some changes or additions are necessary but none of the conditions described in Section 15162 calling for preparation of a subsequent EIR have occurred.

(b) An addendum to an adopted negative declaration may be prepared if only minor technical changes or additions are necessary or none of the conditions described in Section 15162 calling for the preparation of a subsequent EIR or negative declaration have occurred.

(c) An addendum need not be circulated for public review but can be included in or attached to the final EIR or adopted negative declaration.

(d) The decision making body shall consider the addendum with the final EIR or adopted negative declaration prior to making a decision on the project.

(e) A brief explanation of the decision not to prepare a subsequent EIR pursuant to Section 15162 should be included in an addendum to an EIR, the lead agency's findings on the project, or elsewhere in the record. The explanation must be supported by substantial evidence.

Section 15162 establishes when changes to a project could require the preparation of a subsequent EIR, rather than an addendum. Section 15162 states:

(a) When an EIR has been certified or negative declaration adopted for a project, no subsequent EIR shall be prepared for that project unless the lead agency determines, on the basis of substantial evidence in the light of the whole record, one or more of the following:

(1) Substantial changes are proposed in the project which will require major revisions of the previous EIR or negative declaration due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects;

(2) Substantial changes occur with respect to the circumstances under which the project is undertaken which will require major revisions of the previous EIR or negative declaration due to the involvement of new significant environmental effects of a substantial increase in the severity of previously identified significant effects; or

(3) New information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time of the previous EIR was certified as complete or the negative declaration was adopted, shows any of the following:

(A) The project will have one or more significant effects not discussed in the previous EIR or negative declaration;

(B) Significant effects previously examined will be substantially more severe than shown in the previous EIR;

(C) Mitigation measures or alternatives previously found not to be feasible would in fact be feasible and would substantially reduce one or more significant effects of the project, but the project proponents decline to adopt the mitigation measure or alternative; or

(D) Mitigation measures or alternatives which are considerably different from those analyzed in the previous EIR would substantially reduce one or more significant effects on the environment, but the project proponents decline to adopt the mitigation measure or alternative.

Based on these provisions of the CEQA Guidelines, the City has determined that this addendum ("Addendum") is the appropriate form of CEQA compliance to support the pending application because, as explained detail below, the proposed changes to the approved Project will not result in any of the conditions described in Section 15162 of the CEQA Guidelines, and so no subsequent EIR is required.

III. Proposed Project Modifications

A. The Approved Project and Associated Environmental Review

In 2003, the Applicant applied to the City for approval of a specific plan, pursuant to California Government Code section 65450 *et seq.*, to allow the construction of the Alexander Valley Resort, to be comprised of a hotel and spa, golf course, an approximately 15-acre mixed-use commercial center and up to 235 units of rental and residential housing on approximately 267 acres in the City of Cloverdale (the "Property")[1]. The details of that project were embodied in the Alexander Valley Resort Specific Plan Draft dated May 23, 2003, which was presented to the City as part of a comprehensive development application in the spring of 2004 (the "2004 Specific Plan Proposal" or the "2004 Proposal").

In July of 2004, the City published a Draft Environmental Impact Report for the Project (the "DEIR"), which comprehensively evaluates the potential environmental effects from development of the 267-acre Project site as described in the 2004 Specific Plan. Because the 2004 Specific Plan Proposal provided for the rezoning of the 12.3-acre Asti Road Parcel to allow commercial uses on that Parcel, the DEIR evaluates the potential impacts from allowing commercial uses on that Parcel.

Following the publication of the DEIR, the proposed Project was modified to remove the Asti Road Parcel from the Specific Plan area, thereby reducing the size of the mixed-use commercial area from approximately 15 acres to approximately 2.4 acres and reducing the total size of the Project area from approximately 267 acres to approximately 254 acres. The details of this modified Project were embodied in the Alexander Valley Resort Specific Plan Draft dated December 2008 (the "2008 Specific Plan Proposal" or the "2008 Proposal").

In December of 2008, the City published a Recirculated Draft Environmental Impact Report (the "RDEIR") to evaluate the potential environmental effects from development of the 2008 Specific Plan Proposal. Because the only substantive difference between the 2004 and

[1] At the time of the application and publication of the DEIR, most of the 267-acre property was outside the City limits in unincorporated Sonoma County. Since then, all of the property has been annexed into the City of Cloverdale city limits.

2008 Proposals is the removal of the Asti Road Parcel from the proposed Specific Plan area, the RDEIR relies extensively on the DEIR for its evaluation of the Project's potential impacts. However, the RDEIR also reflects the City's determination that, because the 2008 Specific Plan Proposal did not include the Asti Road Parcel, certain mitigation measures described in the DEIR to mitigate impacts from the 2004 Proposal would not apply to the 2008 Proposal and could be modified or omitted in the RDEIR.

On June 10, 2009, the City certified the 2009 Final Environmental Impact Report for the Project (i.e., the EIR). The certified EIR consists of both the DEIR (which evaluated the original 267-acre Project including the Asti Road Parcel) and the RDEIR (which evaluated the modified 254-acre Project without the Asti Road Parcel). At the same time, the City approved and adopted the 2008 Specific Plan Proposal, and amended its Zoning Ordinance to establish the SP-1 Zoning District for the Project. At the same time, the City adopted a Mitigation Monitoring and Reporting Program for the Project, which was subsequently amended in January 2010 (as amended, "MMRP") to include minor technical updates.

B. Proposed Modifications

At this time, the Applicant seeks to amend the approved Specific Plan in two substantive respects:

1. To make the golf course component optional rather than mandatory; and
2. To restore the 12.3 acre Asti Road Parcel to the Specific Plan area.

In addition, together with the City, the Applicant proposes amendments to remove several references in the Specific Plan to actions and/or requirements that have been completed and/or satisfied in the intervening years since Project approval (e.g., to annexation of the property, site remediation requirements, etc.). Finally, the Applicant proposes corresponding General Plan and Zoning Ordinance amendments solely to conform those documents to the amended Specific Plan and ensure consistency between the General Plan, Specific Plan, and Zoning Ordinance.

IV. Analysis of Potential Impacts from Proposed Project Modifications

As required by Sections 15162 and 15164 of the CEQA Guidelines, this section analyzes the currently-proposed modifications to the approved Project to determine whether they were addressed in the certified EIR, or whether they require preparation of a subsequent or supplemental environmental impact report. Each of the two proposed Project modifications is addressed below.

A. Analysis of Potential Impact from Changing the Golf Course to an Optional Project Component

This section analyzes whether making the golf course an optional rather than mandatory component of the proposed Project would result in any new or more severe environmental effects than were identified and addressed in the EIR, or otherwise require further environmental review.

As explained in Section III above, both the DEIR and the RDEIR comprehensively evaluated the potential environmental effects from development of a golf course as part of the Project. Changing the golf course from a mandatory Project component to an optional Project component will not require major revisions to the EIR and will not result in any new significant environmental effects or substantially increase the severity of any previously identified effects. It will simply give the developer the option of not developing the golf course. If the developer elects to build the golf course anyway, it will be subject to all of the applicable requirements and mitigation measures set forth in the Specific Plan and the EIR, and so it will not result in any new significant environmental effects or substantially increase the severity of any previously identified effects. And if the developer elects to forego development of the golf course, the area that was designated for golf course development will remain as open space. Finally, if any other use is proposed for that open space area, such use must be approved by the City and subject to review under CEQA.

Implementing this change requires minor changes to the mitigation measures in the MMRP, which changes are listed in the following table (Table 1). Some of the approved mitigation measures relating to the golf course are mandatory; however, these measures would now apply only if a golf course is built on the Property. As a result, these mitigation measures must be modified to reflect the optional nature of the golf course. And, as explained in Table 1, neither this change nor the changes to the mitigation measures will result in a new significant environmental effect or a substantial increase in the severity of a previously identified significant effect. As a result, the City can appropriately rely on this Addendum to implement these changes.

Table 1
Revisions to Mitigation Measures to Reflect Optional Nature of Golf Course

Mitigation Measure	Revisions and Effects
MM 5.2-1(c), (e), (f)	Revised to clarify that the golf course is an optional component of development of the Property and to make existing mandatory mitigation measures applicable only if a golf course is developed. Because the mitigation measures will still apply if a golf course is developed, these revisions will not result in new environmental impacts or an increase in severity of existing impacts.
MM 4.3-1	Revised to refer to the "Recreation/Open Space Area" instead of the golf course, as that area has been re-named in the Specific Plan. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.
MM 5.3-1	Same as 4.3-1.
MM 4.4-2(e)	Same as 5.2-1(c), (e), and (f).
MM 4.5-2	Same as 5.2-1(c), (e), and (f).

MM 4.6-2 (b)	Same as 5.2-1(c), (e), and (f).
MM 4.7-1(c)	Revised to refer to Specific Plan Exhibit 4, which depicts a potential golf course design, as well as to clarify that the golf course is an optional component of development of the Property. Because the mitigation measures will still apply if a golf course is developed, these revisions will not result in new environmental impacts or an increase in severity of existing impacts.
MM 4.9-5(a)(i)	Same as 5.2-1(c), (e), and (f).
MM 4.10-7	Same as 5.2-1(c), (e), and (f).
MM 4.10-8	Same as 4.3-1.
MM 4.10-10(b)	Same as 5.2-1(c), (e), and (f).
MM 5.11-2	Same as 5.2-1(c), (e), and (f).
MM 5.13-1	Same as 5.2-1(c), (e), and (f).

B. Analysis of Potential Impacts from Restoring the Asti Road Parcel to the Specific Plan Area

This section analyzes whether restoring the Asti Road Parcel to the Specific Plan area would result in any new or more severe environmental effects than were identified and addressed in the certified EIR, or would otherwise require further environmental review.

As explained in Section III.A above, the DEIR already analyzes the potential environmental effects from allowing a broad range of commercial uses on the 12.3-acre Asti Road Parcel, because the Asti Road Parcel was part of the original proposed Project. (See DEIR, Figure 3-3 (pg. 3-5) (Project Description Land Use Diagram), Table 3-2 (pg. 3-6) (Proposed commercial uses on Asti Road Parcel) and Chapter 4 (pgs. 4-1 through 4.13-30) (environmental analysis of Project including Asti Road Parcel)) The DEIR also identifies specific mitigation measures to mitigate those potential impacts to less-than-significant levels. (See DEIR, Table 2-1 (pgs. 2-6 to 2-35.)

The RDEIR updated and revised the DEIR to reflect then-current conditions on the Project site and to assess the effects of removing the Asti Road Parcel from the Specific Plan area. The RDEIR incorporated and confirmed the DEIR's analysis of the larger original Project in most respects, and identified those DEIR mitigation measures that should be modified or omitted if the Asti Road Parcel was not included in the Specific Plan area.

The Final EIR (referred to herein as the "EIR") expressly incorporates the analyses of both the DEIR and the RDEIR. It also includes comprehensive responses to all comments submitted by the interested public and other public agencies on both the DEIR and the RDEIR.

Notably, although the Applicant's proposal would restore the Asti Road Parcel to the Specific Plan area, the current proposal would allow for a more narrow range of commercial uses on the Asti Road Parcel than was considered and evaluated in the EIR. (Cf. DEIR, Table 3-2 (pg. 3-6) and 2004 Specific Plan, Table 3-2 (Proposed uses in Mixed-Use Commercial Area

(Asti Road Parcel), to Applicant's proposal to amend Chapter 18.08.040 of the City of Cloverdale Zoning Ordinance, Section 18.08.040.J (Resort Mixed-Use)). The current proposal would also reduce the size of the proposed spa (from 20,000 square feet to 10,000 square feet) and reduce the number of residential units (from 235 to 170) allowed in the Project. (See RDEIR, Table 3.1 (pg. 11)) As a result, even though the proposed Project modifications would restore the Asti Road Parcel to the Specific Plan area, the level of development of the entire modified Project would be less than the level of development that is already evaluated in the DEIR.

As required by Sections 15162 and 15164 of the CEQA Guidelines, the following analysis describes the environmental analyses in the certified EIR (including both the DEIR's and RDEIR's analyses) to determine whether restoring the Asti Road Parcel to the Specific Plan area would result in any significant environmental effects that were not identified and addressed in the EIR, substantially increase the severity of any environmental effects that were identified and addressed in the EIR, or otherwise require further environmental review under the applicable requirements of CEQA and the CEQA Guidelines. For ease of reference, the organization of this analysis adopts the organization and format of the EIR, as reflected in the DEIR, the RDEIR and the adopted MMRP.

1. Plan and Policy Consistency Impacts

Section 4.1 of the DEIR analyzes whether development of commercial uses on the Asti Road Parcel would be consistent with applicable City of Cloverdale plans and policies. The DEIR identifies five potentially significant plan and policy-related impacts and describes mitigation measures to mitigate all five of these potential impacts. (See Impacts 4.1-1 through 4.1-5 below.)

Three of the plan and policy consistency impacts described in the DEIR relate to development of the Asti Road Parcel. All three of these potentially significant impacts are based on the potential inconsistency between the Specific Plan proposal to allow commercial uses on that Parcel, and the City's then-current General Plan designation for that Parcel, which does not allow commercial uses. (See Impacts 4.1-1, 4.1-2 and 4.1-4 below.) As noted above, Section 4.1 also describes mitigation measures which would fully mitigate these three potential impacts by amending the General Plan designation and incorporating certain policies into the Specific Plan to ensure conformance to corresponding General Plan development standards. (See Mitigation Measures 4.1-1, 4.1-2 and 4.1-4 below.)

The RDEIR confirmed the analysis of the DEIR with respect to these potential impacts, but noted that if the Asti Road Parcel was removed from the Project, these mitigation measures would no longer be applicable to the Project (to the extent that they apply to the Asti Road Parcel. (RDEIR, pgs. 20-21.)

All five potentially significant plan and policy consistency impacts and the corresponding mitigation measures, as well as their application and/or implementation into the modified Project, are described in the following table:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.1-1: General Plan. The proposed commercial designation for the 13-acre site at the corner of Asti Road and Santana Drive is inconsistent with the current General Plan designation of Business Park (a light industrial zone). This is a potentially significant impact because the Specific Plan must conform to the General Plan.	*Mitigation Measure 4.1-1* *Amend the General Plan for the 13-acre site at the southeast corner of Asti Road and Santana Drive from Business Park to Destination Commercial.*	This MM has been incorporated into the modified Project through a proposed amendment to the General Plan to change the General Plan designation of the Asti Road Parcel from Business Park to Destination Commercial.
Impact 4.1-2: General Plan. The Specific Plan may create confusion between existing General Plan designations and Specific Plan Land Use Classifications. This is an insignificant impact at the present time but could become significant if there are questions about applicable General Plan policies in the future.	*Mitigation Measure 4.1-2* *Include a new Specific Plan policy LU1.4.* *In addition to the Goals, Objectives, and Policies of this Specific Plan, the following Specific Plan land uses shall conform to equivalent General Plan designations as they exist or may be amended:* • *The Estate Residential area shall meet the provisions of the Low Medium Density Residential General Plan designation;* • *The Single Family Residential area shall meet the provisions of the Medium Density Residential General Plan designation;* • *The 13-acre commercial site shall meet the provisions of the Service Commercial General Plan designation. The plan title given for the 13-acre commercial area shall be changed from Mixed Use Commercial to Village Commercial;* • *The Resort Residential area shall meet the provision of the High Density Residential General Plan designation; and* • *The entire site, including the Resort, Golf Course/Open Space, and Natural Resource Preserve shall meet the General Plan provisions for Destination Commercial Area.*	This MM was incorporated into the revised Specific Plan. The listed land uses must conform to their respective General Plan designations pursuant to section II.B.1 of the Specific Plan and the SP-1 Zoning Ordinance, as well as in the corresponding sections of the Specific Plan listed below: • II. B.6 • II.B.5 • II.B.8 (with modified language to reflect new "Resort Mixed-Use" land use designation) • II.B.4 • II.B.2, 3 and 12.a.
Impact 4.1-3: General Plan Phasing. The second phase of the project (Golf Course construction and Single Family Residential and Estate Residential construction) could result in single family construction prior to golf course construction. This would be inconsistent with the General Plan Destination Commercial Area II policies that specify that the commercial recreation and hotel uses are primary and that the residential uses are allowed in conjunction with the recreational amenities.	*Mitigation Measure 4.1-3* *Add a Land Use Goal and a Land Use Policy to the Specific Plan to include the phasing in policy IMP4.2.* *Modify policy IMP4.2 to specify that the golf course shall be developed before or concurrently with the residential projects. If the projects are started concurrently, construction on the golf course shall be proportional to the residential units.*	This MM was incorporated into the revised Specific Plan at section III.D.
Impact 4.1-4: Zoning. The proposed Specific Plan standards are less restrictive	*Mitigation Measure 4.1-4*	This MM was incorporated into the revised Specific Plan at section III.B.4 and into the

than equivalent zoning in the balance of the city and could result in a development inconsistent with the Specific Plan and General Plan.	*Revise Section III of the Specific Plan so that the Specific Plan performs the function of a Preliminary Development Plan and future development requires a Precise Development Plan, as specified in the Cloverdale Zoning Ordinance, based on zoning provisions as they exist or may be amended. The Precise Development Plan should use:* • *R-1 (Single Family Residential) District as the basis for Precise Development Plan standards in the Single Family Residential and Estate Residential area;* • *R-3 (Multi-Family Residential) District as the basis for Precise Development Plan submittal in the Resort Residential area;* • *G-C (General Commercial) District as the basis for Precise Development Plan submittal in the 13-acre commercial area;* • *The Precise Development Plan should identify primary and secondary uses in the Resort and Golf Course areas so that the secondary uses can only be established as accessory to the primary use.* *The Precise Development Plan allows some exceptions to underlying zoning standards. Exceptions, including height, setbacks, parking, grading, and the like should be requested with the Precise Development Plan, not included in the Specific Plan. The hotel height provisions may be included in the Specific Plan,*	revised SP-1 Zoning Ordinance at section B.1.
Impact 4.1-5: The project applicant's intention to seek annexation of the project site into the city of Cloverdale is inconsistent with one policy adopted by the Sonoma County LAFCO, which precludes annexation of any property with an active Williamson Act contract.	*Mitigation Measure 4.1-5* *Implement Mitigation Measure 4.3-2.*	This MM was completed and is no longer applicable. The project site has been successfully annexed into the City of Cloverdale.

Restoring the Asti Road Parcel to the Specific Plan area will not require any revisions of the EIR's analysis relating to consistency with applicable plans and policies. The Asti Road Parcel was part of the Project that was evaluated in Section 4.1 of the DEIR and, as shown above, all of the mitigation measures described in Section 4.1 to mitigate plan and policy impacts have either (a) already been incorporated into the modified Project, or (b) already been implemented by the City or the Applicant. There have been no other significant changes to the Project since approval in 2009 that could affect the City's General Plan, Zoning Ordinance, or other plans or land use policies. Therefore, restoring the Asti Road Parcel to the Specific Plan

area will not result in any new or more severe environmental effects than was identified and addressed in the EIR.

In addition, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the EIR. Site conditions in and around the Project site, and existing development in the area of the Project site, are all the same as existed at the time of Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's consistency with applicable plans and policies:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to consistency with land use and regulatory plans and policies than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

2. Land Use and Aviation Compatibility.

Section 4.2 of the DEIR analyzes whether development of commercial uses on the Asti Road Parcel, as part of the overall Project, could have any potential environmental effects relating to land use, aviation compatibility, and compatibility with airport operations and existing and future safety zones of the Cloverdale Municipal Airport. Section 4.2 also analyzes and addresses potential safety impacts that could occur from use of the existing runway and the possible northern expansion of the existing runway.

Section 4.2 identifies one potentially significant impact relating to land use and aviation compatibility. This impact arises from the Project's potential to conflict with policies of the Sonoma County Airport Land Use Commission Comprehensive Airport Land Use Plan (CLUP) (Impact 4.2-1). To mitigate this impact, Section 4.2 describes mitigation measures (collectively, Mitigation Measure 4.2-1) that include, among other things, obtaining a Project consistency determination from the Sonoma County Airport Land Use Commission.

With the implementation of Mitigation Measure 4.2-1, the Project's impacts relating to land use and aviation compatibility have been determined by the City to be less than significant.

The RDEIR confirms and carries forward the analysis of the DEIR, with minor modifications to Mitigation Measure 4.2-1, which modification are not related to or affected by development of the Asti Road Parcel. (See RDEIR, pgs. 21-22.)

Potential Impact 4.2-1 and corresponding Mitigation Measure 4.2-1 are described below:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.2-1: The project could conflict with policies of the Airport Land Use Plan for Cloverdale Municipal Airport.	*Mitigation Measure 4.2-1* *a) The Precise Development Plan(s) shall meet the requirements of both the CLUP as it now exists and with the 250 foot runway extension, unless the Airport Master Plan is adopted prior to submittal of the Precise Development Plan. If the Airport Master Plan is adopted prior to a Precise Development Plan submittal, the Precise Development Plan shall meet the requirements of the Airport Master Plan.* *b) The Precise Development Plan(s) shall ensure that the RSA conforms to CLUP standards (generally elevation at the same grade as the runway, with 95 percent compaction, and no object higher or divot less than 3 inches).* *c) The Precise Development Plan for the golf course shall ensure that: 1) there are no obstructions within a 20:1 imaginary plane starting at the end of the existing or extended runway pursuant to Mitigation Measure 4.2-la above; 2) no golf holes shall be located within the RPZ (i.e., move holes 4 and 6 if the runway is not extended, and move holes 4, 5, and 6 if the runway is extended); 3) no golf ball trajectories shall extend into the RPZ (i.e., from hole 7); 4) any golf paths in the 1TZ shall not have obvious stopping points or congregation areas; 5) the RPZ shall be fenced to prevent trespass with fencing below the 20:1 imaginary surface that is frangible (e.g., a redwood post sawed halfway through three inches from the ground); and 6)*	MM 4.2-1 was replaced by MM 5.2-1 (shown below) in the adopted Mitigation Monitoring and Reporting Program. MM 5.2-1 imposes the same requirements as MM 4.2-1, but also requires the developer to secure a consistency determination from the Sonoma County ALUC. MM 5.2-1 will be carried forward in the proposed amended MMRP, with modifications (also shown below) to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project. *Mitigation Measure 5.2-1* *Prior to City of Cloverdale action on the draft Specific Plan and associated land use entitlements, the Project applicants shall secure a consistency determination from the Sonoma County ALUC. If the draft Specific Plan is found to be inconsistent, modifications shall be made in the draft Specific Plan to achieve ALUC consistency. In addition, the following requirements shall be met.* *a) The Precise Development Plan(s) shall meet the requirements of both the CLUP as it now exists and the Cloverdale Airport Master Plan.* *b) The Precise Development Plan(s) shall ensure that the RSA conforms to CLUP standards (generally elevation at the same grade as the runway, with 95 percent compaction, and no object taller than or divot less than three inches.* *c) If a golf course is to be developed on the Property, the Precise Development Plan for the golf course shall ensure that: 1) there are no obstructions within a 20:1 imaginary plane starting at the edge of the existing or extended runway 2) no golf holes shall be located within the RPZ; 3) no golf ball trajectories shall extend into the RPZ; 4) any golf paths in the ITZ shall not have obvious stopping points or congregation areas; 5) the RSA shall be fenced to prevent trespass with fending below the 20:1 imaginary surface that is*

	there shall be no obstructions within the RPZ. *d) The Precise Development Plan for the Estate Residential portion of the project shall ensure that the density within the ITZ does not exceed 0.2 unit per acre (remove approximately six Estate units if the runway is not extended, and review for conformity if the runway is extended). (Also see Mitigation Measure 4.9-3, which requires modification of the site plan to avoid riparian and other resources.)* *e) The Precise Development Plan shall ensure that the clubhouse meets the ITZ density standards (no more than 40 persons per acre within a structure) if the runway is extended, or is moved out of the ITZ if it does not meet those standards.* *f) The City shall submit the Precise Development Plans for the Estate Residential, the Resort/hotel complex, water reservoir or tank, and Golf course clubhouse components of the project to the Federal Aviation Administration for review to determine if the plans are acceptable in terms of the City's grant obligations with respect to airport land use compatibility. If the FAA determines that any of the Precise Development Plans are not acceptable, then the plans shall be modified to achieve compatibility.* *g) The Precise Development Plan shall identify proposed heights and FAA height limits for the hotel, Estate residential, and water tank. The project shall meet FAA height limits unless the FAA grants waivers to those limits.* *h) Consistent with Cloverdale General Plan policy, the applicant shall be required to sign an avigation easement for any new development permitted within the Sonoma County Airport Land Use Commission's "referral area" for the Cloverdale Municipal Airport. The avigation easement is to include a provision prohibiting intrusion into the air space defined by the FAA imaginary surfaces.*	*frangible (easily broken); and 6) there shall be no obstructions within the RPZ.* *d) The Precise Development Plan for the Estate Residential area shall ensure that the density within the ITZ does not exceed 0.2 dwelling unit per acre.* *e) If applicable, the Precise Development Plan for the golf course shall ensure that the clubhouse meets the ITZ density standards (max. of 40 persons/acre within the structure), or it is located outside of the ITZ.* *f) The City shall submit Precise Development Plans for the Estate Residential and Resort/Resort Residential areas, and the water reservoir tank and Golf Course (if applicable) components of the Project to the FAA for review to determine if the Plans are acceptable in terms of the City's grant obligations with respect to airport land use compatibility. If the FAA determines that any of the Precise Development Plans are not acceptable, they shall be modified to achieve compatibility.* *g) The Precise Development Plan shall identify proposed heights and FAA height limits for the Resort/Resort Residential and Estate Residential areas and the water tank. The Project shall meet FAA height limits unless the FAA grants waivers to height requirements.* *h) The Project Applicant shall sign an avigation easement for new development within the Sonoma County ALUC Referral Area for the Cloverdale Airport. The avigation easement is to include a provision generally prohibiting intrusion into the air space defined by the FAA imaginary surfaces. The terms of the avigation easement need not be more restrictive than the adopted CLUP policy.*
	Mitigation Measure 4.2-2	No mitigation required.

Impact 4.2-2: Project residents and visitors could be subject to impacts from adjacent land uses, such as industry and mining.	*None is required.*	

Restoring the Asti Road Parcel to the Specific Plan area will not require any revisions to EIR's analysis of land use and aviation compatibility impacts. As explained above, the Asti Road Parcel was part of the Project that was evaluated in Section 4.2 of the DEIR, therefore, that evaluation assumes and accounts for development of commercial uses on the Asti Road Parcel as part of the overall Specific Plan. The proposed currently proposed Project modifications do not include any substantial changes to the land use types, density or intensity of development, or any other aspects of development of the Project that could lead directly or indirectly to any new or more severe environmental effects relating to land use and aviation compatibility. In fact, the range of uses currently proposed on the Asti Road Parcel are limited to a subset of the uses that were assumed for the evaluation in Section 4.2 of the DEIR. The mitigation measures described in Section 4.2 of the DEIR will carried forward and applied to the modified Project and will adequate mitigate the land use and aviation impacts of the modified Project.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the EIR. In fact, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn decrease any potential conflicts with the Cloverdale Municipal Airport Land Use Compatibility Plan. Further, as explained above, site conditions in and around the Project site, and existing development in the area of the Project site, are all the same as existed at the time of Project approval. And the Cloverdale Municipal Airport Land Use Compatibility Plan has not been amended since approval of the Project and certification of the EIR.

The City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential land use and aviation compatibility impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more

significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that development of the Asti Road Parcel as part of the Specific Plan would not require revisions to the certified EIR and would not lead directly or indirectly to any new or more severe environmental effects than were identified and addressed in the certified EIR. As a result, no further environmental review of potential land use and aviation compatibility impacts is required.

3. Agricultural Resources.

Section 4.3 of the DEIR analyzes potential impacts of the Project on the City's agricultural resources, including impacts to nearby vineyard operations, conflicts with Sonoma County Local Area Formation Commission ("LAFCO") policies, and Williamson Act contracts. The Project evaluated in Section 4.3 of the DEIR includes development of commercial uses on the Asti Road Parcel.

Section 4.3 identifies two potentially significant impacts on nearby vineyard operations due to nuisance and preclusion of annexation of land under Williamson Act contracts, and determined that compliance with Mitigation Measures 4.3-1 (requiring adequate fencing) and 4.3-2 (requiring annexation pursuant to LAFCO requirements) would reduce these impacts to less-than-significant levels.

Section 5.3 of the RDEIR identifies a further potentially significant impact relating to the potential loss of prime agricultural land. Accordingly, the RDEIR describes a further mitigation measure (MM 5.3-1) to require a conservation easement equal to the acreage of prime farmland lost due to development of the Project site. The RDEIR also modifies Mitigation Measure 4.3-2 to clarify that the Williamson Act contract on a particular 15-acre parcel must be rescinded prior to annexation (Revised MM 5.3-2). Given that the 15-acre parcel that is the subject of Revised MMs 5.3-1 and 5.3-2 is no longer covered by a Williamson Act contract and has already been annexed into the City, Mitigation Measures 5.3-1 and 5.3-2 are no longer necessary. Implementation of Mitigation Measure 4.3-1 would reduce the potential impacts of the Project, with the currently proposed modifications, to less than significant levels. These impacts and mitigation measures, and their application to the modified Project, are described in the following table:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.3-1: The project's single family residents and resort and golf course users could cause adverse impacts to nearby vineyard operations due to illegal trespass and other nuisance impacts	*Mitigation Measure 4.3-1* *The Precise Development Plan for the Golf course, and the Precise Development Plans and tentative subdivision maps for the Single Family and Estate Residential, shall indicate adequate fencing along the northern edge of the golf course, and along the south side of the project site, to prevent illegal trespass into the adjacent vineyards.*	This MM would be carried forward and imposed on the Project, in the revised form shown below to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project. *Mitigation Measure 4.3-1* *The Precise Development Plan for the Recreation/Open Space Area (as shown in the Specific Plan) and the Precise*

		Development Plans and tentative subdivision maps for the Single Family and Estate Residential, shall indicate adequate fencing along the northern edge of the golf course, and along the south side of the project site, to prevent illegal trespass into the adjacent vineyards.
Impact 4.3-2: Annexation of the project site conflicts with a policy of the Sonoma County LAFCO, which precludes annexation of any land that is under active Williamson Act contract.	*Mitigation Measure 4.3-2* *The applicant shall satisfy all Sonoma County and Sonoma County LAFCO requirements for annexation of land under active Williamson Act contract prior to submitting a petition for annexation of the 15-acre former Silverado Premium Properties parcel to LAFCO. The applicant shall place an open space easement in perpetuity on the parcel, and shall purchase an easement on a similar 15-acre parcel in the area. The open space easements shall be contributed to the Sonoma County Agricultural Preservation and Open Space District.* MM 4.3-2 was revised in the RDEIR (i.e. to MM 5.3-2) to require cancellation of any Williamson Act contracts on the parcel instead of simply requiring compliance with LAFCO policies: *Revised Mitigation Measure 5.3-2* *If requested by LAFCO, the applicant shall request the Sonoma County Board of Supervisors to rescind the Williamson Act contract on the 15-acre former Silverado parcel under Government Code Section 51256 prior to submitting a petition of annexation for that portion of the project site subject to the Williamson Act to LAFCO.*	Both of these MMs have been completed and the Project site has been successfully annexed into the City of Cloverdale. Therefore, they are no longer applicable and will be removed from the amended MMRP.
Impact 4.3-3: Cancellation or recission of the Williamson Act contract on the former 15-acre Silverado Premium Properties land by the City could encourage other nearby agricultural property owner(s) to also request cancellation of their contracts to allow urban development.	*Mitigation Measure* 4.3-3 *None is required.*	No mitigation required.
Revised Impact 5.3-1: Development of the proposed Project could result in loss of as much as 15 acres of prime agricultural land.	*Revised Mitigation Measure 5.3-1.* *Prior to issuance of a grading permit for the portion of Recreation/Open Space Area that includes prime agricultural soils, the Project developer shall either:* *(a) Secure a conservation easement in the northern Sonoma County area which is equal to the acreage of prime agricultural soils which are converted from agricultural use. The location, size and terms of the easement shall be approved by the Cloverdale City Manager; or* *(b) Make a financial contribution to a non-profit organization that has as its objective the purpose of preserving prime farmland in Sonoma County in an amount approved by the Cloverdale City Manager; or*	This MM was completed and is no longer applicable. An approximately 14-acre protective easement was dedicated to the City in 2011.

	(c) Provide an equivalent mitigation for loss of prime agricultural land suitable to the Cloverdale City Manager.	

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the EIR with respect to potential impacts on agricultural resources because, as shown above, the Asti Road Parcel was part of the Project that was evaluated in Section 4.3 of the DEIR. Although Section 4.3 of the DEIR was partially modified by Section 5.3 of the RDEIR, those modifications were limited to modifying mitigation measures to require the cancellation of a Williamson Act contract, which contract has since been cancelled.

All other mitigation measures described in the DEIR and RDEIR have either (a) already been implemented, or (b) would continue to apply to the modified Project. Specifically, the Project site has already been annexed to the City, thereby satisfying Mitigation Measure 4.3-2; a protective easement has been granted to the City, thereby satisfying Revised Mitigation Measure 5.3-1; and Mitigation Measures 4.3-1 (requiring adequate fencing along the northern edge of the Project site) would be carried forward and applied to the modified Project As a result, the proposed Project modifications do not require major revisions to the EIR due to the involvement of new or more severe environmental effects.

In addition, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require any revisions of the EIR's analysis of potential effects on agricultural resources. As explained above, conditions in and around the Project site, and existing development in the area of the Project site, are all the same as existed at the time of Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential agricultural resources impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined the proposed Project modifications do not require major revisions to the certified EIR and will not lead directly or indirectly to any new or more severe environmental effects relating to agricultural resources, and therefore no

further environmental review relating to the Project's potential impacts on agricultural resources is required.

4. Geology, Soils and Seismicity.

Section 4.4 of the DEIR analyzes the Project's potential impacts relating to geology, soils and seismicity and soils, and assumes that the Project includes commercial development on the Asti Road Parcel.

Section 4.4 identifies four potentially significant impacts from Project development, including development of the Asti Road Parcel. Potential Impact 4.4-1 relates to the risk of structural and nonstructural damage to proposed structures due to seismic shaking. Potential Impact 4.4-2 relates to the potential for damage to structures or property due to slope instability. Potential Impact 4.4-3 relates to the risk of damage to structures and other improvements in fill areas. Potential Impact 4.4-4 relates to the risk of damage to structures or property from shrinking and swelling of soils on the site.

Section 4.4 also identifies corresponding mitigation measures (Mitigation Measures 4.4-1, 4.4-2, 4.4-3 and 4.4-4) to reduce the severity of each of these potential impacts to a less-than-significant level. Each of these corresponding mitigation measures is described in the table below.

Section 5.4 of the RDEIR carries forward and confirms the analyses in Section 4.4 of the DEIR, and also modifies Mitigation Measure 4.4-3 to clarify that the term "on-site material" also includes wood waste and to re-number it as Mitigation Measure 5.4-1. These modifications are not related to or affected by development of the Asti Road Parcel, and in all other respects, the RDEIR confirms the DEIR's analyses and carries the DEIR's mitigation measures forward so that they would continue to apply to the Project.

All four potential impacts and all four operative mitigation measures are described below.

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.4-1: Damage caused by strong seismic shaking at the site during the expected earthquakes on regional faults could cause injuries and/or fatalities and structural and nonstructural damage to the proposed structures at the project site.	*Mitigation Measure 4.4-1* *a) All structures shall be designed and constructed in conformance with the most recently adopted California Building Code requirements for seismic design.* *b) The applicant shall incorporate all recommendations of the geotechnical investigation into all Precise Development Plans submitted for the project.* *c) The Precise Development Plan for the commercial center shall encourage each commercial facility to prepare and implement an Earthquake Preparedness and Response Plan.*	This MM, revised as shown below to reflect the updated Specific Plan terminology, would be carried forward and imposed on the Project in the proposed amended MMRP. *Mitigation Measure 4.4-1* *a) All structures shall be designed and constructed in conformance with the most recently adopted California Building Code requirements for seismic design.* *b) The applicant shall incorporate all recommendations of the geotechnical investigation into all Precise Development Plans submitted for the project.*

		c) The Precise Development Plans for the Entry Commercial and Resort Mixed Use areas shall encourage each commercial facility to prepare and implement an Earthquake Preparedness and Response Plan.
Impact 4.4-2: Damage to structures or property could occur at the project site due to existing or induced slope instability resulting in landsliding.	*Mitigation Measure 4.4-2* *Potential slope instability impacts associated with the proposed project shall be mitigated by incorporation of the following policies into the draft Specific Plan:* *a) A qualified geotechnical firm shall be retained to prepare a site specific geotechnical report, which identifies specific geologic hazards and presents geotechnical solutions regarding slope stability and soil conditions.* *b) All grading plans, cut and fill slopes, compaction procedures, and retaining structures shall be designed by a licensed professional engineer and inspected during construction by a Registered Professional Engineer (or representative) or Certified Engineering Geologist (or representative). All designs shall be submitted with, and approved by, Precise Development Plans.* *c) Final grading plans, when prepared, shall be reviewed by a Registered Professional Engineer to ensure that the detailed plans conform with the intent of the preliminary geotechnical report.* *d) A self-perpetuating slope maintenance program (i.e., a program that has an ongoing funding mechanism) shall be established (to be managed by a project site business and/or homeowners association or similar entity) that includes annual inspections of slopes, debris benches, and v-ditches. Any accumulation of slope detritus on the benches or in the v-ditches shall be promptly removed. The association shall also be responsible for repair of any slope failures that may occur on the cut slopes along the northern portion of the site. An annual report documenting the inspection and any remedial action conducted shall be submitted to the Cloverdale Community Development Department for review.* *e) Mitigation Measure 4.7-1, which requires detailed analysis and mitigation of the grading and visual impacts related to construction of the access road and golf hole 16, shall be implemented.*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project.
Impact 4.4-3: Use of on-site materials in fill areas could result in long-term settlements at the surface, causing damage to structures and other improvements.	*Mitigation Measure 4.4-3* *The draft Specific Plan shall be amended to include the following policies:* *Potential impacts associated with use of on-site materials as fill for the golf course shall be mitigated by the following measures:*	MM 4.4-3 was replaced by MM 5.4-1. The revised MM 5.4-1 is nearly identical to the language of 4.4-3, but 5.4-1 clarifies that "on-site material" means wood waste. This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project.

	a) The site specific geotechnical report shall specifically address the potential hazards associated with use of on-site materials as fill. Fill containing wood waste shall not be placed under any proposed habitable structures, access roadways, or major utility corridors, such as water and wastewater lines. *b) All recommendations of the geotechnical investigation regarding mitigation of potential problems associated with use of on-site materials as fill shall be incorporated into the project design..* *c) In those areas where the wood waste will be used as a component of the fill, such as the golf course, differential fill thicknesses shall be minimized.* *The golf course or other owners shall be responsible for any repairs or regrading required as a result of settlements from the areas underlain by fill containing wood waste.*	*Revised Mitigation Measure 5.4-1* *The draft Specific Plan shall be amended to include the following policies:* *a) The site-specific geotechnical report shall specifically address the potential hazards associated with use of wood waste materials as fill. Fill containing wood waste shall not be placed under any proposed habitable structures, access roadways, or major utility corridors, such as water and wastewater lines, unless the geotechnical report finds that the specific use of the fill is not hazardous.* *b) All recommendations of the geotechnical investigation regarding mitigation of potential problems associated with the use of on-site materials (including wood waste) as fill shall be incorporated into the final project design.* *c) In those areas where the wood waste is proposed as a component of fill, such as the Recreation/Open Space Area, differential fill thicknesses shall be minimized.* *d) The owners of property within the Recreation/Open Space Area shall be responsible for any repairs or regarding required as a result of settlements from the areas underlain by fill containing wood waste.*
Impact 4,4-4: Damage to structures or property related to the shrink-swell potential of project soils could occur at the site.	*Mitigation Measure 4.4-4* *The draft Specific Plan shall be amended to include the following policy:* *Potential impacts associated with the moderate to high shrink-swell potential of soils within the proposed project site shall be mitigated by the following measures:* *a) All recommendations of the geotechnical investigation regarding expansive soils shall be incorporated into the project design.* *b) To the extent practicable, designs for all common landscaped areas shall incorporate low water-need plantings to minimize the potential for damage associated with pavements, utilities, and structures from expansive soils. The use of similar landscaping should be encouraged at individual parcels by providing information to new tenants regarding the relationship between irrigation and subsequent property damage. A document, which describes the potential for damage from expansive soils from over-irrigation and includes solutions, such as drought-tolerant plant material and drip irrigation systems, shall be prepared by the applicant for individual buildings and provided to all occupants of the proposed commercial and industrial facilities.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions to the EIR's analysis of potential impacts on geology, soils, and seismology. As explained above, Section 4.4 of the DEIR analyzes the potential geology, soils and seismology impacts from development of the Asti Road Parcel as part of the broader Specific Plan area, and the RDEIR confirms that, with the described mitigation measures, the Project will not result in any significant environmental impacts relating to geology, soils and seismicity. All of the mitigation measures identified in the DEIR and RDEIR would be carried forward and implemented in the modified Project. Therefore, both the DEIR and the RDEIR confirm that restoring the Asti Road Parcel to the Specific Plan area will not result in any new or substantially more severe environmental effects than were identified and addressed in the EIR.

Since the City's approval of the Project, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR. In fact, geological and seismic impacts may actually be lessened given that there are significantly fewer residential units proposed than were evaluated in the DEIR (i.e. 170 units instead of 235). Further, the wood waste landfill has been closed, and the site has received clean closure certification from the California Regional Water Quality Control Board (see California Regional Water Quality Control Board, North Coast Region, Order No. R1-2012-0053). So impacts from use of on-site materials would also decrease. And, as noted above, conditions in and around the Project site, and existing development in the area of the Project site, are otherwise all the same as existed at the time of Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts on geology, soils, and seismology:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not require major revisions to the certified EIR and would not lead directly or indirectly to any new or more severe environmental effects relating to geology, soils

and seismicity, and therefore no further environmental review of these potential impacts is required.

5. Hydrology and Water Quality.

Section 4.5 of the DEIR analyzes potential impacts from development of the Project, including the Asti Road Parcel, relating to hydrology, water quality, and drainage and flooding. Section 4.5 identifies five potentially significant impacts: Impact 4.5-1, relating to the possible reduction in quality of storm water runoff and overall degradation of water quality; Impact 4.5-2, relating to possible long-term degradation of water quality due to fertilizers; Impact 4.5-3, relating to risks associated with increased runoff due to new impervious surfaces; Impact 4.5-4, relating to impacts associated with a possible reduction in the base flow of the Russian River due to increase groundwater pumping and possible associated effects on river habitats; and Impact 4.5-5, relating to risks associated with possible levee failure. Section 4.5 also describes corresponding mitigation measures that, the City determined, would effectively reduce the severity of all five of these impacts to less-than-significant levels.

The RDEIR confirms the analyses in Section 4.5, with two clarifications. The RDEIR revises Mitigation Measure 4.5-4 to reflect the fact that the proposed Project no longer proposes to pump groundwater for golf course irrigation and would use secondary treated effluent (rather than tertiary treated effluent) from the City's wastewater treatment plant for golf course irrigation (if a golf course is built). (See RDEIR, pg. 24.) The RDEIR also revises Mitigation Measure 4.5-5 (and re-numbers it as Mitigation Measure 5.5.1) to clarify that maintenance of the levee is the responsibility of the Sonoma County Water Agency. The RDEIR did not identify any new or more significant impacts to hydrology and water quality.

The hydrology and water quality impacts and mitigation measures analyzed in the DEIR, as clarified and modified by the RDEIR, and their application to the modified Project, are described in the following table:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.5-1: Construction activities and post-construction operation of the project could result in degradation of water quality in receiving waters by reducing the quality of storm water runoff.	*Mitigation Measure 4.5-1* *The draft Specific Plan shall be amended to include the following policies:* *a) The applicant shall prepare a Storm Water Pollution Prevention Plan (SWPPP) designed to reduce potential impacts to surface water quality through the construction and life of the project. The SWPPP would act as the overall program document designed to provide measures to mitigate potential water quality impacts associated with implementation of the project. The SWPPP shall include specific and detailed Best Management Practices (BMPs) designed to mitigate construction-related pollutants. These controls shall*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	include practices to minimize the contact of construction materials, equipment, and maintenance supplies (e.g., fuels, lubricants, paints, solvents, adhesives) with storm water. The SWPPP shall specify properly designed centralized storage areas that keep these materials out of the rain. *b) A precise SWPPP shall be prepared for each Precise Development Plan application. Each SWPPP shall specify a monitoring program to be implemented by the construction site supervisor, and must include both dry and wet weather inspections. City of Cloverdale personnel shall conduct regular inspections to ensure compliance with the SWPPP.* *c) The project design shall include measures designed to mitigate potential water quality degradation of runoff from all portions of the completed development, including roof and sidewalk runoff. The final design team for the project should review* Start at the Source, Design Guidance Manual for Stormwater Quality Protection *(BASMAA, 1999).*	
Impact 4.5-2: The application of golf course fertilizers and pesticides for turfgrass maintenance could result in increased long-term water quality degradation in receiving waters. Also, the leaching of nitrates and pesticides may cause chemicals to enter the groundwater.	*Mitigation Measure 4.5-2* *The draft Specific Plan shall be amended to include the following policies:* *a) Potential water quality impacts associated with the proposed project shall be mitigated by the preparation and Implementation of a Water Quality Management Plan. The Water Quality Management Plan shall be developed so that, when properly implemented, it will reduce or eliminate impacts to surface water quality from golf course operation and maintenance, if applicable.* *b) If a golf course is developed on the Property, the following mitigation measures shall apply:* *i. To minimize golf course runoff into nearby creeks, a minimum of a ten-foot natural vegetated buffer shall be maintained between the edge of irrigated turfgrass and the top of the bank of drainages, including Porterfield Creek and the ephemeral drainages in the central portion of the site. To the extent practicable, golf course grading shall be designed so that all maintained turf areas drain away from nearby creeks. Drainage shall be directed to grassed swales, area drains, or sumps for percolation. Drainage from turf areas shall be encouraged to enter the new lakes planned for*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project.

	the golf course. Where maintained turf cannot drain away from creeks, low maintenance turf shall be used or the area shall be considered for naturalized or native grasses. *ii. The grading and drainage plans shall indicate the direction of flow of golf course drainage. Areas of maintained turf grass that drain toward storm water conveyances shall be minimized and identified on the grading plans. Areas of the golf course that drain toward storm water conveyances shall be separated by vegetated natural buffer areas, as identified above, or use low maintenance turfgrasses. Areas of high maintenance such as tees, fairways, and greens shall not drain into storm water conveyances.* *iii. To manage discharge from subdrains, drain pipe discharge points from subdrains of greens or tees shall drain into vegetated swales or irrigation storage lakes. The subdrain discharge points shall not be within 100 feet of a drainage. Discharge pipes shall be directed to dense turf grass areas that can act as a biotic filter and allow percolation. The potentially fertilizer-rich runoff should result in dense biofilter development, enhancing pollutant removal efficiency. This potential dense grow-in should be anticipated by swale designers to allow adequate flow capacity within the swales. The location of all drainages shall be indicated on the grading and drainage plans.* *iv. Runoff shall be recycled back into the irrigation system through use of irrigation storage lakes as collectors, wherever possible. These requirements shall be indicated on the irrigation plans.* *v. An Integrated Pest Management Plan (IPMP) shall be prepared by a qualified agronomist or turf grass specialist approved by the City. The IPM shall be approved prior to the seeding and germination of turfgrass. The IPMP shall address and recommend methods of pest prevention and turfgrass management that use pesticides as a last resort in pest control. Types and rates of fertilizer and pesticide application shall be specified. Special attention in the IPMP shall be directed toward avoiding runoff of pesticides and nitrates into storm*	

	water conveyances or leaching into the shallow groundwater table. See also Mitigation Measure 4.6-5. *vi. The use of pesticides shall be minimized on the golf course. Pesticides shall be used only in response to a persistent pest problem. Preventive chemical use shall only be employed in limited situations where other methods will not be successful and by a licensed technician. Cultural and biological approaches to pest control shall be more fully integrated into the IPM with an emphasis toward reducing pesticide application.* *vii. Fertilizer use shall be managed on the project site. Fertilizer requirements for turfgrass germination and maturation can be lowered by ensuring topsoil is maintained or replaced during grading operations to sustain the organic quality of the native soil. Organic amendments, such as sludge, manure, fir bark, or peat, greatly increase the organic quality of the soil and greatly reduce fertilizer needs. These organic amendments also increase percolation rates and act as stronger binder for the absorption of fertilizer and pesticide compounds. Soil tests shall be performed prior to seeding to determine the proper fertilization rates pre- and post-seeding. The IPM shall detail how fertilization requirements are to be reduced during turfgrass grow-in.* *viii. The Water Quality Management Plan shall include a monitoring component. The monitoring component shall be designed to evaluate the effectiveness of the SWPPP (discussed above) and Water Quality Management Plan at protecting water quality in the vicinity of the site. The monitoring component of the plan shall be prepared by the applicant and submitted to the city of Cloverdale for review and approval prior to issuance of grading permits. The Plan shall include the following:* • *<u>Sampling locations</u>. The Plan shall establish fixed surface water sampling locations. Surface water samples shall be collected from detention basin outlets during the first significant storm event of the rainy season each year ("first*	

	flush"). In addition, surface water samples shall be collected from creeks that drain the proposed golf course. • *<u>Sampling parameters, protocols, and frequency</u>. The Plan shall establish the compounds to be analyzed for based on the uses of the site. For example, samples collected from areas that drain the golf course shall be analyzed for the specific pesticide and herbicide compounds used on the course. The Plan shall also establish the required sampling protocols and frequency for each sampling event so that consistent high quality data can be compiled.* • *<u>Data analysis and review</u>. The Plan shall establish criteria for evaluating the data (e.g., regulatory threshold values for pollutants). Once collected, the data shall be analyzed by a qualified professional and compared to the established criteria to evaluate potential Impacts. If water quality degradation is identified, the qualified professional shall recommend actions to mitigate the impact. Reports summarizing the analytical data and conclusions shall be submitted to the city of Cloverdale for review and approval on an annual basis.*	
Impact 4.5-3: Increased runoff resulting from creation of new impervious surfaces could leave the site, potentially increasing downstream flooding hazards.	*Mitigation Measure 4.5-3* *The draft Specific Plan shall be amended to include the following policy:* *A qualified professional hydrologist or engineer shall be retained to design the storm drainage collection system and detention basin. The basin shall be of adequate size to retain enough water during storm events that the peak flow in the Russian River during storm events is not increased. The proposed drainage plan shall: 1) not increase peak flows downstream of the project site during the 10-, 50-, and 100-year storm events; 2) include an evaluation of downstream drainage features to handle existing and proposed flow conditions; and 3) be designed in compliance with all City of Cloverdale standards for construction.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.5-4: Pumping from wells located along the Russian River could intercept underflow of the river, resulting in reduced base flow and potential impacts to habitat. In addition, use of water at the site may	*Mitigation Measure 4.5-4* *Implement Mitigation Measure 4.13-2.*	MM 4.13-1 was replaced by Revised MMs 5.13-1 and 5.13-2 in the 2009 MMRP. Revised MMs 5.13-1 and 5.13-2 require a water contingency plan, sewer impact fees, and construction of a pump station. MM 5.13-1 and MM 5.13-2 would be carried forward

deprive legal users of the water supply downstream.		and imposed on the Project in the proposed amended MMRP.
Impact 4.5-5: Failure of the levee along the Russian River could occur, resulting in flooding of a portion of the site.	*Revised Mitigation Measure 5.5-1* *The draft Specific Plan shall be amended to include a policy stating that maintenance of Russian River levees on the Project Site is the responsibility of the Sonoma County Water Agency. The project property owner shall cooperate with the Agency as needed to ensure appropriate levee maintenance, specifically by allowing access to the levee area.*	MM 4.5-5 was replaced by Revised MM 5.5-1 in the RDEIR. Revised MM 5.5-1 clarifies that the Sonoma County Water Agency is responsible for maintenance of the levees. MM 5.5-1 would be carried forward and imposed on the Project in the proposed amended MMRP.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the EIR's analysis of potential impacts on hydrology and water quality because, as shown above, all such potential impacts were fully analyzed in and mitigated by the DEIR, as modified by the RDEIR, and the recommended mitigation measures will continue to apply to the modified Project.

In addition, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR. The RDEIR reviewed and updated the DEIR's analyses relating to hydrology and water quality impacts and, subject to certain modifications not relating to or affecting the Asti Road Parcel, confirmed those analyses and carried forward the applicable mitigation measures. Since Project approval, there have been no changes to conditions on the Asti Road Parcel, or to conditions in and around the broader Project site, and development in the area of the Project site has not changed since Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential hydrology and water quality impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that development of the Asti Road Parcel as part of the Specific Plan would not require major revisions to the certified EIR and would not lead directly or indirectly to any new or more severe environmental effects relating

to hydrology and water quality than were analyzed and addressed in the certified EIR for the Project and, therefore, no further environmental review of such environmental effects is required.

6. Public Health and Safety.

Section 4.6 of the DEIR analyzes potential impacts of the Project on public health and safety, including potential impacts associated with hazardous materials at the Project site. Section 4.6 describes five potentially significant impacts: (i) impacts relating to interference with investigation and remediation of hazardous materials releases; (ii) impacts relating to potential exposure of construction workers to hazardous contaminants and asbestos; (iii) impacts relating to possible releases of hazardous materials due to improper storage or transport; (iv) impacts relating to potential exposures to site users and workers to hazardous contaminants remaining in soils and groundwater; and (v) impacts relating to potential exposures of workers and the public to potentially hazardous pesticides used to maintain the golf course. Section 4.6 concludes that compliance with Mitigation Measures 4.6-1 (requiring compliance with the Regional Water Quality Control Board and the Groundwater Hydraulic Report), 4.6-2 (requiring a Health and Safety Plan and a Construction Hazardous Materials Management Plan), 4.6-3 (requiring procedures for safe storage and use of hazardous materials), 4.6-4 (requiring a Human Health Risk Assessment Plan, a Risk Management Plan, and water testing), and 4.6-5 (requiring an Integrated Pest Management Plan) would reduce these impacts to less-than-significant levels.

The RDEIR reviews and confirms the analyses in the Section 4.6 of the DEIR, with the following three modifications. The first modification relates to the Project's proposal to use secondarily treated wastewater instead of groundwater for irrigation purposes. Based on this Project change, an additional impact was described in the RDEIR relating to potential human contact with recycled water. To mitigate this impact, the RDEIR adds a new mitigation measure (Revised Mitigation Measure 5.6-1) to require compliance with State Department of Health Services and other applicable standards.

The other two modifications are revisions to two mitigation measures set forth in the DEIR. Mitigation Measure 4.6-1 was revised to allow the Regional Water Quality Control Board to regulate all construction and grading, groundwater extraction, and well water irrigation prior to closure of the sawmill complex (Revised Mitigation Measure 5.6-2). This mitigation measure has since been completed and the former sawmill site has been closed. Mitigation Measure 4.6-4 was revised to correct the acceptable level of cumulative risk for carcinogens (Revised Mitigation Measure 5.6-3). This mitigation measure would be carried forward and applied to the modified Project.

None of these changes in the RDEIR relate to or affect development of the Asti Road Parcel, and the RDEIR does not disclose any other new significant or more severe impacts. Implementation of the DEIR mitigation measures, as revised in the RDEIR, would reduce all of the modified Project's potential impacts relating to public health and safety to a

less-than-significant level. Those impacts and mitigation measures, and their application to the modified Project, are described in the following table:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Revised Impact 5.6-1: Use of secondary recycled water for irrigation could result in a human health impact due to the possibility of significant human contact with recycled water.	*Revised Mitigation Measure 5.6-1* *The Specific Plan shall contain policies to ensure that State Department of Health Services applicable standards and requirements are met prior to the use of recycled water on the site in order to protect the environment and minimize human contact with recycled water and provision of adequate public notice of the use of recycled water.*	This MM mitigates Impact 5.6-1, which was identified as a new impact in the RDEIR based on the changed description of the Project. This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.6-1: Development of the project may interfere with investigation and remediation of reported hazardous materials releases at the project site.	*Revised Mitigation Measure 5.6-2* *a) Prior to regulatory closure of the former Masonite facility site, written approval from the RWQCB shall be required for all construction and grading in those areas to ensure that proposed development activities do not interfere with investigation or remedial activities.* *b) Prior to regulatory closure of the former Masonite facility site, additional groundwater extraction wells at the site may be permitted only as determined by the Regional Water Quality Control Board. No new groundwater extraction wells shall be drilled or used unless approved by the Regional Water Quality Control Board.* *c) Prior to regulatory closure of the former Masonite facility site, irrigation in those areas with well water shall only be permitted as allowed by the Regional Water Quality Control Board.*	This MM was revised in the RDEIR and has since been completed and is no longer applicable. The former sawmill and Masonite sites have been closed.
Impact 4.6-2: The project would expose construction workers to potentially hazardous concentrations of contaminants and naturally-occurring asbestos during construction activities at the project.	*Mitigation Measure 4.6-2* *The draft Specific Plan shall be amended to Include the following policies:* *a) A site-specific Health and Safety Plan (HSP) for construction activities shall be prepared for the project by a qualified industrial hygienist. At a minimum, the HSP shall summarize information collected in environmental investigations for the project site, Including soil and groundwater quality data; establish soil and groundwater mitigation and control specifications for grading and construction activities, including health and safety provisions for monitoring exposure to construction workers and the general public; provide procedures to be undertaken in the event that previously unreported contamination is discovered; incorporate construction safety measure for excavation activities; establish procedures for the safe storage and use of hazardous materials at the project site, if necessary; provide emergency response procedures, and designate personnel responsible for implementation of*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project and to include updated terminology.

	the HSP. The HSP shall be submitted to the City of Cloverdale for review and approval. *b) A Construction Hazardous Materials Management Plan (CHMMP) shall be prepared for the project to address the safe management and disposal of hazardous materials that may be encountered during project construction. The CHMMP for each portion of the site shall be submitted with the Precise Development Plan application. The CHMMP shall include procedures for managing soils and groundwater removed from the site to ensure that any excavated soils and/or dewatered groundwater with contaminants are stored, managed, and disposed of safely, in accordance with applicable regulations, and designate personnel responsible for implementation of the CHMMP. The CHMMP shall also incorporate notification and dust mitigation requirements for construction in areas containing naturally-occurring asbestos (including Title 17, CCR Section 93105). Coordination with RWQCB shall be performed, as required, to ensure that provisions of the CHMMP do not interfere with remediation and reclamation projects at the site. The CHMMP shall be submitted to the city of Cloverdale for review and approval. Separate CHMMPs may be submitted for the separate elements of the project, including the Golf Course (if applicable), the Resort/Resort Residential area, the Entry Commercial area, the Resort Mixed Use area, and the Estate Residential and Single-Family Residential areas.*	
Impact 4.6-3: Improper use, storage, or transport of hazardous materials during construction activities could result in releases affecting construction workers and the general public.	*Mitigation Measure 4.6-3* *The draft Specific Plan shall include the following policy:* *The Health and Safety Plan (HSP) and Construction Hazardous Materials Management Plan (CHMMP) shall establish procedures for the safe storage and use of hazardous materials at the project site, if necessary; provide emergency response procedures in the case of a hazardous materials release; and designate personnel responsible for implementation of the plans.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.6-4: The project may potentially expose future site users and workers to potentially hazardous concentrations of contaminants that are proposed to remain in soils and groundwater at the site following remedial activities.	*Revised Mitigation Measure 5.6-3* *The Specific Plan shall contain the following policies:* *a) A Human Health Risk Assessment (HHRA) and Risk Management Plan (AMP) shall be prepared by a qualified environmental professional, as approved by the City of Cloverdale. The HHRA shall evaluate potential health risks from petroleum hydrocarbons, metals, dioxins, furans, and wood preservation compounds proposed to remain in soils and groundwater following remedial activities at the project site and clean closure of the wood waste landfill. The AMP shall incorporate the findings of the HHRA and include measures to ensure that any potential added health risks to future site*	This MM was revised in the RDEIR to correct the acceptable level of cumulative risk for carcinogens and is otherwise unchanged. This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	users as a result of hazardous materials are reduced to a cumulative risk of less than one in a million (10^{-6}) for carcinogens and a cumulative hazard index of 1.0 for non-carcinogens. The potential risks to human health in excess of these goals may be reduced either by remediation of the contaminated soils or groundwater. The HHRA and RMP shall be submitted to the RWQCB for approval. *b) Water quality testing for extracted potable groundwater from the project site shall be implemented, as currently required by state regulations (Titles 17 and 22, California Code of Regulations). Extracted potable groundwater used for any beneficial purpose at the site shall meet state regulations or site-specific water quality criteria, as established by the RWQCB, whichever is more stringent.*	
Impact 4.6-5: The project may potentially expose workers and the general public to potentially hazardous concentrations of pesticides used to maintain the golf course, vineyards, and open space.	*Mitigation Measure 4.6-5* *The draft Specific Plan shall include the following policy:* *An Integrated Pest Management Plan (IPM) for the project site shall be developed to ensure judicious use of pesticides, which must be applied by state-certified applicators in accordance with existing laws and regulations. The !PM shall include advanced technology and monitoring equipment to ensure minimal application of pesticides, herbicides, and fertilizers. The (PM shall require use of slow-release, less soluble, and least mobile chemical fertilizers, pesticides, and herbicides available and use of the smallest rates of active ingredient to accomplish the desired result. Where feasible, the (PM shall specify drought, pest, and disease resistant plant species for the project site, and use natural buffer areas to minimize the area affected by chemical use. Aerial spraying of agricultural chemicals shall be prohibited. The IPM shall be submitted to the city of Cloverdale for review and approval.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

As shown above, restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential impacts on public health and safety. Section 4.6 of the DEIR analyzes and mitigates potential impacts from development of the Asti Road Parcel as part of the broader Project, and the mitigation measures set forth there will continue to apply to the modified Project.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the EIR due to the restoration of the Asti Road Parcel to the Specific Plan area. As explained above, physical conditions on the Asti Road Parcel, and conditions in and around the broader Project site, have not changed since the Project was approved in 2009. And there has been no new development on or in the vicinity of the Project site since that time. Therefore, there have been

no substantial changes in circumstances which require major revisions to the EIR's analysis of public health and safety impacts.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts relating to public health and safety:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not require major revisions to the certified EIR and would not lead directly or indirectly to any new or more severe environmental effects relating to public health and safety than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

7. Visual Resources.

Section 4.7 of the DEIR analyzes the potential impacts from development of the modified Project (including the Asti Road Parcel), and identifies three potentially significant impacts on visual resources. Specifically, Section 4.7 identifies potentially significant impacts relating to: (i) the proposed grading and re-contouring of portions of the site to accommodate future development (Impact 4.7-1); (ii) potential inconsistencies between city policies and the establishment of a unique gateway into the City (Impact 4.7-2); and (iii) a potential visual impact relating to construction of a water tank on a visually prominent knoll in the southerly portion of the project site (Impact 4.7-3). Section 4.7 also describes mitigation measures to mitigate each of these potential impacts to less-than-significant levels.

Section 5.7 of the RDEIR updates and confirms the analysis in Section 4.7 of the DEIR (See RDEIR, Sec. 5.7 (pgs. 54-57)), but also identifies one additional potential impact relating to possible light and glare impacts. (See RDEIR, Sec. 5.7 (pgs. 57-58)) To mitigate this additional impact, the RDEIR describes a new mitigation measure (Mitigation Measure 5.7-1) requiring that certain lighting standards and requirements be incorporated into the Specific Plan. The impacts and mitigation measures from Sections 4.7 of the DEIR and 5.7 of the RDEIR are described below:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.7-1: The project would require substantial reconfiguration of the land form of the site through mass grading. Some existing scenic views, including views of the prominent serpentine outcropping, native grasslands, oaks, and a riparian canyon would be affected.	*Mitigation Measure 4.7-1* *Amend the draft Specific Plan to include the following policies:* *a) A visual analysis shall be submitted with each Precise Development Plan. The visual analysis shall describe specific grading, landscaping, and revegetation plans, as well as design details, and ensure that development is consistent with General Plan and Specific Plan policies. The visual analysis shall also ensure that development is consistent with the "gateway or entrance theme, as outlined in Mitigation Measure 4.7-2.* *b) A visual analysis of grading proposed for the western hill with the serpentine outcropping shall be prepared with the first Precise Development Plan proposed for the project and submitted along with the proposed "gateway" theme (see Mitigation Measure 4.7-2).* *c) The visual analysis for golf hole 17 shall show the impacts of grading needed to develop the hole. it shall also include an analysis of potential golf trajectories that might affect Asti Road and U.S. Highway 101, including any screen structures necessary to protect the streets from golf balls. Golf hole 16 shall be relocated to the base of the hill if the visual analysis for the golf course shows grading and visual impacts that are not consistent with General Plan standards.* *d) The southern access road shall be relocated to minimize impacts to the existing serpentine outcropping visible from U.S. Highway 101. This alternative would also serve to reduce potential impacts to the native grasslands near the serpentine outcropping (see Mitigation Measure 4.9-3a). Alternatively, contour grading for the road that more closely approximates the natural slope shall be required rather than a uniform cut slope.* *e) The northerly Estate Residential cul-de-sac and the Estate and Single Family lots in the vicinity of the Emergency Vehicle Access shall be designed to preserve the*	This MM would be carried forward and imposed on the Project, with modifications (as shown) to reflect the optional nature of the golf course, in the proposed amended MMRP.

	woodlands, native grasslands, and riparian corridor as visual, as well as natural, assets. *f) A model or visual simulation of the proposed Estate and Single Family housing shall be provided with the Precise Development Plan applications, and shall include landscaping or other means to soften the view of the developed housing from the City.* *g) A model or visual simulation of the proposed hotel shall be provided with the Precise Development Plan application.*	
Impact 4,7-2: The project could be inconsistent with City policies and plans calling for the establishment of unique gateways into the city of Cloverdale.	*Mitigation Measure 4.7-2* *Amend the draft Specific Plan to include the following policy based on policies in the Cloverdale General Plan:* *The applicant shall submit a 'gateway" or entrance theme along with the visual analysis for the western hill with the serpentine outcropping to be reviewed and approved by the City with the first submitted Precise Development Plan.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.7-3: Construction of a large water tank on the visually prominent knoll in the southwest portion of the project site could change existing scenic views.	*Mitigation Measure 4.7-3* *Amend the draft Specific Plan to include the following policy:* *The plans for construction of the project's water tank shall be subject to prior approval by the City. The water tank plans shall include proposed landscaping and design details to ensure that the tank, and the access road to the tank, are blended visually into the existing oak grove and hillside and that the tank and road do not degrade the scenic views of the hillside from U.S. Highway 101 and the City below. The plans shall include retention of all oak trees, augmented with the planting of additional native trees, as necessary, to screen the tank and road from public view. The plans shall include an appropriate paint color, e.g., an earth tone, to ensure the tank will blend into the existing visual environment.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.7-4: The project would introduce glare and nighttime lighting into a rural area.	*Mitigation Measure 4.7-4* *None is required. However, the following measure could be considered:* *Amend the draft Specific Plan to include the following policy:* *A lighting program with provisions to minimize light spread shall be submitted with each Precise Development Plan for*	No mitigation is required.

	City review and approval.	
Revised Impact 5.7-1: The proposed Resort Hotel and commercial center at the Project entrance could increase glare and reflectivity from the buildings onto nearby US 101 and other properties. Construction of the Project would also increase the level of lighting on the overall site, including but not limited to street lights, parking lot lights, building house lights and similar lights into a largely undeveloped area.	*Mitigation Measure 5.7-4* *The following components shall be included in the final Specific Plan documents:* *a) The Precise Plans for the Resort Hotel and Entry Commercial area shall include provisions prohibiting use of reflective glass, unpainted railings or other architectural features that would cause glare off the Project site.* *b) Precise Development Plans for the Resort Hotel complex, Estate Residential, Single Family Residential and Entry Commercial components shall include provisions for equipping street lights, parking lot lights and yard lights with cut-off lenses or equivalent to reduce spill over of light and glare.*	The Specific Plan has been revised to incorporate policies requiring Precise Development Plans to include all of the provisions described in MM 5.7-1. Those policies can be found in the following sections of the proposed amended Specific Plan: • II. B.2 • II.B.4 • II.B.5 • II.B.6 • II.B.7 • II.B.8

Restoring the Asti Road Parcel to the Specific Plan area would not require major revisions to the certified EIR, or result in any new or more severe impacts on visual resources that were not identified and addressed in the EIR. As shown above, Section 4.7 of the DEIR analyzes the potential visual impacts from commercial development on this Parcel as part of the original Project proposal, and Section 5.7 of the RDEIR confirms that analysis, identifies one additional impact, and describes a corresponding mitigation measure. All of the mitigation measures described in the DEIR and the RDEIR would be imposed on the modified Project.

Restoring the Asti Road Parcel to the Project would not change the Project evaluated in the EIR in any significant respect; the modified Project would contain the same project components as were analyzed in the EIR—a resort hotel, a golf course or preserved open space, up to approximately 15 acres of commercial uses, residences, recreational trails and similar uses. The locations of the major uses would be the same as was analyzed in the EIR and proposed buildings would be of the same heights. The Asti Road Parcel is currently developed with a light industrial use (Soil King), and future commercial uses on that Parcel would be subject to a Precise Development Plan to ensure that all future improvements would be consistent with visual policies contained in the Cloverdale General Plan and the Specific Plan, thereby ensuring that future uses are architecturally compatible with other nearby project elements.

In addition, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR's analysis of potential visual effects. In fact, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn decrease any potential impacts associated with grading, scenic views, and light and glare. Further, a As noted

above, conditions in and around the Project site, and existing development in the area of the Project site, are all the same as existed at the time of Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts on visual resources:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to visual resources than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

8. Cultural Resources.

Section 4.8 of the DEIR analyzes the potential impacts from development of the originally proposed Project, including development of the Asti Road Parcel, on the cultural resources in and around the Project site. Section 4.8 identifies two potentially significant impacts: potential impacts on certain recorded archaeological sites (Impact 4.8-1), and potential impacts on unknown or unrecorded cultural resource sites (Impact 4.8-2). Section 4.8 also describes two mitigation measures which, the City determined, would mitigate these potential impacts to less-than-significant levels: Mitigation Measure 4.8-1, requiring a cultural review submitted with Precise Development Plans, limits on subsurface excavation, and prohibition of staging/equipment adjacent to archeological sites, and Mitigation Measure 4.8-2, requiring construction briefing and contract language regarding exposure of archaeological developments. Section 4.8 concludes that implementation of these mitigation measures would reduce these potentially significant impacts to less-than-significant levels. Section 4.8 also describes one potential impact relating to potential damage to an adjacent cemetery within the Cloverdale Rancheria of Pomo Indians of California (Impact 4.8-3). However, Section 4.8 concludes that this potential impact would be less-than-significant and therefore no mitigation is necessary.

Section 5.8 of the RDEIR confirms the analysis in Section 4.8 of the DEIR. In addition, however, Section 5.8 revises Mitigation Measure 4.8-1 to clarify the requirements

relating to the cultural resources identified in Impact 4.8-1, and re-numbers it as Revised Mitigation Measure 5.8-1. The impacts and mitigation measures described in the DEIR and the RDEIR are described below:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.8-1: The development planned for the project area could affect recorded archaeological sites P-49-2834/CA- Son-2322H and P-49-2402/CA-Son-1988H.	*Mitigation Measure 4.8-1* *The draft Specific Plan shall be amended to include the following policies:* *a) A cultural review of Son-1988H by a qualified archaeologist shall be submitted with each Precise Development Plan application. The cultural review shall include recommendations for treatment of the site.* *b) Subsurface excavation within a 50-foot radius of the CA-Son-1988H residential complex and within the site proper shall be monitored by a qualified on-site archaeologist, and shall follow the recommendations required in a), above. If subsurface resources are exposed, construction shall stop until the resource can be identified and evaluated by the qualified archaeologist. Recommendations could include site testing and data recovery, if significant deposits are exposed.* *c) The placing of staging areas, equipment yards, and related construction activities shall be prohibited within or adjacent to the recorded archaeological sites.* *d) Exclusionary fencing to create a "no trespass" zone shall be placed at each recorded archaeological site to avoid inadvertent trespass during construction.* *e) If a Precise Development Plan proposes removal or modification of CA-Son-2322H, photographic documentation of the resource shall be prepared and submitted. Efforts shall focus on obtaining general viewshed views, features, close-ups of feature details, and other views sufficient to document the setting of the alignment prior to modification. Recordation shall use fine-grain black and white film and provide at least two sets of*	The RDEIR revised MM 4.8-1 as follows, and re-numbered it as Revised Mitigation Measure 5.8-1. This Revised Mitigation Measure 5.8-1 would be carried forward and imposed on the Project in the proposed amended MMRP. *Revised Mitigation Measure 5.8-1* *The Specific Plan shall contain the following policies:* *a) A cultural review of CA-SON-1988H by a qualified archeologist shall be submitted with each Precise Development Plan application. The cultural review shall include recommendations for treatment of significant resources on that respective site.* *b) Subsurface excavation within a 50-foot radius of the CA-SON-1988H residential complex within the site property shall be monitored by a qualified site archeologist and shall follow any recommendations included in "a," above. If subsurface resources are exposed, construction shall stop until the resource can be identified and evaluated by the qualified archeologist. Recommendations could include site testing and data recovery. This requirement shall be included on Project construction plans and specifications.* *c) Placement of staging areas, equipment yards, laydown areas and related construction activities that could result in subsurface impacts shall be prohibited within or adjacent to the recorded archaeological sites.* *d) Exclusionary fencing to create a "no trespass" zone shall be placed at each recorded archaeological site to avoid inadvertent trespass during construction. Fencing may be removed with the written permission of a qualified archeologist retained by the City of Cloverdale.* *e) If a Precise Development Plan proposes removal or modification of CA-Son-2322H and/or CA-Son-1988-H), photographic documentation of the resource shall be prepared and submitted. Efforts shall focus on obtaining general viewshed views, features, close-ups of feature details, and other views sufficient to document the setting of the alignment prior to modification. Recordation shall use fine-grain black and white film and provide at least two sets of proof sheets and photographs no smaller than 5 by 7 inches and archivally processed. Each set shall be filed in a presentation binder suitable for deposit with a local public library and the California Historical Resources Information System, Northwest Information Center, CSU*

	proof sheets and photographs no smaller than 5 by 7 inches and archivally processed. Each set shall be filed in a presentation binder suitable for deposit with a local public library and the California Historical Resources Information System, Northwest Information Center, CSU Sonoma. The archaeological site record form shall be updated to indicate enhanced photographic record and any new information noted during recordation.	*Sonoma. The site record form shall be updated to indicate enhanced photographic record and any new information noted during recordation.*
Impact 4.8-2: Construction of the project could affect unknown or unrecorded cultural resource sites. This potential impact applies to the entire site, including the cultural resources identified in Impact 4.8-1.	*Mitigation Measure 4.8-2* *The draft Specific Plan shall be amended to include the following policies:* *a) Any excavation contract (or contracts for other activities that may have subsurface soil impacts) shall include language that alerts construction personnel of the potential for exposing aboveground elements (i.e., Northwestern Pacific Railroad) and subsurface archaeological deposits (i.e., CA-Son-1988H), and the project's procedures for treating such finds. Language shall include a provision that, upon discovery of buried archaeological materials, work in the immediate area of the find shall be halted within 50 feet of the find and a qualified archaeologist consulted for recommendations.* *b) A background briefing shall be provided for supervisory construction personnel describing the potential for impacting and/or exposing cultural resources and anticipated procedures to treat unexpected discoveries. These procedures shall be prepared by a qualified archaeologist and submitted to the City for review prior to construction.* *c) If buried or suspected human remains are encountered during construction, work in that area shall be immediately halted and the county coroner notified. If the remains are determined to be Native American, then the Native American Heritage Commission will be notified by the coroner within 24 hours as required by Public Resources Code 5097. The Native American Heritage Commission will notify a designated Most Likely Descendant who will provide recommendations for the treatment of the remains within 24 hours. The Native American Heritage Commission will mediate any disputes regarding treatment of remains.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.8-3: Construction of the project could cause potential damage to an adjacent cemetery within the Cloverdale Rancheria of Pomo Indians of California.	*Mitigation Measure 4.8-3* *None is required.*	No mitigation is required.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential impacts on cultural resources. As explained above, Section 4.8 of the DEIR already analyzes the potential impacts from development of the Asti Road Parcel as part of the originally proposed Project, and describes mitigation measures to adequately mitigate those potential impacts. All applicable mitigation measures from the DEIR, as revised in the RDEIR, will continue to apply to the modified Project. Therefore, the modified Project will not result in any new or substantially more severe impacts relating to cultural resources than were identified and addressed in the certified EIR.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR. In fact, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn decrease the potential for construction-related impacts on archaeological and cultural resources. Further, site conditions in and around the Project site, and existing development in the area of the Project site, are all the same as existed at the time of Project approval in 2009.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts on cultural resources:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to cultural resources than were analyzed and addressed

in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

9. Biological Resources.

Section 4.9 of the DEIR analyzes the potential impacts from development of the Project, including the Asti Road Parcel, on the City's biological resources. Section 4.9 identifies five potentially significant impacts: (i) impacts from site grading on vegetation, habitat and other biological resources (Impact 4.9-1); (ii) impacts relating to removal of existing riparian scrub and stands of native grasslands (Impact 4.9-2); (iii) potential impacts to raptor nests and red-legged frogs (Impact 4.9-3); (iv) potential impacts on jurisdictional wetlands (Impact 4.9-4); and (v) potential impacts to trees and riparian corridors (Impact 4.9-5). Section 4.9 describes five corresponding mitigation measures which, the City determined, would mitigate all five of these impacts to less-than-significant levels: (i) Mitigation Measure 4.9-1, requiring designation of tree stands as Natural Resource Preserves, a Tree Preservation and Replacement Plan, and a Landscape and Vegetation Management Plan; (ii) Mitigation Measure 4.9-2, requiring designation of grasslands as Natural Resources Preserves; (iii) Mitigation Measure 4.9-3, requiring preconstruction surveys to identify raptor nests and on-site red-legged frogs; (iv) Mitigation Measure 4.9-4, requiring designation of jurisdictional wetlands as Natural Resource Preserves; and (v) Mitigation Measure 4.9-5, requiring buffer areas around certain sensitive resources.

Section 5.9 of the RDEIR confirms the analysis of Section 4.9 of the DEIR, with one revision. Section 5.9 revises Mitigation Measure 4.9-2 to allow for more flexibility in designation of Natural Resource Preserves, and re-numbers that mitigation measure as Revised Mitigation Measure 5.9-1. Section 5.9 of the RDEIR did not identify any new or more significant impacts to biological resources. The impacts and mitigation measures described in Section 4.9 of the DEIR, as revised by Section 5.9 of the RDEIR, are set forth below:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.9-1: Grading associated with project implementation would remove existing vegetation in areas proposed for development, consisting primarily of non-native grassland but also affecting oak woodlands, riparian scrub, isolated seasonal wetlands and drainage channels, and native grasslands. Grading and development would create suitable habitat for highly invasive species, and could affect the ephemeral drainage through the central portion of the site.	*Mitigation Measure 4.9-1* *a) Amend the Specific Plan as follows:* • *The proposed site plan (Exhibit 3 to the Specific Plan) shall be revised to designate important stands of oak woodlands and other "High/Moderate Constraint" biological resources as Natural Resource Preserves;* • *Draft Specific Plan Policy NRP 5.4 shall be revised to indicate that healthy trees shall be avoided and preserved to the maximum extent feasible, particularly specimen valley oaks and other native deciduous oaks and stands of oak woodlands designated as Natural Resource Preserves. A Tree Preservation and Replacement Program shall be prepared, which shall detail tree avoidance and preservation methods, including establishment of a tree protection zone,*	With minor modifications to update terminology and Specific Plan policy references, this MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	construction inspection and supervision by a certified arborist, Installation of tree protection fencing, review of activities within the tree protection zone and provisions to provide for replacement where tree replacement is unavoidable. *b) The applicant shall submit the Tree Preservation and Replacement Program to be reviewed and approved by the City of Cloverdale Community Development Department with the first submitted Precise Development Plan. The applicant's site development plan and preliminary grading concept plan shall be revised to provide for the protection of individual trees considered suitable for preservation. Tree trunk locations shall be mapped by engineered survey and considered during refinement of detailed plans for the project. A qualified arborist shall be retained to evaluate the suitability of individual trees and work with the applicant's engineer in refining proposed grading and development plans to minimize tree loss, Where tree avoidance is determined to be infeasible, native trees shall be planted as part of a detailed Landscape and Vegetation management Plan to provide for replacement of trees lost at a minimum of 3:1 (replacement:lost trees).* *c) The applicant shall submit a detailed Landscape and Vegetation management Plan to be reviewed and approved by the City of Cloverdale Community Development Department with the first submitted Precise Development Plan. The Landscape and Vegetation management Plan shall be prepared by a qualified landscape architect in consultation with a plant ecologist experienced in management of native species. The Plan shall: 1) provide for re-establishment of native vegetation along the central drainage and other areas to be preserved as open space; 2) provide details on native plantings associated with proposed restoration, enhancement and mitigation; 3) provide for relocation or replacement of trees removed by the project; 4) identify unsuitable species that should not be used in landscaping in open space areas; 5) prevent the establishment and spread of introduced broom; and 6) specify long-term management provisions to ensure establishment of landscape improvements and creek enhancement plantings. Aspects of the Plan shall include the following:* • *Landscaping and revegetation shall emphasize the use of native plant species in proposed open space areas, including the central drainage and fringe of the oak woodlands to be preserved. The landscape architect and plant ecologist shall identify suitable plant species. Suitable species for use in these areas include valley oak, live oak, California buckeye, willow, toyon, California rose, California blackberry and common rush, among others.* • *Use of non-native, invasive species that may spread into adjacent*	

	open space areas shall be prohibited in landscape plans. Unsuitable species include: eucalyptus, acacia, pampas grass, broom, gorse and giant reed. • *Graded slopes and areas disturbed as part of the project shall be monitored to prevent establishment and spread of French and Scotch broom. The removal and monitoring program shall include annual late winter removal of any rooted plants where soils are saturated and cutting back of any remaining flowering plants in the spring before seed begins to set in late April.* • *Provisions for maintenance of landscaping and revegetation of graded slopes shall be specified as part of the plan, with replacement plantings and seeding provided over a minimum of five years to ensure reestablishment of cover.*	
Impact 4.9-2: Proposed development would generally avoid most of the sensitive natural communities on the site, including riparian habitat along the Russian River and Porterfield Creek corridors, most of the riparian scrub along the central ephemeral drainage, and most of the oak woodlands. However, some riparian scrub, woodlands, and most of the stands of native grasslands would be removed, which would be a significant impact on sensitive natural communities.	*Mitigation Measure 4.9-2* *a) Amend the draft Specific Plan as follows:* • *The proposed site plan (Land Use/Circulation Diagram) shall be revised to designate identified native grasslands and other 'High/Moderate Constraint" biological resources as Natural Resource Preserves;* • *A new policy shall be included in the draft Specific Plan stating that native grasslands shall be protected and enhanced, and adequate replacement provided where complete avoidance is not feasible. A Native Grassland Protection, Replacement, and Restoration Plan shall be prepared and approved by the city of Cloverdale Community Development Department prior to any grading.* *b) The applicant shall submit the Native Grassland Protection, Replacement, and Restoration Plan to be reviewed and approved by the city of Cloverdale Community Development Department with the first submitted Precise Development Plan. A qualified vegetation ecologist shall prepare the Native Grassland Plan, which shall clearly identify the total grassland area affected by the project, provide for protection and enhancement of existing native*	The RDEIR revised MM 4.9-2 as shown below, and re-numbered it as MM 5.9-1. With minor modifications to update Specific Plan references, MM 5.9-1 would be carried forward and imposed on the Project in the proposed amended MMRP. *Revised Mitigation Measure 5.9-1* *a) The Specific Plan shall include:* *i. The proposed site plan (Exhibit 3 to the Specific Plan) shall be revised to designate portions of the identified native grasslands and other High/Moderate Constraint" biological resources as Natural Resource Preserves, if feasible and consistent with the site plan.* *ii. A policy shall be included in the Specific Plan stating that native grasslands shall be protected and enhanced, and that adequate replacement provided where complete avoidance is not feasible. A Native Grassland Protection, Replacement and Restoration Plan shall be prepared and approved by the Cloverdale Community Development Department prior to grading.* *b) The applicant shall submit the Native Grassland Protection, Replacement and Restoration Plan to be reviewed and approved by the Cloverdale Community Development Department with the first submitted Precise Development Plan. A qualified vegetation ecologist shall prepare the Native Grassland Plan which shall clearly identify the total grassland area affected by the Project, provide for protection and enhancement of existing native grasslands where feasible and define a program for replacement through creation of new native grassland habitat on-site. The site plan and grading plan shall provide for at least partial preservation of native grassland stands, particularly the serpentine grasslands in the western portion of the Site. The proposed limits of grading shall be adjusted to provide*

	grasslands where feasible, and define a program for replacement through creation of new native grassland habitat on-site. The applicant's site development plan and preliminary grading concept shall be revised to provide for at least partial preservation of the stands of native grasslands, particularly the serpentine grasslands in the western portion of the site. The proposed limits of grading shall be adjusted to provide for avoidance of at least portions of both stands of native grasslands on the site and those areas protected as permanent open space. One way to avoid native grasslands is to relocate the proposed residential access road off Asti Road to the south, thereby avoiding grading of the serpentine outcropping near the native grasslands. Relocation of the residential access road is also recommended as an alternative mitigation measure to reduce visual impacts (see Mitigation Measure 4.7-2(b)). *c) Any native grasslands lost as a result of development shall be replaced at a minimum I to 1 ratio and preferably shall be consolidated in one location. The relative cover class of the replacement grasslands shall have a native species component that meets or exceeds that of the grasslands removed. Any provisions for preservation, creation, or enhancement of on-site native grasslands shall be incorporated as a component of the Landscape and Vegetation Management Plan. If the native grasslands cannot be replaced with a sustainable 1 to I ratio, the grading plans and Precise Development Plan shall be modified to retain the existing native grasslands in the existing locations.*	*for avoidance of at least portions of both stands of native grasslands on the site and those areas protected as permanent open space.* *c) Native grasslands lost as a result of development shall be replaced at a minimum ratio of 1:1 and preferably consolidated in one location. The relative cover class of the replacement grasslands shall have a native species component that meets or exceeds that of grasslands removed. Any provisions for preservation, creation or enhancement of on-site native grasslands shall be incorporated as a component of the Landscape and Vegetation management Plan. If the native grasslands cannot be replaced with a sustainable 1:1 ratio, the grading plan and Precise Development Plan(s) shall be modified to retain native grasslands in their existing locations.*
Impact 4.9-3: Development of the site would generally not have a substantial adverse effect on habitat for special-status species. However, preconstruction surveys would be necessary to confirm absence of raptor nests and red-legged frogs.	*Mitigation Measure 4.9-3* *a) A preconstruction survey for raptors shall be conducted by a qualified wildlife biologist prior to initiation of grading and tree removal to confirm the presence or absence of any nesting activity on the site. If a nesting raptor is found, appropriate measures shall be taken to avoid destruction of an active nest. An appropriate buffer zone shall be established around any active nest based on informal consultation with CDFG representatives. Construction activities shall be restricted in this zone until the qualified biologist has determined that nesting is complete and the young birds have fledged.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	b) A preconstruction survey for red-legged frog shall be conducted by a qualified wildlife biologist prior to initiation of grading and removal or modification of any of the ponds on the site to confirm the absence of this species. If any red-legged frogs are found, appropriate measures shall be taken to avoid loss during grading and vegetation removal. Representatives of the USFWS shall be informally consulted to confirm that the subpopulation in the Cloverdale vicinity is not considered to be part of the California red-legged frog subspecies. An appropriate buffer zone shall be established around any location where red-legged frogs are encountered. As necessary, exclusionary fencing shall be installed to separate the construction zone from preserved habitat, and construction activities shall be restricted from this zone until construction is completed and the fencing removed.	
Impact 4.9-4: The proposed development map in the draft Specific Plan generally avoids jurisdictional wetlands, but detailed development applications could directly or indirectly affect these features.	*Mitigation Measure 4.9-4* *a) Amend the draft Specific Plan as follows:* *i. The proposed site plan (Land Use/Circulation Diagram) shall be revised to designate identified jurisdictional wetlands and other "Nigh/Moderate Constraint" biological resources as Natural Resource Preserves;* *ii. A new policy shall be included in the draft Specific Plan stating that wetlands shall be protected and enhanced, and adequate replacement provided where complete avoidance is not feasible. A Conceptual Wetland Protection, Replacement, and Restoration Plan shall be prepared and approved by the city of Cloverdale Community Development Department prior to any grading.* *b) The applicant shall submit the Conceptual Wetland Protection, Replacement, and Restoration Plan to be reviewed and approved by the city of Cloverdale Community Development Department with the first submitted Precise Development Plan. A qualified wetland consultant shall prepare a wetland plan that satisfies adopted standards and criteria of the City, Corps, RWQCB, and CDFG. The wetland plan shall clearly identify the total wetland and other jurisdictional area affected by the project, provide for protection and enhancement of existing wetlands where feasible, and define a program for wetland*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	replacement through creation of new wetland habitat on-site. The conceptual wetland plan shall be completed and approved prior to any modification or loss of wetlands on the site. *If wetland habitat is to be created as part of mitigation, wetlands shall be replaced at a minimum 1 to 1 ratio and any small, isolated features shall preferably be consolidated. Any provisions for preservation, creation, or enhancement of on-site wetlands shall be incorporated as a component of the Landscape and Vegetation Management Plan. Details shall be provided for any created wetland habitat, including the following:* *i. Identify the location(s) of mitigation areas. Replacement habitat shall result in created or enhanced wetlands with a higher habitat value than the existing wetlands eliminated as a result of development to mitigate the temporal loss until the replacement wetlands have met success criteria.* *ii. Specify performance criteria, maintenance and long-term management responsibilities, monitoring requirements, and contingency measures. Monitoring shall be provided for a minimum of five years and continue until the success criteria are met.* *iii. Define site preparation and revegetation procedures, an implementation schedule, and funding sources to ensure long-term management of the overall wetland mitigation plan.* *c) A detailed Storm Water Pollution Prevention Plan shall be prepared and implemented during construction as called for in Mitigation Measure 4.5-1. The plan shall contain detailed measures to control erosion of stockpiled earth and exposed soil, provide for revegetation of graded slopes before the first rainy season following construction, and specify procedures for monitoring the plan's effectiveness.*	
Impact 4.9-5: The proposed project could conflict with local policies to protect biological resources, specifically riparian corridors and tree loss.	*Mitigation Measure 4.9-5* *a) The draft Specific Plan shall be amended to include the following policy based on Cloverdale General Plan implementation program CDO 7-1.a in the Conservation, Design and Open Space Element and the Creek Ordinance:*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project and to include updated Specific Plan references.

	i. Vineyards, residential lots, and golf course features (if applicable) shall not encroach into river and creek buffer areas to be preserved under the Conceptual Wetland Protection, Replacement, and Restoration Plan, which shall be consistent with the Intent of the Conservation and Open Space Element, and the setback requirements in the city of Cloverdale Creek Ordinance. *b) Implement Mitigation Measure 4.9-1(a) and (b).*	

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential impacts on biological resources. Section 4.9 of the DEIR fully analyzed and mitigated the potential environmental effects from development of the Asti Road Parcel as part of the broader Project, and all applicable mitigation measures will continue to apply to the modified Project, as revised by Section 5.9 of the RDEIR. Therefore, development of the Project including the Asti Road Parcel will not result in any new or substantially more severe biological impacts than were identified and addressed in the certified EIR.

Since the Project was approved, there have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR's biological resources analysis. Conditions on the Asti Road Parcel are the same as they were at the time of Project approval; the site remains undeveloped with the exception of the Soil King operations. And there has been no new development in proximity to the Project site since Project approval in 2009. In fact, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn lessen any potential biological impacts due to construction and grading activities.

Finally, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts on biological resources:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more

significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not require major revisions to the certified EIR and would not lead directly or indirectly to any new or more severe environmental effects relating to biological resources than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

10. Transportation and Circulation.

Section 4.10 of the DEIR analyzes the potential impacts from development of the Project, including development of commercial uses on the Asti Road Parcel, as they relate to transportation and circulation. Section 4.10 describes eleven potentially significant impacts: (i) Impact 4.10-1, relating to increased vehicle traffic at the South Cloverdale Boulevard-Southbound U.S. Highway 101 ramp intersection; (ii) Impact 4.10-2, relating to increased vehicle traffic at the South Cloverdale Boulevard-Northbound U.S. Highway 101 ramp intersection; (iii) Impact 4.10-3, relating to increased vehicle traffic at the South Cloverdale Boulevard-Asti Road intersection; (iv) Impact 4.10-4, relating to traffic flow at the Project entrance at Asti Road; (v) Impact 4.10-5, relating possible traffic increases from development of a movie theater on the Project site; (vi) Impact 4.10-6, relating to impacts from truck hauling fill materials to the site; (vii) Impact 4.10-7, relating to potential conflicts between vehicles, pedestrians, golf carts and bicycles traveling near the Project site; (viii) Impact 4.10-8, relating to possible reduced access to the Russian River; (ix) Impact 4.10-9, relating to the lack of a connection between the Project site and the proposed SMART bike and pedestrian trail; (x) Impact 4.10-10, relating to the availability of parking for the mixed use/commercial component of the Project; and (xi) Impact 4.10-11, relating to safe access for school-age Project residents to existing schools on the west side U.S. Highway 101. (See DEIR, Table 2-1 (pgs. 2-25 through 2.28) and Section 4.10 (pgs. 4.10-1 through 4.10-35.)

Section 4.10 also describes eleven corresponding mitigation measures (Mitigation Measures 4.10-1 through 4.10-11) that, the City determined, would mitigate all eleven of these impacts to less-than-significant levels. (See DEIR, Table 2-1 (pgs. 2-25 through 2-28) and Section 4.10 (pgs. 4.10-1 through 4.10-35.)

The RDEIR confirmed and updated the analysis in the Section 4.10 of the DEIR to reflect the removal of the Asti Road Parcel from the proposed Specific Plan area. (See RDEIR, Sec. 5.10 (pgs. 63-92).) Based on the updated analysis, the RDEIR revised Mitigation Measures 4.10-1 through 4.10-5 to reflect the reduced level of commercial development from removal of the Asti Road Parcel, and confirmed that Mitigation Measures 4.10-6 through 4.10-11 would remain effective and should still apply to the Project. (RDEIR, Sec. 5.10, pg. 63.) The following table describes the potential impacts from development of the modified Project

(including the Asti Road Parcel) and the applicable mitigation measures from Section 4.10 of the DEIR, subject to applicable minor revisions to reflect the proposed Project modifications.

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.10-1: The addition of project traffic would result in unacceptable levels of service at the unsignalized south Cloverdale interchange/southbound U.S. Highway 101 ramp intersection,	*Mitigation Measure 4.10-1* *The draft Specific Plan shall be amended to include the following policies:* *Under conditions with the project, impending traffic, and with or without the gaming facility, a traffic signal at the South Cloverdale Boulevard interchange/southbound U.S. Highway 101 ramp intersection shall be installed along with a new eastbound right-turn lane that would improve the level of service to the LOS C/D threshold or better, which is an acceptable condition based on Cloverdale's General Plan policies.* *Under General Plan Buildout conditions with or without the gaming facility, the lane improvements shall also include a second eastbound right turn lane, a second eastbound through lane, a second westbound through lane, a second westbound left-turn lane, and overpass widening to accommodate operation of the section. This widening is primarily needed to address critical queuing conditions and not necessarily deficient level of service.* *As an alternative to the traffic signal, additional lane widening, and overpass widening, a roundabout could be installed at the intersection.*	This MM has been restored to the proposed MMRP and replaces Revised MM 5.10-1.
Impact 4.10-2: The addition of project traffic would result in unacceptable levels of service at the unsignalized south Cloverdale interchange/northbound U.S. Highway 101 ramp intersection.	*Mitigation Measure 4.10-2* *The draft Specific Plan shall be amended to include the following policies:* *Under conditions with the project, impending traffic, and with or without the gaming facility, a traffic signal at the south Cloverdale interchange/northbound U.S. Highway 101 ramp intersection shall be installed along with a new westbound right-turn lane that would improve the level of service to the LOS C/O threshold or better, which is an acceptable condition based on Cloverdale's General Plan policies.* *Under General Plan Buildout conditions with or without the gaming facility, the lane improvements shall also include a second northbound left-turn lane, a second eastbound through lane, a second westbound through lane, and overpass widening to accommodate operation of the section. This widening is primarily needed to address critical queuing conditions and not necessarily deficient level of service.* *As an alternative to the traffic signal, additional lane widening, and overpass widening, a roundabout could be installed at the intersection*	This MM has been restored to the proposed MMRP and replaces Revised MM 5.10-2.

Impact 4.10-3: The addition of project traffic would affect the level of service at the unsignalized south Cloverdale interchange/Asti Road intersection.	*Mitigation Measure 4.10-3* *The draft Specific Plan shall be amended to include the following policies:* *Under conditions with the project and impending traffic, a traffic signal at the south Cloverdale interchange/Asti Road intersection shall be installed along with the re-striping of the eastbound approach to include a left-turn lane and a through/right lane that would improve the level of service to the LOS C/D threshold or better, which is an acceptable condition based on Cloverdale's General Plan policies.* *Under conditions with the project, impending traffic, and the gaming facility, the lane improvements shall also include a new southbound right-turn lane and a second eastbound left-turn lane.* *Under General Plan Buildout conditions with or without the gaming facility, the lane improvements shall also include a second southbound right-turn lane.* *As an alternative to the traffic signal and additional lane widening, a single-lane roundabout could be installed at the intersection.*	This MM has been restored to the proposed MMRP and replaces Revised MM 5.10-3.
Impact 4.10-4: The proposed roundabout may affect traffic flow at the project entrance at Asti Road.	*Mitigation Measure 4.10-4* *The draft Specific Plan shall be amended to include the following policy:* *Depending on the selected solution for the Asti Road intersection, the roundabout intersection should be shifted east. The roundabout intersection shall be designed in accordance with guidelines presented in* Roundabouts: An Informational Guide *(U.S. Department of Transportation, 2000). At least 250 feet of queuing distance shall be provided between this roundabout and the next intersection to the west.*	This MM has been restored to the proposed MMRP and replaces Revised MM 5.10-4.
Impact 4.10-7: The project would add vehicular, pedestrian, golf cart, and bicycle travel within and near the project site, potentially increasing conflicts among the four modes of travel.	*Mitigation Measure 4.10-7* *The draft Specific Plan shall be amended to include the following policy:* *If a golf course is developed on the Property, the interior project streets shall include golf cart crossing signs at all crossing points. A minimum of a five-foot concrete sidewalk or an all-weather walkway should be provided on all streets providing access to uses that will generate pedestrian traffic.*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project
Impact 4.10-8: The proposed trail along the Russian River is not connected to the other pedestrian and bicycle trails within the project, which could reduce public access to the river.	*Mitigation Measure 4.10-8* *The draft Specific Plan shall be amended to include the following policy:* *The project site design shall include a pedestrian and bicycle trail connection to the trail along the Russian River. This could be accomplished by proposing an alignment through or around the Recreation/Open Space Area, or by acquiring an easement from an adjacent property owner, e.g.,*	With minor modifications to update Specific Plan terminology, this MM would be carried forward and imposed on the Project in the proposed amended MMRP.

	establishing a trail connection through adjacent property along Porterfield Creek.	
Impact 4.10-9: The project could generate bicycle and pedestrian traffic destined for the planned trail along the SMART rail line. However, the project has not proposed access to the SMART bike and pedestrian trail and there could be conflicts between the proposed project and *the* planned future passenger rail.	*Revised Mitigation Measure 5.10-5* *Applicable Precise Development Plans shall provide that the Developer dedicate a public access easement to the City and complete a multi-use recreation trail from the Project area to the proposed SMART trail, if possible, and to the levee trail. Access shall not require bicyclists and pedestrians to make an at-grade crossing unless the crossing is also a street or golf path crossing. If, after reasonable attempts, the Developer is unable to provide needed rights-of-way over private properties to connect the trail to public rights-of-way, the City shall assist the Developer in securing those rights-of-way through a filing with the Public Utilities Commission. The Developer shall provide the City with sufficient rights-of-way (as determined by the City Engineer and Community Development Director) on the Project site to complete the trail. Trail Improvements shall be constructed by the Developer or, if Developer is unable to obtain the needed rights-of-way, such construction costs may be bonded, if bonding is approved by the City Council.*	MM 4.10-9 was replaced with Revised MM 5.10-5. MM 5.10-5 will be carried forward and imposed on the modified Project with the minor modifications shown to conform to the amended Specific Plan.
Impact 4.10-10: The proposed parking ratios for the mixed use/commercial component of the project would result in inadequate parking for customers, visitors, and workers. In addition, it appears there is no parking to accommodate the proposed banquet facilities at the golf clubhouse.	*Mitigation Measure 4.10-10* *The draft Specific Plan shall be amended to include the following policies:* *a) The Precise Development Plans for the Entry Commercial and Resort Mixed Use areas shall include parking that complies with City of Cloverdale standards;* *b) If a golf course is developed on the Property, the Precise Development Plan for the golf/clubhouse shall provide adequate parking to serve peak parking demand for banquet services. The Precise Development Plan shall include parking that complies with City of Cloverdale parking standards. Shared parking may be proposed between golfing and banquet facilities if the uses have different peaking characteristics.*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project and to include updated Specific Plan references.
Impact 4.10-11: School age children who live in the proposed homes on the project site must walk or be transported to the existing schools on the west side of U.S. Highway 101.	*Mitigation Measure 4.10-11* *The draft Specific Plan shall be amended to include the following policy:* *The Precise Development Plan for any residential component of the project shall designate safe routes for school children to walk to City schools and shall specify whether and how busing would be provided.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the EIR's traffic and circulation analysis. As shown above, Section 4.10 of the DEIR evaluated the potential traffic and circulation impacts from development of the Asti Road Parcel as part of the overall Project, and prescribed mitigation measures to mitigate those impacts to less-than-significant levels. As shown above, all applicable mitigation measures

described in Section 4.10 would apply to the modified Project and ensure that, as modified, the Project would not result in any new or substantially more severe impacts than was identified and addressed in the certified EIR.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the transportation and circulation analysis in the certified EIR. Site conditions in and around the Project site are the same as existed at the time of Project approval in 2009, and the population in Cloverdale is substantially the same as it was at the time of Project approval; the most recent census data indicates that the population is approximately 8,700 person, which is roughly twenty percent (20%) less than the projected population of 11,062 at General Plan buildout, which was used to project future traffic conditions in the DEIR. (See DEIR, Sec. 4.10 (pg. 4.10-9)) There has been no new development on or near the Project site that would affect the traffic analysis in the EIR. In fact, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn decrease any potential traffic impacts.

The City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as relating to the Project's potential transportation and circulation impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to transportation and circulation than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

11. Air Quality.

Section 4.11 of the DEIR analyzes the Project's potential impacts on air quality. This analysis assumes that the Asti Road Parcel is part of the Project, and therefore accounts for

development of commercial uses on the Asti Road Parcel consistent with the currently proposed Project modifications.

Section 4.11 identifies four potentially significant impacts to air quality: (i) impacts relating to short-term emissions from wood waste landfill closure and construction activities (Impact 4.11-1); (ii) impacts relating to short-term exhaust emissions from construction equipment (Impact 4.11-2); (iii) impacts from the possible uses of wood burning stoves and fireplaces in the Specific Plan area (Impact 4.11-5); and (vi) impacts relating to generation of dust and pesticide use in adjacent vineyards (Impact 4.11-6).

Section 4.11 also describes four corresponding mitigation measures: (i) Mitigation Measure 4.11-1, requiring Bay Area Air Quality Management District (BAAQMD) Best Management Practices with respect to construction and wood waste landfill closure activities; (ii) Mitigation Measure 4.11-2, requiring BAAQMD Best Management Practices relating to construction emissions; (iii) Mitigation Measure 4.11-5, requiring gas fireplaces; and (iv) Mitigation Measure 4.11-6, requiring setbacks, buffers, and barriers between vineyards and adjacent uses. The City determined, in Section 4.11 of the DEIR, that implementation of these mitigation measures will reduce these four impacts to less-than-significant levels. (See DEIR, Sec. 4.11, pgs. 4.11-11 through 4.11-17.)

Section 4.11 also identifies two potential air quality impacts that the City has determined would be less than significant and would not require mitigation: (i) Impact 4.11-3, relating to potential increases in carbon monoxide levels at nearby intersections from increased vehicle traffic; and (ii) Impact 4.11-4, relating to regional long-term increases in emissions of air pollutants from increased vehicle use. No mitigation is required for these less than significant impacts.

Section 5.11 of the RDEIR confirms the analysis of Section 4.11 of the DEIR and revises Mitigation Measures 4.11-1 and 4.11-6 to clarify and refine procedures necessary to reduce short-term emissions impacts and impacts to adjacent uses, and also re-numbers these measures as Revised Mitigation Measures 5.11-1 and 5.11-2, respectively.

All of the impacts and mitigation measures described in the DEIR and RDEIR are set forth below:

Environmental Impacts	Mitigation Measures	Implementation of Mitigation Measures in Modified Project
Impact 4.11-1: Project wood waste landfill closure and construction activities would result in short-term PM10 emissions.	*Revised Mitigation Measure 5.11-1* *The Specific Plan shall include the following.* *Construction plans for the project shall include a list of Best Management Practices to reduce construction dust, including, but not limited to, the following specific measures as recommended by the Bay Area Air Quality Management District:* *a. All trucks hauling soil, sand, and other loose materials off of the project site shall*	MM 4.11-1 was replaced by Revised MM 5.11-1, which will be carried forward and imposed on the modified Project.

	be covered with tarpaulins or other effective covers *b. Water or non-toxic soil stabilizers shall be applied to all unpaved access roads, parking areas, and staging areas at the construction site.* *c. The speed of all vehicles traveling on unpaved roads shall be limited to 15 miles per hour.* *d. Paved access roads, parking areas, and staging areas shall be swept with a water sweeper.* *e. Exposed stockpiles shall be managed in accordance with the Storm Water Pollution Prevention Plan, Waste Discharge Requirements, and/or other permits, as appropriate.* *f. Excavation and grading activities shall be terminated when winds exceed 25 miles per hour.* *g. The area subject to excavation, grading, and other construction activities shall be limited at any one time.*	
Impact 4.11-2: Short-term exhaust emissions from construction equipment would be generated during wood waste landfill closure and construction.	*Mitigation Measure 4.11-2* *The draft Specific Plan shall be amended to include the following policy:* *Construction plans for the project shall contain a list of Best Management Practices to reduce construction emissions, including the following specific measures:* *a) idle time of combustion engine construction equipment used at the site shall be confined to five minutes.* *b) Equipment shall be maintained and properly tuned in accordance with manufacturer's specifications.* *c) Alternative fueled or electrical construction equipment shall be used at the project site, when feasible.* *d) Construction equipment used shall have the minimum practical engine size for the job.* *e) Gasoline powered equipment shall be equipped with catalytic converters, when feasible.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.11-3: Vehicle traffic generated by the project would increase carbon monoxide levels at nearby intersections.	*Mitigation Measure 4.11-3* *None is required.*	No mitigation is required.
Impact 4.11-4: Additional vehicle trips generated by the project would result in a regional long-term increase in emissions of air pollutants.	*Mitigation Measure 4.11-4* *None is required.*	No mitigation is required.

Impact 4.11-5: Use of wood-burning stoves and fireplaces in the residential or resort components of the project would increase air pollutants in the region.	*Mitigation Measure 4.11-5* *The Precise Development Plans for the residential components of the project, and other components that have fireplaces, such as the hotel/resort, shall include the installation of only gas-fired fireplaces.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.11-6: Activities at adjacent vineyards may impact future residents due to generation of dust or use of pesticides.	*Revised Mitigation Measure 5.11-2* *If a golf course is developed on the Property, the Precise Development Plans for the golf course and vineyard areas of the project shall include the following measures:* *a) A 100-foot setback or buffer between any vineyards and nearby residences so long as landscaping or fencing is also provided between residences and vineyards.* *b) Use of barriers, such as walls or hedges, along the project boundary in the vicinity of any vineyards to intercept wind blown dust.*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential air quality impacts. As shown above, such potential impacts were fully analyzed in and mitigated by Section 4.11 of the DEIR, as modified by Section 5.11 of the RDEIR. All applicable recommended mitigation measures will continue to apply to the modified Project.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the certified EIR'S air quality analysis. Since the Project was approved, there has been no new development on or in proximity to the Project site that would affect the EIR's air quality analysis, and the site conditions in and around the Project site are the same as existed at the time of Project approval. Further, the wood waste landfill has been closed, and the site has received clean closure certification from the California Regional Water Quality Control Board (see California Regional Water Quality Control Board, North Coast Region, Order No. R1-2012-0053), which would eradicate impacts 4.11-1 and 4.11-2. Also, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from

235 units to 170 units), which should in turn decrease any potential impacts due to construction or residential use of wood-burning stoves.

Nor is the City aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential air quality impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to air quality than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

12. Noise.

Section 4.12 of the DEIR analyzes the potential noise impacts of the Project, including development of commercial uses on the Asti Road Parcel. Section 4.12 identifies two potentially significant noise impacts: (i) impacts relating to temporary increases in noise levels from wood waste landfill closure and construction activities (Impact 4.12-1); and (ii) potential noise impacts on future residents of the Project from future railroad activities (Impact 4.12-4); temporary noise increase during nearby mining operations, and future resident exposure to railroad activities. Section 4.12 also described two corresponding mitigation measures: (i) Mitigation Measure 4.12-1, limiting the hours of construction activities and requiring preparation and approval of a construction traffic plan; and (ii) Mitigation Measure 4.12-4, requiring the completion of noise studies and identification of noise attenuation measures concurrent with the City's consideration of the requisite Precise Development Plans. In Section 4.12, the City determined that implementation of these measures would mitigate these two potentially significant impacts to less-than-significant levels. (DEIR, Sec. 4.12, pgs. 4.12-13 through 4.12-17).

Section 4.12 also identifies two potential impacts that were determined by the City to be less than significant: (i) Impact 4.12-2, relating to future Project residents' exposure to noise from surrounding land uses, including the Cloverdale Municipal Airport; and (ii) Impact 4.12-3, relating to future Project residents' and users' exposure to noise from

Shamrock Materials gravel mining operations. Because these impacts were determined by the City to be less than significant, no mitigation is required.

Section 5.12 of the RDEIR confirms the DEIR's noise impacts analysis with respect to Impacts and Mitigation Measures Nos. 4.12-1 and 4.12-4. However, in Section 5.12, the City reversed its determination that Impacts 4.12-2 and 4.12-3 would be less than significant without mitigation, finding instead that these potential impacts could be significant. Accordingly, the RDEIR identifies a new potentially significant impact, Revised Impact 5.12-1 relating to future Project residents' exposure to airport and railroad noise, and describes a new mitigation measure, Revised Mitigation Measure 5.12-1, to address this potentially significant impact. (See RDEIR, Sec. 5.12 (pgs. 105 to 106)) Revised Mitigation Measure 5.12-1 requires a detailed acoustic study and the identification of noise attenuation measures for the affected areas of the Project to effectively mitigate potential airport and railroad noise. The impacts and mitigation measures described in the DEIR and the RDEIR are set forth below:

Environmental Impact	Mitigation Measure	Implementation of Mitigation Measure in Modified Project
Impact 4.12-1: The project would result in a temporary increase in noise levels as a result of wood waste landfill closure and construction activity, which could impact nearby residents located approximately 200 feet south and 50 feet north of the project boundary.	*Mitigation Measure 4.12-1* *The draft Specific Plan shall be amended to include the following policy:* *Construction plans for the project shall include the following measures:* *a) Noise-generating construction activities shall be limited to the hours of 7:00 am. to 6:00 p.m., Monday through Friday, as regulated by Cloverdale Subdivision General Notes. Work on Saturdays will not be allowed unless specific approvals are obtained from the city of Cloverdale.* *b) All internal combustion engine driven equipment shall be fitted with mufflers in good operating condition.* *c) A traffic plan shall be formulated to route construction traffic as far away from residential buildings as possible.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Impact 4.12-2: The project would include residential land use in an area where residents would be subject to noise from surrounding land uses.	*Mitigation Measure 4.12-2* *None is required.*	No mitigation is required.
Impact 4.12-3: The Shamrock Materials gravel mining operations would create a temporary increase in noise during mining operations.	*Mitigation Measure 4.12-3* *None is required.*	No mitigation is required.
Impact 4.12-4: Residents of the Project could be exposed to noise from future railroad activities.	*Mitigation Measure 4.12-4* *a) The Precise Development Plan for the Estate Residential portion of the project shall include a detailed Noise Study and recommend measures to reduce anticipated rail*	As explained below, this MM is replaced by MM 5.12-1.

	noise, while ensuring that natural features such as oak woodlands are not affected by noise attenuation. The Noise Study shall recommend specific measures, such as sound barriers, walls, or trees, as needed to reduce CNEL levels for Estate Residential homes to 65 d8A outside. *b) The Noise Study for the Precise Development Plan for the Estate Residential portion of the project shall also include specific measures to reduce indoor noise levels to acceptable levels. The Noise Study shall recommend specific sound attenuating materials and construction methods, such as windows and sliding glass doors with special acoustical double-pane units, weather-stripping, and solid core exterior doors, as needed, to ensure CNEL noise does not exceed 45 dBA indoors.*	
Revised Impact 5.12-1: Some future Project residences would be subject to noise levels in excess of the maximum City noise exposure level for residential land uses.	*Revised Mitigation Measure 5.12-1* *The Precise Development Plan for the Estate Residential portion of the project shall include a detailed Acoustic Study and recommend measures to reduce anticipated rail and airport noise, while ensuring that natural features such as oak woodlands are not affected by noise attenuation. The Acoustic Study shall recommend specific measures, such as sound barriers, walls, or trees, as needed to reduce CNEL levels for the exterior areas of Estate Residential homes to 65 dBA outside. The Acoustic Study shall also include a requirement that an avigation easement is granted by the property owner and a fair disclosure covenant is recorded for all homes constructed within the 55 to 65 dBA airport noise contours, as measured for existing and future runway extensions, if adopted by the ALUC.*	The RDEIR re-characterizes the DEIR's Impacts 4.12-2 (relating to Project residents' exposure to airport noise) and 4.12-4 (relating to Project residents' exposure to railroad noise) as one new potentially significant impact, labeled Revised Impact 5.12-1. The RDEIR describes one new mitigation measure, MM 5.12-1, to replace MM 4.12-4, and to mitigate Impact 5.12-1.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential noise impacts. As described above, Section 4.12 of the DEIR, as modified by Section 5.12 of the RDEIR, effectively analyzes the potential noise impacts from development of the Project, including development of the Asti Road Parcel, and describes mitigation measures to reduce all such impacts to less than significant levels. All of the applicable mitigation measures in the DEIR and the RDEIR will be included in the proposed amended MMRP and be imposed upon and implemented by the Project.

There have been no substantial changes with respect to the circumstances under which the Project would be undertaken which would require major revisions to the noise analyses in the certified EIR. As explained above, the wood waste landfill has been closed (see

California Regional Water Quality Control Board, North Coast Region, Order No. R1-2012-0053). As a result, potential noise impacts arising from wood waste landfill closure activities are no longer possible. Also, the number of residential units proposed *decreased* significantly following release of the DEIR and prior to recirculation of the RDEIR (i.e. from 235 units to 170 units), which should in turn decrease any potential noise impacts on residences due to proximity to other residences and other land uses.

Further, on December 2, 2015, the City Council took action to begin the process of closing the Cloverdale Municipal Airport. Although the closure process may be lengthy and whether the airport will actually close is uncertain, closure of the airport would reduce noise impacts, particularly those identified in Impact 5.12-1. All other site conditions in and around the Project site that could affect the EIR's noise impact analysis are unchanged since Project approval. And there has been no new development on or in the area of the Project site since the Project was approved that could affect the EIR's noise analysis.

Other than potential closure of the airport, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential noise impacts:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental noise impacts than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

13. Public Services and Utilities.

Section 4.13 of the DEIR analyzes the potential impacts on public services and utilities from development of the Project, including development of commercial uses on the Asti Road Parcel. Section 4.13 identifies six potentially significant impacts relating to public services and utilities: (i) potential impacts relating to the increase in demands on the City's water supplies (Impact 4.13-1); (ii) potential impacts arising from the possible use of reclaimed water to irrigate the golf course (Impact 4.13-2); (iii) potential impacts relating to the possible use of well water to irrigate the golf course, if reclaimed water is not available (Impact 4.13-3);

(iv) potential impacts relating to the increase in demand on the City's wastewater treatment facilities (Impact 4.13-4); (v) potential impacts relating to the increase in demand for fire and police protection services (Impact 4.13-5); and (vi) potential impacts relating to the increase in demand for school facilities (Impact 4.13-6).

Section 4.13 describes six corresponding mitigation measures to address these potentially significant impacts: (i) Mitigation Measure 4.13-1, requiring, among other things, preparation of a Water Conservation Plan and the incorporation of various policies and requirements in the Specific Plan to ensure that the City's water supplies are adequate to meet the overall demand, including the demand generated by the Project; (ii) Mitigation Measure 4.13-2, requiring (a) the use of reclaimed water for irrigation of the golf course, provided that reclaimed water is available from the City, and (b) the preparation of a City-approved Golf Course Landscaping Irrigation Plan to implement the use of reclaimed water for the golf course; (iii) Mitigation Measure 4.13-3, requiring the preparation of a City-approved Groundwater Hydraulic Report and monitoring program, and compliance with groundwater regulatory requirements if reclaimed water is not available to serve the golf course and irrigation water is provided by on-site wells; (iv) Mitigation Measure 4.13-4, requiring the Project to pay sewer impact fees and the costs of any infrastructure required to pump reclaimed water from the City's wastewater treatment plant to the Project site, and to pay its fair share of the costs of upgrading the City's wastewater treatment plant to a tertiary level of treatment; (v) Mitigation Measure 4.13-5, requiring the Project to pay its fair share of certain costs associated with providing additional police and fire personnel and equipment, and to prepare a Recycling Plan for each Precise Development Plan submitted for the Project; and (vi) Mitigation Measure 4.13-6, requiring the Project to pay school impact mitigation fees. Section 4.13 of the DEIR concludes that implementation of these mitigation measures would all six of these potentially significant impacts to less-than-significant levels.

Changes in the Project proposal between the preparation of the DEIR and the RDEIR resulted in several revisions to the EIR's Public Services and Utilities analyses, which changes are reflected in Section 5.13 of the RDEIR. In addition to the removal of the Asti Road Parcel from the Specific Plan area, the Applicant also abandoned its proposal to rely on tertiary treated reclaimed water for irrigation purposes. The City and the Applicant also completed a Water Supply Analysis for the modified Project documenting that the City has sufficient long-term water supplies to meet the demands of the Project (based on the assumption that the Asti Road Parcel would be developed with light industrial uses under its existing zoning, rather than with commercial uses as part of the Specific Plan area). Based on these Project changes, the City determined that Impacts 4.13-1 through 4.13-4 (relating to water supplies and the possible use of tertiary treated reclaimed water) were no longer valid and that Mitigation Measures 4.13-1 through 4.13-4 would not be necessary.

Based on the removal of the Asti Road Parcel from the Project, Section 5.13 also revises Mitigation Measure 4.13-5 to reduce the Project's contribution to additional police services, and re-numbers it as Revised Mitigation Measure 5.13-3. Now, however, the City and the Applicant propose to implement the mitigation for police and fire services impacts through the proposed Development Agreement. Section 2.12 of the proposed Development Agreement would implement the mitigation requirements of Mitigation Measure 4.13-5, reflecting the fact

that the Applicant's currently-proposed modifications would restore the Asti Road Parcel to the Specific Plan area. With these police and fire services requirements incorporated into the proposed Development Agreement, Revised Mitigation Measure 5.13-3 can be further modified to remove subsections (a) and (b) (relating to police and fire services impacts) and simply carry forward the requirements of subsection (c) (relating to recycling impacts), as shown in the following table.

Section 5.13 of the RDEIR also identifies two new impacts relating to the potential insufficiency of reclaimed wastewater for irrigation uses. (Revised Impacts 5.13-1 and 5.13-2, respectively). Section 5.13 concludes that implementing Revised Mitigation Measures 5.13-1 and 5.13-2 would reduce these impacts to less-than-significant levels.

The outstanding public services impacts and mitigation measures are described below:

Environmental Impact	Mitigation Measure	Implementation of Mitigation Measure in Modified Project
Impact 4.13-5: The project would create additional demand for fire and police protection services and solid waste collection service.	*Mitigation Measure 4.13-5* *The draft Specific Plan shall be amended to include the following policies:* *a) The Precise Development Plans for the residential, hotel/spa, and commercial components of the project shall include a requirement to pay a fair share of the capital costs of adding two sworn officers and one clerical position to the Cloverdale Police Department. The Development Agreement to be negotiated between the developer and the City should address measures to recover the ongoing costs of providing two sworn officers and one clerical position to the Cloverdale Police Department.* *b) The Precise Development Plan for the residential, hotel/spa, and commercial components of the project shall include a requirement to contribute a fair share to a dedicated fund to purchase fire fighting apparatus to protect buildings more than 27 feet in height, if and when such a fund is created by the city of Cloverdale. The Development Agreement should address measures to recover the ongoing costs for additional fire personnel. Property tax revenues for the development in the City should remain equivalent to the property tax revenues the Fire District would share if the project remained in the County area.*	MM 4.13-5 was replaced in the RDEIR by Revised MM 5.13-3 (shown to the left, below Mitigation Measure 4.13-5). City and the Applicant now propose to mitigate Impact 4.13-5 through a combination of Development Agreement requirements and a further modified version of Revised Mitigation Measure 5.13-3. Specifically, Section 2.12 of the proposed Development Agreement would provide for the Project's contribution to the capital costs of providing the additional police and fire protection personnel, as described in MM 4.13-5(a) and (b), and Revised MM 5.13-3 (shown below) would carry forward and impose on the modified Project the requirements of MM 4.13-5(c). Therefore, Revised Mitigation Measure 5.13-3 could be modified, as shown below, to remove subsections (a) and (b), and preserve and carry forward subsection (c). The new Revised Mitigation Measure 5.13-3 would be as follows: *Revised Mitigation Measure 5.13-3* *The draft Specific Plan shall be amended to include the following policy:* *Prior to the approval of each Precise Development Plan for the project, a Recycling Plan shall be prepared and submitted to the City and the County Waste Management Agency that addresses recycling for all related demolition, construction, and operation of new uses. During construction, contractors responsible for demolition of existing structures and construction of new facilities shall be required to separate recyclable materials (i.e., wood, scrap metal, asphalt, concrete, cardboard) from the construction and demolition debris in such a way as to avoid the landfill disposal of these recyclable materials. The solid waste*

	c) Prior to the approval of each Precise Development Plan for the project, a Recycling Plan shall be prepared and submitted to the City and the County Waste Management Agency that addresses recycling for all related demolition, construction, and operation of new uses. During construction, contractors shall be required to separate recyclable materials (i.e., wood, scrap, metal, asphalt, concrete, cardboard) from the construction and demolition debris in such a way as to avoid the landfill disposal of these recyclable materials. The solid waste storage areas of the new facility shall ensure that adequate and conveniently located space is provided for the necessary recycled material storage containers to be used by the project (i.e., paper, cardboard, plastic metal, glass) and the project shall require establishment and ongoing performance of a recycling program. The overall goal of the Recycling Plan shall be to recycle at least 50 percent of all waste materials generated during construction and during subsequent operation of the project. *Revised Mitigation Measure 5.13-3* *The draft Specific Plan shall be amended to include the following policies:* *a) The Precise Development Plans for the residential, hotel/spa, and commercial components of the project shall include a requirement to pay a fair share of the capital costs of adding two sworn officers and one clerical position to the Cloverdale Police Department. The Development Agreement to be negotiated between the developer and the City should address measures to recover the ongoing costs of providing two sworn officers and one clerical position to the Cloverdale Police Department.* *b) The Precise Development Plan for the residential, hotel/spa, and commercial components of the project shall include a requirement to contribute a fair share to a dedicated fund to purchase fire fighting apparatus to protect buildings more than 27 feet in height, if and when such a fund is*	*storage areas of the new facility shall ensure that adequate and conveniently located space is provided for the necessary recycled material storage containers to be used by the project (i.e., paper, cardboard, plastic, metal, glass) and the project shall require establishment and ongoing performance of a recycling program. The overall goal of the Recycling Plan shall be to recycle at least 50 percent of all waste materials generated during construction and during subsequent operation of the project.*

	created by the city of Cloverdale. The Development Agreement should address measures to recover the ongoing costs for additional fire personnel. Property tax revenues for the development in the City should remain equivalent to the property tax revenues the Fire District would share if the project remained in the County area. *c) Prior to the approval of each Precise Development Plan for the project, a Recycling Plan shall be prepared and submitted to the City and the County Waste Management Agency that addresses recycling for all related demolition, construction, and operation of new uses. During construction, contractors shall be required to separate recyclable materials (i.e., wood, scrap, metal, asphalt, concrete, cardboard) from the construction and demolition debris in such a way as to avoid the landfill disposal of these recyclable materials. The solid waste storage areas of the new facility shall ensure that adequate and conveniently located space is provided for the necessary recycled material storage containers to be used by the project (i.e., paper, cardboard, plastic metal, glass) and the project shall require establishment and ongoing performance of a recycling program. The overall goal of the Recycling Plan shall be to recycle at least 50 percent of all waste materials generated during construction and during subsequent operation of the project.*	
Impact 4.13-6: The project's permanent housing would generate demand at City schools for approximately 116 new school age	*Mitigation Measure 4.13-6* *As a condition of project approval, the applicant shall be required to pay school impact mitigation fees.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.
Revised Impact 5.13-1: There is a possibility that the proposed use of recycled wastewater for irrigation of the proposed golf course and other major open spaces may prove insufficient.	*Revised Mitigation Measure 5.13-1* *Prior to the opening of any golf course, the Project developer shall prepare a water contingency plan that would ensure a replacement or supplemental water supply can be provided for the Project. The Contingency Plan shall be approved by the Cloverdale Public Works Director.*	This MM would be carried forward and imposed on the Project, with modifications to reflect the fact that the golf course will be an optional, not a mandatory, component of the Project.
	Revised Mitigation Measure 5.13-2	

Revised Impact 5.13-2: The Project Applicant proposes to use existing secondarily treated water from the City of Cloverdale wastewater treatment plant.	*The Applicant shall be required to pay sewer impact fees and construct a pump station somewhere on the lower portion of the site to pump effluent to the existing force main that is stubbed to the site south of the cul-de-sac off Santana Drive, if needed.*	This MM would be carried forward and imposed on the Project in the proposed amended MMRP.

Restoring the Asti Road Parcel to the Specific Plan area will not require major revisions of the certified EIR's analysis of potential public services impacts due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects. As shown above, the EIR analyzes the Project's potential impacts relating to water supplies, use of reclaimed water, wastewater treatment, solid waste facilities, and public services (including police and fire protection services and school facilities) and concludes that the Project, subject to implementation of the applicable mitigation measures, will not result in any significant impacts. The applicable mitigation measures relating to reclaimed water, wastewater treatment, solid waste facilities, and public services are based on the analysis in the Section 4.13 of the DEIR, which assumed development of commercial uses on the Asti Road Parcel as part of the Specific Plan area. Therefore, implementing these mitigation measures would effectively mitigate the potential impacts from restoring the Asti Road Parcel to the Specific Plan area, and ensure that this Project modification would not result in any new or substantially more severe impacts relating to reclaimed water, wastewater treatment, solid waste facilities and public services than was identified and addressed in the EIR.

The EIR's determination that the City has sufficient water supplies to meet the Project's demands is based on a Project proposal that does not include the Asti Road Parcel. Specifically, the EIR concludes that the City has sufficient long-term water supplies to meet the demands of the smaller Project (without the Asti Road Parcel) together with all other existing and planned future demands. (RDEIR, Appendix 9.6 (Water Supply Assessment), Section 4 (pgs. 20-23)) As explained below, restoring the Asti Road Parcel to the Specific Plan area will not change this conclusion and will not result in any new potentially significant impacts relating to water supplies, or substantially increase the severity of any previously identified significant water supply impacts.

The Asti Road Parcel currently carries General Plan and zoning designations to allow industrial uses. Restoring the Asti Road Parcel to the Specific Plan area would allow for the development of commercial uses on that Parcel, as well as the currently-allowed industrial uses. (See Applicant's proposed amendment to Zoning Ordinance Chapter 18.08.040, subsection J (describing uses to be allowed on Asti Road Parcel under proposed Resort Mixed Use zoning). Industrial uses typically generate approximately twice the demand on available water supplies as commercial uses. (See, e.g., Northern California Water Association Land Use/Water Supply Analysis Guidebook, Sacramento Valley, November 2007) Therefore, to the extent that the Asti Road Parcel is developed with commercial uses, consistent with the modified Project proposal, rather than industrial uses, as currently allowed, total overall demands (both existing and planned future demands) on the City's water supplies would decrease. Accordingly, restoring the Asti Road Parcel to the Specific Plan area as part of the modified Project would not be expected to change the conclusion in the EIR that the City has sufficient long-term water

supplies to meet the demands of the Project together with its other existing and planned future demands.

Since the Project was approved in 2009, California has experienced a severe drought, which has affected the availability of water supplies throughout the State. The drought is a changed condition relating to the circumstances under which the Project would be undertaken which, under applicable CEQA requirements, must be considered in determining whether the proposed Project modifications would result in any new significant environmental effects or substantially increase the severity of a previously identified environmental effect. (See CEQA Guidelines Section 15162(a)(2).) Due to the prevailing drought conditions, the City has been monitoring the sufficiency of its water supplies to assess its continued ability to serve existing and new development in Cloverdale. Since the approval of the Project in 2009, the City has also taken affirmative steps to bolster its ability to meet its existing and planned future demands.

In the EIR, the City determined that its existing production facilities were sufficient to meet the City's existing demands, and the demands of the Project, and anticipated future demands, through 2027. (RDEIR, Appendix 9.6, Sec. 4 (pg. 20).) However, the City also anticipated the need for additional production wells to meet the City's overall projected peak demands over that 20-year period. (Id., at 20-21) Since that time, the City has installed three new production wells to increase its total production capacity from 2.5 million gallons per day (mgd) to 3.69 mgd. (See 2014 Infrastructure and Public Services Audit dated October 15, 2014)

Based on (a) the City's ongoing monitoring of its water supplies and production capacity, (b) its increased production capacity developed from installation of the new production wells, and (c) the anticipated reduction in its overall demands from development of commercial uses on the Asti Road Parcel (rather than more water-intensive industrial uses), the City has determined that restoring the Asti Road Parcel to the Specific Plan area will not result in any new significant impacts, or substantially increase the severity of any previously identified significant impacts, than was identified and addressed in the EIR.

Finally, other than the aforementioned drought conditions, the City is not aware of any new information of substantial importance, which was not known and could not have been known with the exercise of reasonable diligence at the time the EIR was certified, showing that, as related to the Project's potential impacts on public services and utilities:

- the Project will have significant effects not discussed in the certified EIR;
- previously examined significant effects will be substantially more severe than shown in the certified EIR;
- mitigation measures or alternatives found not to be feasible would in fact be feasible and would substantially reduce the severity of one or more significant effects of the Project; or
- mitigation measures or alternatives considerably different than those analyzed in the certified EIR would substantially reduce one or more significant effects of the Project, but the Project proponent declines to adopt such mitigation measures or alternatives.

Based on the foregoing, the City has determined that restoring the Asti Road Parcel to the Specific Plan area would not lead directly or indirectly to any new or more severe environmental effects relating to public services and utilities than were analyzed and addressed in the certified EIR for the Project, and no further environmental review of such environmental effects is required.

V. Administrative and Clerical Revisions to Adopted MMRP

Several mitigation measures in the adopted MMRP contained typographical errors or used dated terminology that is no longer used in the Specific Plan. The following table lists those mitigation measures that require administrative and/or clerical corrections.

Revisions to Mitigation Measures to Reflect Name Changes or Typographical Errors	
Mitigation Measures	**Revisions and Effects**
MM 4.1-2 (d)	Corrected name of Destination Commercial designation (from "Destination Commercial Area II") to reflect updated General Plan terminology. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.
MM 5.2-1 (f), (g)	Revised these sections to reference "Resort/Resort Residential" area instead of the resort and hotel components separately to be consistent with the Specific Plan terminology. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.
MM 4.4-1 (a)	Corrected a typographical error. This is not a substantive change to the measure and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change
MM 4.4-1 (c)	Revised to refer to "Entry Commercial and Resort Mixed Use areas" instead of "commercial center" to be consistent with the Specific Plan terminology. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.
MM 5.4-1 (c), (d)	Revised to refer to the "Recreation/Open Space Area" instead of the golf course, as that area has been re-named in the Specific Plan. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.

MM 4.6-2(b)	Revised to refer to the Resort/Resort Residential are, Entry Commercial area, Resort Mixed Use area, and Estate Residential and Single-Family Residential areas to use terms consistent with the Specific Plan. These are name changes only and therefore there are no new environmental impacts or an increase in severity of existing impacts associated with these changes.
MM 5.7-1	Revised to reference Resort/Resort Residential area instead of the resort and hotel components separately to be consistent with the Specific Plan terminology, and to include the new Resort Mixed-Use area. These are name changes and requirements to provide Precise Development Plans only, and there are no new environmental impacts or increase in severity of existing impacts associated with these changes.
MM 4.9-1 (a)	Revised to reference the new Exhibit 3 to the Specific Plan as the proposed site plan instead of Land Use/Circulation, and Specific Plan Policy NRP 5.4, which has been re-numbered. These are name changes only and there are no new environmental impacts or increase in severity of existing impacts associated with these changes.
MM 5.9-1 (a)	Revised to reference the new Exhibit 3 to the Specific Plan. This is a name change only and no new environmental impacts or increase in severity of existing impacts associated with this change.
MM 4.9-5 (a)	Revised to reflect name change of Conservation, Design and Open Space element of the General Plan and to correct a typographical error. This is a name change and a non-substantive text change only and no new environmental impacts or increase in severity of existing impacts associated with this change.
MM 5.10-5	Revised to be consistent with language in the Specific Plan concerning at-grade crossings. This is a non-substantive text change only and no new environmental impacts or increase in severity of existing impacts associated with this change.
MM 4.10-10(a)	Revised to refer to "Entry Commercial and Resort Mixed Use areas" instead of "commercial center" to be consistent with the Specific Plan terminology. This is a name change only and therefore there is no new environmental impact or increase in severity of an existing impact associated with this change.

VI. Conclusion and Determinations

Based on the foregoing analyses, and in accordance with Section 15164 of the CEQA Guidelines, the City has determined that the Applicant's proposed changes to the approved Specific Plan will not result in any of the conditions described in Section 15162 of the CEQA Guidelines, and that this Addendum is adequate to support the City's approval of the Applicant's proposed Specific Plan amendment, and the corresponding amendments to the General Plan and Zoning Ordinance. The City hereby adopts this Addendum to the EIR to document these determinations pursuant to Section 15164 of the CEQA Guidelines.

ATTACHMENT 3

Alexander Valley Resort Project
Mitigation Monitoring and Reporting Program

January 2016

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Plan and Policy Consistency. Mitigation Measure 4.1-1. Amend the General Plan for the 13-acre site at the southeast corner of Asti Road and Santana Drive from Business Park to Destination Commercial.	City of Cloverdale and Applicant	Cloverdale Community Development Department	In Prpgress	
Agricultural Resources. Mitigation Measure 4.3-1. The Precise Development Plan for the Golf Course (or equivalent) and the Precise Development Plans and tentative subdivision maps for the Single Family Residential and Estate Residential, shall indicate adequate fencing along the northern edge of the golf course (or equivalent), and along the south side of the project site, to prevent illegal trespass into the adjacent vineyards.	Applicant	Cloverdale Community Development Department	Precise Development Plans for the Golf Course, Single Family Residential and Estate Residential areas of the Project and for tentative subdivision maps for Single Family and Estate Residential area.	
Land Use and Aviation Compatibility. Mitigation Measure 5.2-1. Prior to City of Cloverdale action on the draft Specific Plan and associated land use entitlements, the Project applicants shall secure a consistency determination from the Sonoma County ALUC. If the draft Specific Plan is found to be inconsistent, modifications shall be made in the draft Specific Plan to achieve ALUC consistency. In addition, the following requirements shall be met. a) The Precise Development Plan(s) shall meet the requirements of both the CLUP as it now exists and the Cloverdale Airport Master Plan. b) The Precise Development Plan(s) shall ensure that the RSA conforms to CLUP standards	Applicant	Cloverdale Community Development Department	Prior to approval of any Precise Development Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
(generally elevation at the same grade as the runway, with 95 percent compaction, and no object taller than or divot less than three inches. c) The Precise Development Plan for the golf course (or equivalent) shall ensure that: 1) there are no obstructions within a 20:1 imaginary plane starting at the edge of the existing or extended runway 2) no golf holes shall be located within the RPZ; 3) no golf ball trajectories shall extend into the RPZ; 4) any golf paths in the ITZ shall not have obvious stopping points or congregation areas; 5) the RSA shall be fenced to prevent trespass with fending below the 20:1 imaginary surface that is frangible (easily broken); and 6) there shall be no obstructions within the RPZ. d) The Precise Development Plan for the Estate Residential area shall ensure that the density within the ITZ does not exceed 0.2 dwelling unit per acre. e) The Precise Development Plan for the golf course if constructed) shall ensure that the clubhouse meets the ITZ density standards (max. of 40 persons/acre within the structure), or it is located outside of the ITZ. f) The City shall submit Precise Development Plans for the Estate Residential, Resort Hotel, water reservoir tank and Golf Course (ior equivalent) components of the Project to the FAA for review to determine if the Plans are acceptable in terms of the City's grant obligations with respect to airport land use compatibility. If the FAA determines that any of the Precise Development Plans are not acceptable, they shall be modified to achieve compatibility. g) The Precise Development Plan shall identify				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
proposed heights and FAA height limits for the Resort Hotel, Estate Residential and water tank. The Project shall meet FAA height limits unless the FAA grants waivers to height requirements. h) The Project Applicant shall sign an avigation easement for new development within the Sonoma County ALUC Referral Area for the Cloverdale Airport. The avigation easement is to include a provision generally prohibiting intrusion into the air space defined by the FAA imaginary surfaces. The terms of the avigation easement need not be more restrictive than the adopted CLUP policy.				
Agricultural Resources. Revised Mitigation Measure 5.3-1. Prior to issuance of a grading permit for the portion of golf course that includes prime agricultural soils, the Project developer shall either: a) Secure a conservation easement in the northern Sonoma County area which is equal to the acreage of prime agricultural soils which are converted from agricultural use. The location, size and terms of the easement shall be approved by the Cloverdale City Manager; or b) Make a financial contribution to a non-profit organization that has as its objective the purpose of preserving prime farmland in Sonoma County in an amount approved by the Cloverdale City Manager; or c) Provide an equivalent mitigation for loss of prime agricultural land suitable to the Cloverdale City Manager.	Applicant	Cloverdale Community Development Department	Prior to approval of grading permit for the golf course that contains prime agricultural soils	
Agricultural Resources. Revised Mitigation Measure 5.3-2. If requested by LAFCO, the applicant shall request the Sonoma County Board	Applicant	Sonoma County Local Agency Formation Commission	Prior to annexation, if Williamson Contract is still in force	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
of Supervisors to rescind the Williamson Act contract on the 15-acre former Silverado parcel under Government Code Section 51256 prior to submitting a petition of annexation for that portion of the project site subject to the Williamson Act to LAFCO.				
Geology, Solis and Seismicity. Mitigation Measure 4.4-4. The draft Specific Plan shall be amended to include the following policy: Potential impacts associated with the moderate to high shrink-swell potential of soils within the proposed project site shall be mitigated by the following measures a) All recommendations of the geotechnical investigation regarding expansive soils shall be incorporated into the project design. b) To the extent practicable, designs for all common landscaped areas shall incorporate low water-need plantings to minimize the potential for damage associated with pavements, utilities, and structures from expansive soils. The use of similar landscaping should be encouraged at individual parcels by providing information to new tenants regarding the relationship between irrigation and subsequent property damage. A document, which describes the potential for damage from expansive soils from over-irrigation and includes solutions, such as drought-tolerant plant material and drip irrigation systems, shall be prepared by the applicant for individual buildings and provided to all occupants of the proposed commercial and industrial facilities.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Hydrology and Water Quality. Mitigation Measure 4.5-1. The draft Specific Plan shall be amended to include the following policies: a) The applicant shall prepare a Storm Water Pollution Prevention Plan (SWPPP) designed to reduce potential impacts to surface water quality through the construction and life of the project. The SWPPP would act as the overall program document designed to provide measures to mitigate potential water quality impacts associated with implementation of the project. The SWPPP shall include specific and detailed Best Management Practices (BMPs) designed to mitigate construction related pollutants. These controls shall include practices to minimize the contact of construction materials, equipment, and maintenance supplies (e.g., fuels, lubricants, paints, solvents, adhesives) with storm water. The SWPPP shall specify properly designed centralized storage areas that keep these materials out of the rain. b) A precise SWPPP shall be prepared for each Precise Development Plan application. Each SWPPP shall specify a monitoring program to be implemented by the construction site supervisor, and must include both dry and wet weather inspections. City of Cloverdale personnel shall conduct regular inspections to ensure compliance with the SWPPP. c) The project design shall include measures designed to mitigate potential water quality degradation of runoff from all portions of the completed development, including roof and sidewalk runoff. The final design team for the project should review Start at the	Applicant	Cloverdale Community Development Departments	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Source, Design Guidance Manual for Stormwater Quality Protection (BASMAA, 1999).				
Hydrology and Water Quality. Mitigation Measure 4.5-2. The draft Specific Plan shall be amended to include the following policies: a) Potential water quality impacts associated with the proposed project shall be mitigated by the preparation and implementation of a Water Quality Management Plan. The Water Quality Management Plan shall be developed so that, when properly implemented, it will reduce or eliminate impacts to surface water quality from golf course operation and maintenance. b) To minimize golf course runoff into nearby creeks, a minimum of a ten-foot natural vegetated buffer shall be maintained between the edge of irrigated turfgrass and the top of the bank of drainages, including Porterfield Creek and the ephemeral drainages in the central portion of the site. To the extent practicable, golf course grading shall be designed so that all maintained turf areas drain away from nearby creeks. Drainage shall be directed to grassed swales, area drains, or sumps for percolation. Drainage from turf areas shall be encouraged to enter the new lakes planned for the golf course. Where maintained turf cannot drain away from creeks, low maintenance turf shall be used or the area shall be considered for naturalized or native grasses. c) The grading and drainage plans shall indicate the direction of flow of golf course drainage. Areas of maintained turf grass	Applicant	Cloverdale Community Development Departments	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
that drain toward storm water conveyances shall be minimized and identified on the grading plans. Areas of the golf course that drain toward storm water conveyances shall be separated by vegetated natural buffer areas, as identified above, or use low maintenance turfgrasses. Areas of high maintenance such as tees, fairways, and greens shall not drain into storm water conveyances. d) To manage discharge from subdrains, drain pipe discharge points from subdrains of greens or tees shall drain into vegetated swales or irrigation storage lakes. The subdrain discharge points shall not be within 100 feet of a drainage. Discharge pipes shall be directed to dense turf grass areas that can act as a biotic filter and allow percolation. The potentially fertilizer-rich runoff should result in dense biofilter development, enhancing pollutant removal efficiency. This potential dense grow-in should be anticipated by swale designers to allow adequate flow capacity within the swales. The location of all drainages shall be indicated on the grading and drainage plans. e) Runoff shall be recycled back into the irrigation system through use of irrigation storage lakes as collectors, wherever possible. These requirements shall be indicated on the irrigation plans. f) An Integrated Pest Management Plan (IPMP) shall be prepared by a qualified agronomist or turf grass specialist approved by the City. The IPM shall be approved prior to the seeding and germination of turfgrass. The IPMP shall address and recommend				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
methods of pest prevention and turfgrass management that use pesticides as a last resort in pest control. Types and rates of fertilizer and pesticide application shall be specified. Special attention in the IPMP shall be directed toward avoiding runoff of pesticides and nitrates into storm water conveyances or leaching into the shallow groundwater table. See also Mitigation Measure 4.6-5. g) The use of pesticides shall be minimized on the golf course. Pesticides shall be used only in response to a persistent pest problem. Preventive chemical use shall only be employed in limited situations where other methods will not be successful and by a licensed technician. Cultural and biological approaches to pest control shall be more fully integrated into the IPM with an emphasis toward reducing pesticide application. h) Fertilizer use shall be managed on the project site. Fertilizer requirements for turfgrass germination and maturation can be lowered by ensuring topsoil is maintained or replaced during grading operations to sustain the organic quality of the native soil. Organic amendments, such as sludge, manure, fir bark, or peat, greatly increase the organic quality of the soil and greatly reduce fertilizer needs. These organic amendments also increase percolation rates and act as stronger binder for the absorption of fertilizer and pesticide compounds. Soil tests shall be performed prior to seeding to determine the proper fertilization rates pre- and post-seeding. The IPM shall detail how fertilization				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
requirements are to be reduced during turfgrass grow-in. i) The Water Quality Management Plan shall include a monitoring component. The monitoring component shall be designed to evaluate the effectiveness of the SWPPP (discussed above) and Water Quality Management Plan at protecting water quality in the vicinity of the site. The monitoring component of the plan shall be prepared by the applicant and submitted to the city of Cloverdale for review and approval prior to issuance of grading permits. The Plan shall include the following: •Sampling locations. The Plan shall establish fixed surface water sampling locations. Surface water samples shall be collected from detention basin outlets during the first significant storm event of the rainy season each year ("first flush"). In addition, surface water samples shall be collected from creeks that drain the proposed golf course. •Sampling parameters, protocols, and frequency. The Plan shall establish the compounds to be analyzed for based on the uses of the site. For example, samples collected from areas that drain the golf course shall be analyzed for the specific pesticide and herbicide compounds used on the course. The Plan shall also establish the required sampling protocols and frequency for each sampling event so that consistent high quality data can be compiled. •Data analysis and review. The Plan shall establish criteria for evaluating the data				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
(e.g., regulatory threshold values for pollutants). Once collected, the data shall be analyzed by a qualified professional and compared to the established criteria to evaluate potential impacts. If water quality degradation is identified, the qualified professional shall recommend actions to mitigate the impact. Reports summarizing the analytical data and conclusions shall be submitted to the city of Cloverdale for review and approval on an annual basis.				
Hydrology and Water Quality. Mitigation Measure 4.5-3. The draft Specific Plan shall be amended to include the following policy: A qualified professional hydrologist or engineer shall be retained to design the storm drainage collection system and detention basin. The basin shall be of adequate size to retain enough water during storm events that the peak flow in the Russian River during storm events is not increased. The proposed drainage plan shall: 1) not increase peak flows downstream of the project site during the 10-, 50-, and 100-year storm events; 2) include an evaluation of downstream drainage features to handle existing and proposed flow conditions; and 3) be designed in compliance with all City of Cloverdale standards for construction.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Hydrology and Water Quality. Revised Mitigation Measure 5.5-1. The draft Specific Plan shall be amended to include a policy stating that maintenance of Russian River levees on the Project Site is the responsibility of the Sonoma County Water Agency. The project property owner shall	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
cooperate with the Agency as needed to ensure appropriate levee maintenance, specifically by allowing access to the levee area.				
Public Health and Safety. Mitigation Measure 4.6-2. The draft Specific Plan shall be amended to include the following policies: a) A site-specific Health and Safety Plan (HSP) for construction activities shall be prepared for the project by a qualified industrial hygienist. At a minimum, the HSP shall summarize information collected in environmental investigations for the project site, including soil and groundwater quality data; establish soil and groundwater mitigation and control specifications for grading and construction activities, including health and safety provisions for monitoring exposure to construction workers and the general public; provide procedures to be undertaken in the event that previously unreported contamination is discovered; incorporate construction safety measures for excavation activities; establish procedures for the safe storage and use of hazardous materials at the project site, if necessary; provide emergency response procedures; and designate personnel responsible for implementation of the HSP. The HSP shall be submitted to the City of Cloverdale for review and approval. b) A Construction Hazardous Materials Management Plan (CHMMP) shall be prepared for the project to address the safe management and disposal of hazardous materials that may be encountered during project construction. The CHMMP for each portion of the site shall be submitted with	Applicant	Cloverdale Community Development Department	As part of Specific Plan approval	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
the Precise Development Plan application. The CHMMP shall include procedures for managing soils and groundwater removed from the site to ensure that any excavated soils and/or dewatered groundwater with contaminants are stored, managed, and disposed of safely, in accordance with applicable regulations, and designate personnel responsible for implementation of the CHMMP. The CHMMP shall also incorporate notification and dust mitigation requirements for construction in areas containing naturally-occurring asbestos (including Title 17, CCR Section 93105). Coordination with RWQCB shall be performed, as required, to ensure that provisions of the CHMMP do not interfere with remediation and reclamation projects at the site. The CHMMP shall be submitted to the city of Cloverdale for review and approval. Separate CHMMPs may be submitted for the separate elements of the project, including Clean Closure of the Wood Waste Landfill, Residential, Golf Course, Hotel, Spa, and Commercial Mixed Use phases.				
Public Health and Safety. Mitigation Measure 4.6-3. The draft Specific Plan shall include the following policy: The Health and Safety Plan (HSP) and Construction Hazardous Materials Management Plan (CHMMP) shall establish procedures for the safe storage and use of hazardous materials at the project site, if necessary; provide emergency response procedures in the case of a hazardous materials release; and designate personnel responsible for implementation	Applicant	Cloverdale Community Development Department	As part of Specific Plan approval	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
of the plans.				
Public Health and Safety. Revised Mitigation Measure 5.6-1. The Specific Plan shall contain policies to ensure that State Department of Health Services, Regional Water Quality Control Board and other applicable standards and requirements are met prior to the use of recycled water on the site in order to protect the environmental and minimize human contact with recycled water and provision of adequate public notice of the use of recycled water.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Public Health and Safety. Revised Mitigation Measure 5.6-2. a) Prior to regulatory closure of the former Masonite facility site, written approval from the RWQCB shall be required for all construction and grading in those areas to ensure that proposed development activities do not interfere with investigation or remedial activities. b) Prior to regulatory closure of the former Masonite facility site, additional groundwater extraction wells at the site may be permitted only as determined by the Regional Water Quality Control Board. No new groundwater extraction wells shall be drilled or used unless approved by the Regional Water Quality Control Board. c) Prior to regulatory closure of the former Masonite facility site, irrigation in those areas with well water shall only be permitted as allowed by the Regional Water Quality Control Board.	Applicant	Cloverdale Engineering and Community Development Department	Prior to approval of Precise Development Plans for affected area	
Public Health and Safety. Revised Mitigation Measure 5.6-3. The Specific Plan shall contain the	Applicant	Cloverdale Community	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
following policies: a) A Human Health Risk Assessment (HHRA) and Risk Management Plan (RMP) shall be prepared by a qualified environmental professional, as approved by the City of Cloverdale. The HHRA shall evaluate potential health risks from petroleum hydrocarbons, metals, dioxins, furans, and wood preservation compounds proposed to remain in soils and groundwater following remedial activities at the project site and clean closure of the wood waste landfill. The RMP shall incorporate the findings of the HHRA and include measures to ensure that any potential added health risks to future site users as a result of hazardous materials are reduced to a cumulative risk of less than one in a million (10-6) for carcinogens and a cumulative hazard index of 1.0 for non-carcinogens. The potential risks to human health in excess of these goals may be reduced either by remediation of the contaminated soils or groundwater. The HHRA and RMP shall be submitted to the RWQCB for approval. b) Water quality testing for extracted potable groundwater from the project site shall be implemented, as currently required by state regulations (Titles 17 and 22, California Code of Regulations). Extracted potable groundwater used for any beneficial purpose at the site shall meet state regulations or site-specific water quality criteria, as established by the RWQCB, whichever is more stringent.		Development Department		

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Public Health and Safety. Mitigation Measure 4.6-5. The draft Specific Plan shall include the following policy: An Integrated Pest Management Plan (IPM) for the project site shall be developed to ensure judicious use of pesticides, which must be applied by state-certified applicators in accordance with existing laws and regulations. The IPM shall include advancedtechnology and monitoring equipment to ensure minimal application of pesticides, herbicides, and fertilizers. The IPM shall require use of slow-release, less soluble, and least mobile chemical fertilizers, pesticides, and herbicides available and use of the smallest rates of active ingredient to accomplish the desired result. Where feasible, the IPM shall specify drought, pest, and disease resistant plant species for the project site,and use natural buffer areas to minimize the area affected by chemical use. Aerial spraying of agricultural chemicals shall be prohibited. The IPM shall be submitted to the City of Cloverdale for review and approval.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Visual Resources. Mitigation Measure 4.7-1. Amend the draft Specific Plan to include the following policies: a) A visual analysis shall be submitted with each Precise Development Plan. The visual analysis shall describe specific grading, landscaping, and revegetation plans, as well as design details, and ensure that development is consistent with General Plan and Specific Plan policies. The visual analysis shall also ensure that development is consistent with the "gateway" or entrance theme, as outlined in Mitigation Measure 4.7-2.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
b) Visual analysis of grading proposed for the western hill with the serpentine outcropping shall be prepared with the first Precise Development Plan proposed for the project and submitted along with the proposed "gateway" theme (see Mitigation Measure 4.7-2). c) The visual analysis for golf hole 17 shall show the impacts of grading needed to develop the hole. It shall also include an analysis of potential golf trajectories that might affect Asti Road and U.S. Highway 101, including any screen structures necessary to protect the streets from golf balls. Golf hole 17 shall be relocated to the base of the hill if the visual analysis for the golf course shows grading and visual impacts that are not consistent with General Plan standards. d) The southern access road shall be relocated to minimize impacts to the existing serpentine outcropping visible from U.S. Highway 101. This alternative would also serve to reduce potential impacts to the native grasslands near the serpentine outcropping (see Mitigation Measure 4.9-3a). Alternatively, contour grading for the road that more closely approximates the natural slope shall be required rather than a uniform cut slope. e) The northerly Estate Residential cul-de-sac and the Estate and Single Family lots in the vicinity of the Emergency Vehicle Access shall be designed to preserve the woodlands, native grasslands, and riparian corridor as visual, as well as natural, assets. f) A model or visual simulation of the				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
proposed Estate and Single Family housing shall be provided with the Precise Development Plan applications, and shall include landscaping or other means to soften the view of the developed housing from the City. g) A model or visual simulation of he proposed hotel shall be provided with the Precise Development Plan application.				
Visual Resources. Mitigation Measure 4.7-2. Amend the draft Specific Plan to include the following policy based on policies in the Cloverdale General Plan: The applicant shall submit a "gateway" or entrance theme along with the visual analysis for the western hill with the serpentine outcropping to be reviewed and approved by the City with the first submitted Precise Development Plan.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Visual Resources. Mitigation Measure 4.7-3. Amend the draft Specific Plan to include the following policy: The plans for construction of the project's water tank shall be subject to prior approval by the City. The water tank plans shall include proposed landscaping and design details to ensure that the tank, and the access road to the tank, are blended visually into the existing oak grove and hillside and that the tank and road do not degrade the scenic views of the hillside from U.S. Highway 101 and the City below. The plans shall include retention of all oak trees, augmented with the planting of additional native trees, as necessary, to screen the tank and road from public view. The plans shall include an appropriate paint color, e.g., an earth tone, to	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
ensure the tank will blend into the existing visual environment.				
Visual Resources. Revised Mitigation Measure 5.7-1. The following components shall be included in the final Specific Plan document: a) The Precise Development Plans for the Resort Hotel and Entry Commercial area shall include provisions prohibiting use of reflective glass, unpainted railings or other architectural features that would cause glare off the Project site. b) Precise Development Plans for the Resort Hotel complex, Estate Residential, Single Family Residential and Entry Commercial components shall include provisions for equipping street lights, parking lot lights and yard lights with cut-off lenses or equivalent to reduce spill over of light and glare.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Cultural Resources. Revised Mitigation Measure 5.8-1. The Specific Plan shall contain the following policies: a) A cultural review of CA-SON-1988H by a qualified archeologist shall be submitted with each Precise Development Plan application. The cultural review shall include recommendations for treatment of significant resources on that respective site. b) Subsurface investigation within a 50-foot radius of the CA-SON-1988H residential complex within the site property shall be monitored by a qualified site archeologist and shall follow any recommendations included in "a," above. If subsurface resources are exposed, construction shall stop until the resource can be identified and evaluated by the qualified archeologist. Recommendations could include site testing and	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
data recovery. This requirement shall be included on Project construction plans and specifications. c) Placement of staging areas, equipment yards, laydown areas and related construction activities that could result in subsurface impacts shall be prohibited within or adjacent to the recorded archaeological sites. d) Exclusionary fencing to create a "no trespass" zone shall be placed at each recorded archaeological site to avoid inadvertent trespass during construction. Fencing may be removed with the written permission of a qualified archeologist retained by the City of Cloverdale. e) If a Precise Development Plan proposes removal or modification of CA-Son-2322H and/or CA-Son-1988-H), photographic documentation of the resource shall be prepared and submitted. Efforts shall focus on obtaining general viewshed views, features, close-ups of feature details, and other views sufficient to document the setting of the alignment prior to modification. Recordation shall use fine-grain black and white film and provide at least two sets of proof sheets and photographs no smaller than 5 by 7 inches and archivally processed. Each set shall be filed in a presentation binder suitable for deposit with a local public library and the California Historical Resources Information System, Northwest Information Center, CSU Sonoma. The site record form shall be updated to indicate enhanced photographic record and any new information noted during recordation.				
Cultural Resources. Mitigation Measure 4.8-2. The draft Specific Plan shall be amended to include the following policies:	Applicant	Cloverdale Community Development	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
a) Any excavation contract (or contracts for other activities that may have subsurface soil impacts) shall include language that alerts construction personnel of the potential for exposing aboveground elements (i.e., Northwestern Pacific Railroad) and subsurface archaeological deposits (i.e., CA-Son-1988H), and the project's procedures for treating such finds. Language shall include a provision that, upon discovery of buried archaeological materials, work in the immediate area of the find shall be halted within 50 feet of the find and a qualified archaeologist consulted for recommendations. b) A background briefing shall be provided for supervisory construction personnel describing the potential for impacting and/or exposing cultural resources and anticipated procedures to treat unexpected discoveries. These procedures shall be prepared by a qualified archaeologist and submitted to the City for review prior to construction. c) If buried or suspected human remains are encountered during construction, work in that area shall be immediately halted and the county coroner notified. If the remains are determined to be Native American, then the Native American Heritage Commission will be notified by the coroner within 24 hours as required by Public Resources Code 5097. The Native American Heritage Commission will notify a designated Most Likely Descendant who will provide recommendations for the treatment of the remains within 24 hours. The Native American Heritage Commission will mediate any disputes regarding treatment		Department		

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
of remains.				
Biological Resources. Revised Mitigation Measure 5.9-1. a) The Specific Plan shall include: • i) The proposed site plan shall be revised to designate portions of the identified native grasslands and other High/Moderate Constraint" biological resources as Natural Resource Preserves, if feasible and consistent with the site plan. • ii) A policy shall be included in the Specific Plan stating that native grasslands shall be protected and enhanced, and that adequate replacement provided where complete avoidance is not feasible. A Native Grassland Protection, Replacement and Restoration Plan shall be prepared and approved by the Cloverdale Community Development Department prior to grading. b) The applicant shall submit the Native Grassland Protection, Replacement and Restoration Plan to be reviewed and approved by the Cloverdale Community Development Department with the first submitted Precise Development Plan. A qualified vegetation ecologist shall prepare the Native Grassland Plan which shall clearly identify the total grassland area affected by the Project, provide for protection and enhancement of existing native grasslands where feasible and define a program for replacement through creation of new native grassland habitat on-site. The site plan and grading plan shall provide for at least partial preservation of native grassland stands, particularly the serpentine grasslands in the western portion of the Site. The proposed limits of grading shall be adjusted to provide for avoidance of at least portions of both stands of	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
native grasslands on the site and those areas protected as permanent open space. c) Native grasslands lost as a result of development shall be replaced at a minimum ratio of 1:1 and preferably consolidated in one location. The relative cover class of the replacement grasslands shall have a native species component that meets or exceeds that of grasslands removed. Any provisions for preservation, creation or enhancement of on-site native grasslands shall be incorporated as a component of the Landscape and Vegetation management Plan. If the native grasslands cannot be replaced with a sustainable 1:1 ratio, the grading plan and Precise Development Plan(s) shall be modified to retain native grasslands in their existing locations.				
Biological Resources. Mitigation Measure 4.9-3. a) A preconstruction survey for raptors shall be conducted by a qualified wildlife biologist prior to initiation of grading and tree removal to confirm the presence or absence of any nesting activity on the site. If a nesting raptor is found, appropriate measures shall be taken to avoid destruction of an active nest. An appropriate buffer zone shall be established around any active nest based on informal consultation with CDFG representatives.Construction activities shall be restricted in this zone until the qualified biologist has determined that nesting is complete and the young birds have fledged. b) A preconstruction survey for red-legged frog shall be conducted by a qualified wildlife biologist prior to initiation of grading and removal or modification of any of the	Applicant	Cloverdale Community Development Department	a) Prior to issuance of any grading permit on the project site b) Prior to issuance of a grading permit adjacent to wetlands	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
ponds on the site to confirm the absence of this species. If any red-legged frogs are found, appropriate measures shall be taken to avoid loss during grading and vegetation removal. Representatives of the USFWS shall be informally consulted to confirm that the subpopulation in the Cloverdale vicinity is not considered to be part of the California red-legged frog subspecies. An appropriate buffer zone shall be established around any location where red-legged frogs are encountered. As necessary, exclusionary fencing shall be installed to separate the construction zone from preserved habitat, and construction activities shall be restricted from this zone until construction is completed and the fencing removed.			or other waters of the United States	
Biological Resources. Mitigation 4.9-4. a) Amend the draft Specific Plan as follows: i) The proposed site plan shall be revised to designate identified important jurisdictional wetlands and other High/Moderate Constraint" biological resources as Natural Resource Preserves; ii) A new policy shall be included in the draft Specific Plan stating that wetlands shall be protected and enhanced, and adequate replacement provided where complete avoidance is not feasible. A Conceptual Wetland Protection, Replacement, and Restoration Plan shall be prepared and approved by the city of Cloverdale Community Development Department prior to any grading. b) The applicant shall submit the Conceptual Wetland Protection, Replacement, and	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Restoration Plan to be reviewed and approved by the city of Cloverdale Community Development Department with the first submitted Precise Development Plan. A qualified wetland consultant shall prepare a wetland plan that satisfies adopted standards and criteria of the City, Corps, RWQCB, and CDFG. The wetland plan shall clearly identify the total wetland and other jurisdictional area affected by the project, provide for protection and enhancement of existing wetlands where feasible, and define a program for wetland replacement through creation of new wetland habitat on-site. The conceptual wetland plan shall be completed and approved prior to any modification or loss of wetlands on the site. If wetland habitat is to be created as part of mitigation, wetlands shall be replaced at a minimum 1 to 1 ratio and any small, isolated features shall preferably be consolidated. Any provisions for preservation, creation, or enhancement of on-site wetlands shall be incorporated as a component of the Landscape and Vegetation Management Plan. Details shall be provided for any created wetland habitat, including the following: i) Identify the location(s) of mitigation areas. Replacement habitat shall result in created or enhanced wetlands with a higher habitat value than the existing wetlands eliminated as a result of development to mitigate the temporal loss until the replacement wetlands have met success criteria.				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
ii) Specify performance criteria, maintenance and long-term management responsibilities, monitoring requirements, and contingency measures. Monitoring shall be provided for a minimum of five years and continue until the success criteria are met. iii) Define site preparation and revegetation procedures, an implementation schedule, and funding sources to ensure long-term management of the overall wetland mitigation plan. c) A detailed Storm Water Pollution Prevention Plan shall be prepared and implemented during construction as called for in Mitigation Measure 4.5-1. The plan shall contain detailed measures to control erosion of stockpiled earth and exposed soil, provide for revegetation of graded slopes before the first rainy season following construction, and specify procedures for monitoring the plan's effectiveness.				

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
Biological Resources. Mitigation Measure 4.9-5 a) The draft Specific Plan shall be amended to include the following policy based on Cloverdale General Plan implementation program A-9 in the Conservation and Open Space Element and the Creek Ordinance: i) Vineyards, residential lots, and golf course features shall not encroach into river and creek buffer areas to be preserved under the Conceptual Wetland Protection, Replacement, and Restoration Plan, which shall be consistent with the intent of the Conservation and Open Space Element, and the setback requirements in the city of Cloverdale Creek Ordinance. b) Implement Mitigation Measure 4.9-1(a) and (b).	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Transportation and Circulation. Revised Mitigation Measure 5.10-1. The Project applicant shall install a traffic signal at the South Cloverdale Blvd./ Overcrossing intersection to improve AM peak traffic operations to LOS B. As part of signal installation at this location, the westbound right-turn movement from the S. Interchange northbound onto S. Cloverdale Boulevard shall be channelized (as under current existing conditions) and be under "Yield" control.	Applicant	Cloverdale Engineering Department	As determined by City Engineer	
Transportation and Circulation. Revised Mitigation Measure 5.10-2. The Project applicant shall install a traffic signal at this intersection to improve AM and PM peak operating conditions. The applicant shall be eligible for cost reimbursement from other contributing development projects as	Applicant	Cloverdale Engineering Department	As determined by City Engineer	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
approved by the City of Cloverdale.				
Transportation and Circulation. Revised Mitigation Measure 5.10-3. The South Cloverdale Interchange overcrossing/Asti Road intersection shall be widened and/or re-striped to provide the following circulation improvements for all four approach legs (east, west, north and south): One (1) left-turn lane, one (1) shared through/right-turn lane. The east-west approach legs of the S. Interchange and Project access shall be stop-sign controlled.	Applicant	Cloverdale Community Development Department	As determined by City Engineer	
Transportation and Circulation. Revised Mitigation Measure 5.10-4. Should roundabouts be installed at the South Cloverdale Interchange Overcrossing, the Project owner shall contribute a proportional share towards the cost of installation for these roundabouts or other traffic control devices.	Applicant	Cloverdale Community Development Department	As determined by City Engineer	
Transportation and Circulation. Revised Mitigation Measure 5.10-5. Applicable Precise Development Plans shall provide that the Developer dedicate a public access easement to the City and complete a multi-use recreation trail from the Project area to the proposed SMART trail, if possible, and to the levee trail. If, after reasonable attempts, the Developer is unable to provide needed rights-of-way over private properties to connect the trail to public rights-of-way, the City shall assist the Developer in securing those rights-of-way through a filing with the Public Utilities Commission. The Developer shall provide the City with sufficient rights-of-way (as determined by the City Engineer and Community Development Director) on the Project site to complete the trail. Trail improvements shall be constructed by the Developer or, if Developer is	Applicant	Cloverdale Community Development Department	As part of applicable Precise Development Plans	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
unable to obtain the needed rights-of-way, such construction costs may be bonded, if bonding is approved by the City Council.				
Transportation and Circulation, Mitigation Measure 4.10-.7. The draft Specific Plan shall be amended to include the following policy: The design of the interior project streets shall include golf cart crossing signs at all crossing points. A minimum of a five-foot concrete sidewalk or an all-weather walkwayshould be provided on all streets providing access to uses that will generate pedestrian traffic.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Transportation and Circulation, Mitigation Measure 4.10-8. The draft Specific Plan shall be amended to include the following policy: The project site design shall include a pedestrian and bicycle trail connection to the trail along the Russian River. This could be accomplished by proposing an alignment through or around the golf course, or by acquiring an easement from an adjacent property owner, e.g., establishing a trail connection through adjacent property along Porterfield Creek.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Transportation and Circulation. Mitigation Measure 4.10-10. The draft Specific Plan shall be amended to include the following policies: i) The Precise Development Plans for the entry commercial commercial component shall include parking that complies with City of Cloverdale standards; ii) The Precise Development Plans for the golf/clubhouse shall provide adequate parking to serve peak parking demand for banquet services.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
The Precise Development Plan shall include parking that compies with City of Cloverdale parking standards. Shared parking may be proposed between golfing and banquet facilitied if the uses have different peaking characteristics.				
Transportation and Circulation. Mitigation Measure 4.10-11. The draft Specific Plan shall be amended to include the following policy: The Precise Development Plan for any residential component of the project shall designate safe routes for school children to walk to City schools and shall specify whether and how busing would be provided.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Air Quality. Revised Mitigation Measure 5.11-1. The Specific Plan shall include the following. Construction plans for the project shall include a list of Best Management Practices to reduce construction dust, including, but not limited to, the following specific measures as recommended by the Bay Area Air Quality Management District: a. All trucks hauling soil, sand, and other loose materials off of the project site shall be covered with tarpaulins or other effective covers. b. Water or non-toxic soil stabilizers shall be applied to all unpaved access roads, parking areas, and staging areas at the construction site. c. The speed of all vehicles traveling on unpaved roads shall be limited to 15 miles per hour. d. Paved access roads, parking areas, and staging areas shall be swept with a water sweeper. e. Exposed stockpiles shall be managed in accordance with the Storm Water Pollution Prevention Plan, Waste Discharge Requirements, and/or other permits, as appropriate. f. Excavation and grading activities shall be	Applicant	Cloverdale Community Development Department	Included in Specific Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
terminated when winds exceed 25 miles per hour. g. The area subject to excavation, grading, and other construction activities shall be limited at any one time.				
Air Quality. Mitigation Measure 4.11-2. The draft Specific Plan shall be amended to include the following policy: Construction plans for the project shall contain a list of Best Management Practices to reduce construction emissions, including the following specific measures: a) Idle time of combustion engine construction equipment used at the site shall be confined to five minutes. b) Equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. c) Alternative fueled or electrical construction equipment shall be used at the project site, when feasible. d) Construction equipment used shall have the minimum practical engine size for the job e) Gasoline-powered equipment shall be equipped with catalytic converters, whenfeasible.	Applicant	Cloverdale Community Development Department	Included in Specific Plan	
Air Quality. Mitigation Measure 4.11-5. The Precise Development Plans for the residential components of the project, and other components that have fireplaces, shall include the installation of only gas-fired fireplaces.	Applicant	Cloverdale Community Building Department	Included in final building plans	
Air Quality. Revised Mitigation Measure 5.11-2. The Precise Development Plans for the golf course and vineyard areas of the project shall include the	Applicant	Cloverdale Community Development	Prior to approval of the Precise Development Plan	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
following measures: a) A 100-foot setback or buffer between any vineyards and nearby residences so long as landscaping or fencing is also provided between residences and vineyards. b) Use of barriers, such as walls or hedges, along the project boundary in the vicinity of any vineyards to intercept wind blown dust.		Department	that includes the golf course and vineyard	
Noise. Mitigation Measure 4.12-1. The draft Specific Plan shall be amended to include the following policy: Construction plans for the project shall include the following measures: a) Noise-generating construction activities shall be limited to the hours of 7:00 a.m. to 6:00 p.m., Monday through Friday, as regulated by Cloverdale Subdivision General Notes. Work on Saturdays will not be allowed unless specific approvals are obtained from the city of Cloverdale. b) All internal combustion engine driven equipment shall be fitted with mufflers in good operating condition. c) A traffic plan shall be formulated to route construction traffic as far away from residential buildings as possible.	Applicant	Cloverdale Community Development Department	As part of Specific Plan approval	
Noise. Revised Mitigation Measure 5.12-1. The Precise Development Plan for the Estate Residential portion of the project shall include a detailed Acoustic Study and recommend measures to reduce anticipated rail and airport noise, while ensuring that natural features such as oak woodlands are not affected by noise attenuation. The Acoustic Study shall recommend specific measures, such as sound barriers, walls, or trees,	Applicant	Cloverdale Community Development Department	Included in Precise Development Plan for Estate Residential	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
as needed to reduce CNEL levels for the exterior areas of Estate Residential homes to 65 dBA outside. The Acoustic Study shall also include a requirement that an avigation easement is granted by the property owner and a fair disclosure covenant is recorded for all homes constructed within the 55 to 65 dBA airport noise contours, as measured for existing and future runway extensions, if adopted by the ALUC.				
Public Services and Utilities. Revised Mitigation Measure 5.13-1. Prior to the opening of the golf course, the Project developer shall prepare a water contingency plan that would ensure a replacement or supplemental water supply can be provided for the Project. The Contingency Plan shall be approved by the Cloverdale Public Works Director.	Applicant	Cloverdale Community Development and Engineering Departments	Prior to open of golf course	
Public Services and Utilities. Revised Mitigation Measure 5.13-2. The Applicant shall be required to pay sewer impact fees and construct a pump station somewhere on the lower portion of the site to pump effluent to the existing force main that is stubbed to the site south of the cul-de-sac off Santana Drive, if needed.	Applicant	Cloverdale Engineering Department	a) Fee payment prior to issuance of building permits b) Construction of pump station to be determined by City Engineer.	
Public Services and Utilities. Revised Mitigation Measure 5.13-3. The draft Specific Plan shall be amended to include the following policies: a) The Precise Development Plan for the residential, hotel/spa, and commercial components of the project shall include a requirement to contribute a fair share to a dedicated fund to purchase fire fighting apparatus to protect buildings more than	Applicant	a) Cloverdale Community Development Department and Fie District	a) Included in Precise Development Plan for Resort Hotel and Entry Commercial	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
27 feet in height, if and when such a fund is created by the city of Cloverdale. The Development Agreement should address measures to recover the ongoing costs for additional fire personnel. Property tax revenues for the development in the City should remain equivalent to the property tax revenues the Fire District would share if the project remained in the County area.				
b) The Precise Development Plans for the residential, hotel/spa and commercial components of the Project shall include a requirement to pay a fair share of the capital costs of adding one sworn officer and one half-time community service officer to the Cloverdale Police Department. The Development Agreement to be negotiated between the developer and the City should address measures to recover on-going costs of providing one shown officer and one half-time community service officer for the Cloverdale Police Department		b) Cloverdale Community Development and Police Department	a) Included in Precise Development Plan for Resort Hotel and Entry Commercial	
c) Prior to the approval of each Precise Development Plan for the project, a Recycling Plan shall be prepared and submitted to the City and the County Waste Management Agency that addresses recycling for all related demolition, construction, and operation of new uses. During construction, contractors responsible for demolition of existing structures and construction of new facilities shall be required to separate recyclable materials (i.e., wood, scrap metal, asphalt, concrete, cardboard) from the construction and demolition debris in such a way as to avoid the landfill disposal		c) Included in Precise Development Plan for Resort Hotel and Entry Commercial	a) Included in each Precise Development Plans	

Mitigation Measure	Implementing Responsibility	Monitoring Responsibility	Monitoring Schedule	Verification
of these recyclable materials. The solid waste storage areas of the new facility shall ensure that adequate and conveniently located space is provided for the necessary recycled material storage containers to be used by the project (i.e., paper, cardboard, plastic, metal, glass) and the project shall require establishment and ongoing performance of a recycling program. The overall goal of the Recycling Plan shall be to recycle at least 50 percent of all waste materials generated during construction and during subsequent operation of the project.				
Public Servcies and Utilities. Mitigation Measure 4.13-6. As a condition of project approval, the applicant shall be required to pay school impact mitigation fees.	Applicant	Cloverdale Building Department	Prior to issuance any building permit for any dwelling within the project	

ATTACHMENT 4

CITY OF
CLOVERDALE

City of Cloverdale
General Plan

Adopted by the City Council of the City of Cloverdale by Resolution 022-2009, May 13, 2009

Amended
June 28, 2010
November 10, 2010
January 28, 2015
[New Date]

CITY OF CLOVERDALE

GENERAL PLAN

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1.0
INTRODUCTION

1.1 INTRODUCTION

The Cloverdale General Plan includes goals, policies, and implementation programs that constitute the formal policy of the City for land use, development, and environmental quality. This is an update of the General Plan adopted in 1993.

1.2 CLOVERDALE SETTING

The City of Cloverdale is located at the northern end of the picturesque Alexander Valley where the Mayacamas Mountains meet the Coast Range. The Russian River flows through the center of the Valley, and the developed portion of the City is located on the valley floor west of the Russian River and east of the Coast Range. Cloverdale is at the extreme north end of Sonoma County, located approximately 67 miles southeast of the town of Mendocino, 34 miles northwest of Santa Rosa, and 25 miles south of Ukiah. Map 1 shows the City's location relative to other cities, highways, geographical features, and Sonoma County boundaries.

Cloverdale has a population of 8,517. Sonoma County has a population of 481,675. The County's eight incorporated cities, Santa Rosa, Petaluma, Rohnert Park, Healdsburg, Sonoma, Sebastopol, Cotati, and Cloverdale, contained a combined population of 329,853 (Department of Finance estimates 1/1/07).

1.3 PURPOSE AND NATURE OF THE GENERAL PLAN

The General Plan is a legal document, required by state law, and serves as a City's "constitution" for development and the use of land. It is a comprehensive, long-term document, detailing proposals for the "physical development of the City, and of any land outside its boundaries which in the planning agency's judgment bears relation to its planning" (Government Code Sections 65300 et seq.). The Cloverdale General Plan has a time horizon to the year 2025. The General Plan represents a picture of what the City will look like in 2025 based on following the Plan's goals and policies.

The law specifically requires that the General Plan address seven topics or "elements." These are land use, circulation (transportation), housing, conservation, open space, noise, and safety. In addition, the General Plan includes three optional elements -- Parkland and Recreation, Community Design, and Urban Lighting Elements.

The law requires that a General Plan shall consist of a statement of development policies and must include diagrams and text setting forth objectives, principles, standards and plan proposals. The Cloverdale General Plan uses the following organization to implement the state law. The following definitions describe the nature of the statements of goals, policies, objectives, and implementation programs as they are used in this document.

Goal: The goal is a general expression of community values that identifies the desired end state either during or at the end of the General Plan process.

Policy: A specific statement in text or diagram guiding action and implying clear commitment. Policies may also include quantified targets, which are considered as "objectives" in some General Plans.

Implementation Program: An action, procedure, program, or technique that carries out General Plan policy. Implementation programs also specify primary responsibility for carrying out the action and a time frame for its accomplishment.

Responsibility: Identification of the City departments or other parties responsible for the implementation of a policy or program.

Diagrams: Maps, charts and diagrams in the General Plan are General Plan policies unless they are clearly intended to be informative in nature.

The General Plan sets out policies and identifies ways to put these policies into action. These various actions rest on two essential powers of local government: corporate and police powers. Using its "corporate power," the City collects money through bonds, fees, assessments, and taxes, and spends it to provide services and facilities such as police and fire protection, streets, water and sewage disposal facilities, and parks. Using its "police power," the City regulates citizens' use of their property through zoning, subdivision, and building regulations in order "to promote the health, safety, and welfare of the public." The General Plan provides the framework for the exercise of these powers by local officials.

State law requires that the local government review its General Plan on an annual basis. One requirement is to annually review the Capital Improvement Plan to determine its compliance with the General Plan (Government Code Section 65103 (b) and (c)). The other requirement is that the local planning agency provide an annual report to the legislative body on the status of the plan and progress of its implementation (Government Code Section 65400).

1.4 HISTORIC PERSPECTIVE

The townsite of Cloverdale was originally part of the Mexican Rancho Rincon de Muscalon, a long narrow strip of land comprising 8,776 acres on both sides of the Russian River. The 1846 grantee of the Rancho, Francisco Berryessa, sold it in 1851 to Johnson Horrel who, in 1858, deeded 759 acres to Richard B. Markle and W.J. Miller. The two men established a trading post and tavern adjacent to the Russian River and the town of Cloverdale began.

Early settlers were predominantly farmers or ranchers who purchased properties for sheep, stock, vineyards or hops. J.A. Kleiser and David C. Brush purchased the 759 acres in 1859 and had the site surveyed, plotted and improved the main streets and erected a number of buildings. Commerce soon followed with various businesses being established. Isaac E. Shaw arrived in 1872 and operated a hardware and grocery store and later a bank. The town developed in other ways, adding a post office, newspaper, school, social lodges and a few churches.

In 1872, Cloverdale was incorporated as a City and an official map of the City Limits was drawn by Daniel F. Spurr. The railroad soon arrived, adding to the town's commercial, shipping and tourist viability. By 1878, the railroad service provided three trains a day between Cloverdale to San Francisco. In or about 1886, the citizens of Cloverdale organized a volunteer fire company. The first City building, a combined firehouse and City Hall, opened its doors in August 1887. The first street lights, fueled

by coal gas, appeared in 1884. Telephone service began in 1883, water in 1884, electricity in 1897. The Citrus Fair was initiated in 1893.

The economy of Cloverdale in the early 1900's revolved around the agricultural, timber and railroad industries. The population always hovered around 1,000. The area was also known for its excellent wine production and warm climate. The 1900 census for Cloverdale shows eleven "grape growers" and eight "winemakers". However, the local wine industry suffered greatly during prohibition and several vineyards were turned to other uses.

The advent of mechanized equipment in both the timber and automobile industries further shaped Cloverdale. A number of logging mills were constructed in the area and served as major employers. With the availability of employment, the town experienced a boom in growth from 1940 to 1960 when the population rose from 800 to around 3,000. With the advent of the automobile and the slow improvement of Highway 101, Cloverdale become more of a highway oriented community. Businesses catering to the traveling public become common along Cloverdale Blvd. in the early 1960's. The first zoning map of Cloverdale was adopted in 1953, delineating the entire length of Cloverdale Blvd. as "Highway Commercial" and the rest of the community in two categories of residential districts.

The first General Plan for the City was adopted in 1978. At the time, the population was 3,770. The Plan set forth an ultimate urban boundary, redefined the City Sphere of Influence and proposed a maximum population of 17,800 by the year 2000. The 1978 Plan and the resulting zoning map deleted or converted a portion of the highway commercial area and added further definitions to the residential districts, including for the first time, hillside areas.

In the 1980's, the City annexed approximately 300 acres to the south, extending its City Limits to Santana Lane. Development plans for these properties were considered and approved by the City. A series of development applications for residential projects were submitted to the City in the late 1980's. Growth in the residential housing market was occurring at a rapid pace along the Highway 101 corridor and Cloverdale began to experience this pressure.

In the early 1990's, the City received word from the State of California that the long awaited Highway 101 Bypass was funded and would be constructed by 1995. At the same time, industries in resource products fields such as timber manufacturing field and the Geysers began to lose force as the major employers in the Cloverdale area. In 1990, the City adopted a Downtown Specific Plan aimed at revitalizing the downtown business district and designating this area as the City's retail and cultural center. In light of the recent changes in the amount of growth, the effects of the Highway 101 Bypass and the evolving economy, the City authorized the preparation of a General Plan in late 1990.

Since adoption of the 1993 General Plan, the City took several steps to respond to the Highway 101 bypass. Following Economic Development Commission recommendations, the City developed infrastructure in the south industrial area, developed the Cloverdale Boulevard beautification program, developed the River Park, and the Cloverdale Pride Committee undertook a successful program to clean up unsightly properties. In the late 1990's Bay Area residential demand reached Cloverdale, and residential growth

proceeded at roughly three times the historic rate. The Clover Springs community was the largest single residential project in that time period. After completion of the 101 bypass, the south interchange was developed with typical freeway interchange projects and the Furber Shopping center. Also, a golf course and resort was proposed on the southern destination commercial site (former Louisiana Pacific lumber yard), and the sphere of influence was expanded to include that site.

1.5 PREPARATION OF THE GENERAL PLAN

Preparation of the General Plan started with two Town Hall meetings in January and February 2004. The City Council then appointed a 15-member Citizen's Advisory Committee to recommend a concept General Plan to the Planning Commission and City Council. The Citizen's Advisory Committee met from June 2004 to December 2005, and recommended a draft plan to the Planning Commission and City Council on December 15, 2005. The Planning Commission and City Council held public meetings to develop the "project" draft for Environmental Impact Report consideration. The City Council adopted the "project" draft on June 27, 2007.

The draft General Plan was formulated to minimize environmental impacts, with the goal that adoption of the General Plan would be the primary mitigation of impacts identified in the Environmental Impact Report.

The Planning Commission held public hearings on the General Plan on November 5, 2008, and February 4, March 4 and April 1, 2009. The Commission forwarded their recommendations to the City Council and recommendation for approval of the Draft General Plan on April 1, 2009.

The City Council received the recommendations of the Planning Commission and held public hearings on February 28, March 28, and April 1 2009. The Council considered land use changes related to issues. On May 13, 2009 the City Council adopted the General Plan in its entirety.

Throughout the General Plan update the City made every effort to notify the public of opportunities to be involved. Meetings were noticed in the local newspaper and at City Hall; the City made several direct mailings to Cloverdale property owners and organizations; and Cloverdale newspapers regularly carried topical articles on the progress of the General Plan update.

1.6 COMPARISON OF THE 1978, 1993, AND 2008 GENERAL PLANS

The 2008 General Plan is the third General Plan for the City of Cloverdale. Each General Plan addressed evolving economic and development issues in the community. The following is a comparison of previous and current General Plans.

The 1978 and 1993 General Plans anticipated growth to the limits shown in this General Plan. The 1978 General Plan had a study area larger than the proposed General Plan study area, but anticipated that the ultimate City limits would be slightly less than the current 2008 limits. The 1993 General Plan study area was expanded to the south in 1996. The expanded 1993 and 2008 General Plan study areas are coterminous except the McCray Road area and the Asti and Rains Creek Water District were added to the 2008 General Plan.

The 1978 General Plan anticipated a year 2000 population of 7,100 (2000 Census population was 6,831). The 1993 General Plan anticipated a 2010 population of 10,781 (ABAG estimated 2010 population is 9,100). The 2008 General Plan projects a population of 12,000 by 2025 (ABAG estimated 2025 population is 11,000).

All three General Plans have encouraged compact development within the General Plan defined growth boundaries, balanced housing, concentrated commercial areas and discourage commercial development along the freeway, expand the job base to respond to loss of timber related and extractive industry jobs, provide for open spaces, protect hillside areas from development, preserve and enhance open spaces and natural watercourses, and balance of housing and employment opportunities. The 1978 and 1993 General Plans anticipated the changes that would occur when the Highway 101 bypass occurred and recommended concentrated commercial in the downtown (1978) and downtown and south interchange (1993), with removal of the strip commercial development along Cloverdale Boulevard. The 1978 and 1993 General Plans anticipated developing the River Park. The 1978 General Plan anticipated extension into the McCray Road Area. The 1993 General Plan did not. The 2008 General Plan again proposes to add McCray Road to the General Plan Study Area and Urban Service Area.

In 1978 and 1993, the focus of the General Plan was on economic vulnerability resulting from lumber mill closures and the freeway bypass. The 1993 General Plan provided a transition strategy to focus on a beautified downtown, removal of strip commercial along Cloverdale Boulevard, provide for alternative industrial uses and jobs south of downtown, and reserve three large areas for destination commercial use to attract visitors. The 2008 General Plan retains the downtown and concentrated commercial focus and protection of industrial lands south of town for industrial uses. The in-town Destination Commercial site adjacent to the Citrus Fair has been changed to Transit Oriented Development and High Density Residential, and the Destination Commercial site near the SMART passenger rail station has been mostly changed to Industrial. The 254 acre Destination Commercial area south of the City is largely unchanged, but in 2015 the area was expanded to 267 acres.

In 1978 and 1993, there were still large areas of vacant land for residential development. Most of those areas were planned for "innovative" mixes of densities; however, they were primarily developed as conventional single family subdivisions. Most of those vacant lands have been developed, and the 2008 General Plan anticipates that major development will occur in infill areas, with the most substantial areas available for large-scale residential development in the proposed McCray Annexation north of the City and the Alexander Valley Resort Destination Commercial area southeast of the City.

1.7 PLANNING AREAS FOR THE 2008 GENERAL PLAN

The planning area for the General Plan encompasses 7.2 square miles (4,608 acres) and extends generally east to the Russian River and west to the crest of the ridgeline, north to McCray Road, and south to Asti and the Rains Creek Water District. Highways 101 and 128 are a part of the planning area as well as the City Municipal Airport. The northern boundary extends to the north Highway 101 interchange and includes the McCray Road area. The Study Area includes two major creeks, Cloverdale Creek to the north and

Porterfield Creek to the south. The General Plan planning area includes four separate geographical areas; see Exhibit 2-1. These are:

CITY LIMITS: The legal boundaries of the community, where land use is controlled by the City. They encompass 2.5 square miles (1,601 acres).

SPHERE OF INFLUENCE: The City Sphere of Influence is the area of the City that has been approved for future annexation by the Sonoma County Local Agency Formation Commission. It encompasses 2.3 square miles (1,474 acres) beyond the City Limits. The Sphere of influence has remained generally consistent since the adoption of the first General Plan in 1978, with only one extension approved since the original General Plan was adopted in 1978. The Sonoma County General Plan uses the Sphere of Influence to define the ultimate area to be annexed to the City.

URBAN SERVICE AREA: The City Urban Service Area is the area where the City anticipates extending urban services (e.g. water, sewer, police, etc.) It encompasses 1.3 square miles (760 acres) beyond the Sphere of Influence and represents area that the City intends to add to the Sphere of Influence after Local Agency Formation Commission approval.

STUDY AREA: The City Study Area encompasses 1.22 square miles (773 acres) outside of the Urban Service Area and can be considered the areas under County jurisdiction where the City expresses land use directions to help the County determine transition policies between the urban City areas to the agriculture and very low intensity uses under County jurisdiction.

Figure 1.1 Planning Area Individual and Cumulative Land Area

	2008 acreage	2008 Square Miles	Cumulative Acreage	Cumulative Sq miles.
Land within the City limits	1,615 acres	2.5 sq.mi.	1,615 acres	2.5 sq.mi.
Land in the existing (2008) Sphere of Influence but not in City Limits	1,460 acres	2.3 sq.mi.	3,075 acres	4.8 sq.mi.
Proposed Sphere of Influence Expansion	1,391 acres	2.2 sq.mi.	4,466 acres	7.0 sq.mi.
Remaining Land in the Study Area (Outside City & Sphere)	511 acres	0.8 sq.mi.	4,977 acres	7.8 sq.mi.

In addition to the above, the General Plan identifies an Urban Growth Boundary (UGB) and two exception areas within which the City may approve urban uses. The UGB includes the existing City Limits and portions, but not all, of the Existing Sphere and Proposed Sphere expansion.

1.8 ASSUMPTIONS GUIDING THE PREPARATION OF THE 2005 GENERAL PLAN

In any 20-year General Plan time frame, a City can expect to accomplish a finite number of major objectives. The General Plan Citizen's Advisory Committee has identified the following 14 major objectives that will be applied to all of the General Plan elements.

Community setting.

1. Maintain and encourage undeveloped hillsides, river and creek frontages, and forest setting that complement the natural visual setting of Cloverdale.
2. Maintain the urban forest by expanding the tree canopy within the City. Recommend preparation of a Tree Preservation Ordinance.
3. Maintain and improve the design of the built environment, including entrances and approaches to the community and downtown, site planning and development, highway frontages, and street and sidewalk design.
4. Minimize impacts of urban lighting.
5. Conserve or preserve historic buildings and the character of the older parts of town using conservation and form based zoning ordinances.

Maintain a balance of land uses

6. The General Plan should provide for a balance of land uses for housing, jobs, economic development, destination commercial sites, and a jobs/housing balance.
7. Residential land use should have a target population of 12,000 people.
8. Downtown economic development continues to be important in the updated General Plan.
9. Industrial lands should be reserved for industrial purposes, and not for retail sale of typical household retail items.

Geographical Growth.

10. The City should grow to the north or south if needed. There should be no expansion east of the Russian River, and expansion, if any, into hillside areas should be very low intensity, with controlled visibility and impacts.
11. The City may consider use of areas outside the urban service boundary and General Plan study area for recreation sites, even though they would not be considered for residential, commercial, or industrial use.
12. The City will adopt an Urban Growth Boundary.

Community Recreation

13. Recreation assets should match population growth, including an evaluation of various groups who would like recreation assets such as youth, sports, walkers, elderly

citizens, and land area and facilities targeted to those groups, including residential, commercial, and industrial areas.

14. Consider water-based recreation.

2.0

LAND USE ELEMENT

Exhibit 2.1

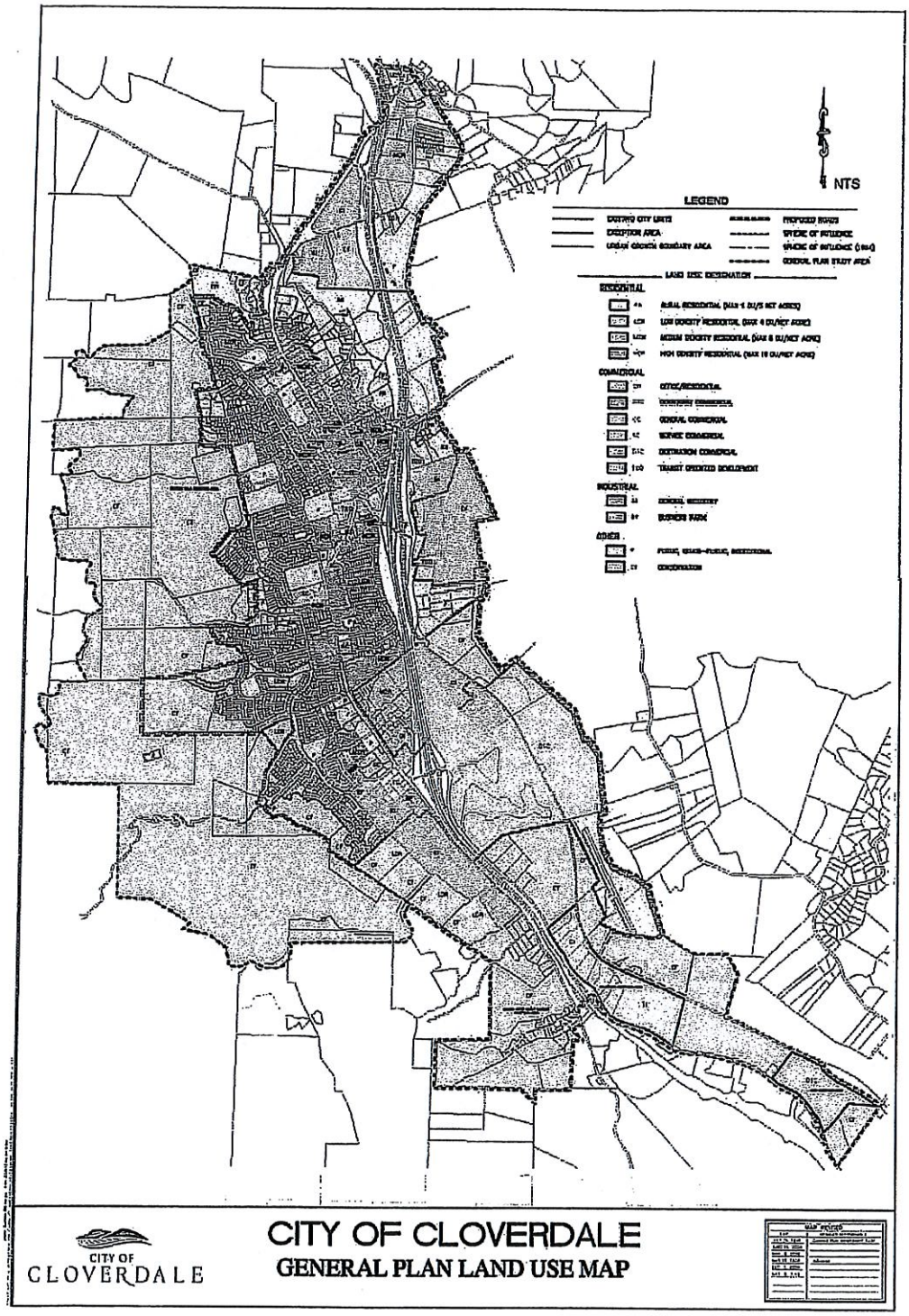


Exhibit 2.2

Land Use Densities and Intensities Allowed

Land Use Category	Maximum Dwelling Units per Net Acre[1,5]	Population/ Dwelling Unit	Floor Area Ratio
Residential			
Rural Residential	1 unit/5 net acres	2.6	0.35-0.40
Low Density Residential	4 units/net acre	2.6	0.35-0.40
Medium Density Residential	8 units/net acre	2.6	0.35-0.40
High Density Residential	16 units/net acre	2.6	0.35-0.40
Commercial			
Office/Residential[2]	8-20 units per /net acre	2.6	0.8
Downtown Commercial[3,7]	20 units/net acre	2.6	3.0
General Commercial[6,7]	20 units/net acre	2.6	1.0
Service Commercial[6]	-	-	1.0
Destination Commercial[4]	2 units/net acre	2.6	1.0
Transit Oriented Development	20 units/net acre	2.6	3.0
Industry			
General Industry	-	-	.6
Business Park	-	-	.6
Other			
Public/ Quasi-Public	-	-	1.0
Conservation	1 unit/160 net acres	2.6	-

(1) Net acres are "net" after deleting "environmentally sensitive lands," defined as lands over 20% slope, lands in required stream or creek setbacks, woodlands, or lands with federal or state listed endangered species.

(2) Development in Office/Residential that is 100% residential shall follow the R-2 zoning standards.

(3) Residential use must be secondary to the commercial use and located above or behind the commercial use on the site.

(4) Residential use must be secondary to destination commercial uses on the site. Residential use may not occupy more than 20% of the net area of the site.

(5) Densities may be increased as provided for under State Density Bonus Law and/or Chapter 18.13 of the Zoning Ordinance.

(6) General Commercial and Service Commercial areas fronting Cloverdale Boulevard to the south of Healdsburg Avenue and to the north of School Street may be amended to Medium Density Residential General Plan designation and rezoned to Two-Family Residential (R-2) at property owner request.

(7) The floor area for residential use cannot exceed the floor area of commercial use on the site, except that for developments with two stories of residential above a commercial use the area of each residential story cannot exceed the floor area of first floor commercial use.

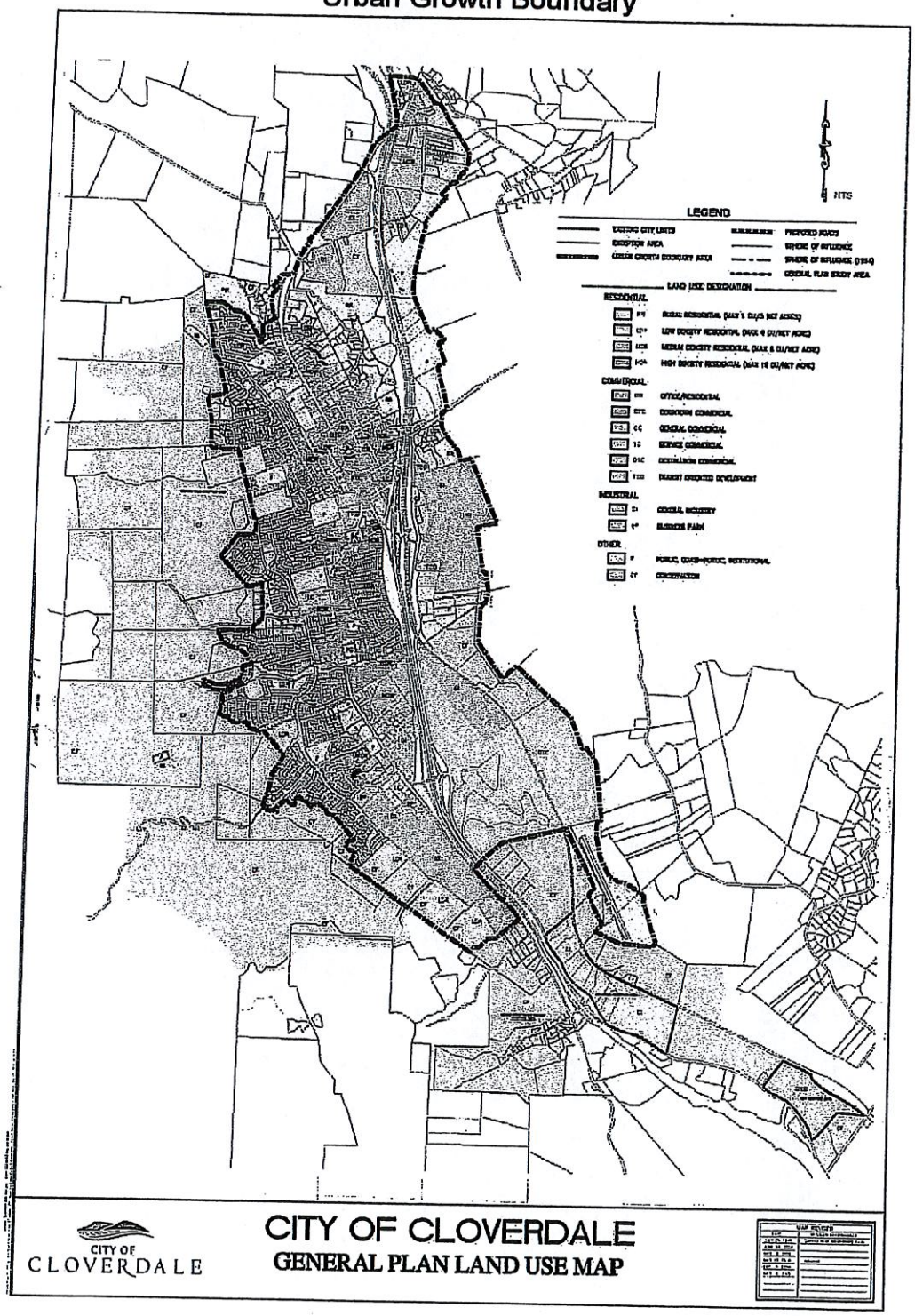
Exhibit 2–3

Historic and Projected Growth Rates

Year	1960	1970	1980	1990	2000	*2005*	*2025*
Population	2,848	3,251	3,989	4,924	6,831	*8,241*	*12,000*
Housing Units	988	1220	1,656	2,109	2,619	*3,192*	*4,700*
Population per household	2.88	2.66	2.41	2.33	2.61	*2.58*	*2.55*
Population growth		403	738	935	1,907	*1,410*	*3,749*
Dwelling unit growth		232	436	453	510	*573*	*1,508*
Average Annual dwelling unit growth		23	44	45	51	*115*	*75*

1960-2000 are Census data. 2005 is Department of Finance Estimate

Exhibit 2.4
Urban Growth Boundary



2.1 INTRODUCTION

The Land Use Element describes the general distribution and intensity of uses of the land for housing, business, industry, open space, education, public buildings and grounds, waste disposal facilities, and other public and private uses. The Land Use Map and Diagrams includes standards of population density and building intensity for the City. The Land Use Element plays the central role of correlating all land use issues into a set of coherent development policies. Its goals, policies, and programs relate directly to the other elements.

2.2 GOALS, POLICIES, AND PROGRAMS

Goal LU 1

Provide a balance of land uses within the Urban Growth Boundary (UGB) and UGB Exception Area for housing, jobs, economic development, recreation, conservation, and destination commercial uses.

Policy LU 1-1

Allowable land uses are shown on the General Plan Land Use Map, Exhibit 2.1. Allowable population density and building intensity are shown in the Land Use Table, Exhibit 2.2.

Implementation LU 1-1.a. Initiate Zoning Ordinance and any other Ordinance amendments necessary to bring the City Ordinances into conformity with Exhibits 2.1 and 2.2.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption.
Resources:	General Fund – staff time

Implementation LU 1-1.b. Initiate Housing Element amendments necessary to bring the Housing Element and General Plan into conformity.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption.
Resources:	LMI Housing Funds

Implementation LU 1-1.c. Review residential development policies to allow limited numbers of small lots or cluster housing within conventional single family areas in order to provide variety and affordable housing.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption.
Resources:	General Fund

Implementation LU 1-1.d. Revise parking requirements for small lot and cluster housing projects to provide for automobile and recreational vehicle parking so that parking does not impact city streets.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption.
Resources:	General Fund

Policy LU 1-2

Infrastructure and land use policies are based on a maximum anticipated population for the City of 12,000 residents and 4,700 housing units in 2025.

Implementation LU 1-2.a. Develop a growth management program to allocate an average of 75 units per year, but allowing flexibility in application of growth so that growth does not exceed 375 units in any five year period. The Growth Management Program shall include a strategy to meet the City's Housing Element fair share goals and jobs housing balance policies in Policy LU 1-3 below.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	General Fund – staff time

Policy LU 1-3

Provide a jobs/housing balance, (defined as a 1:1 jobs to housing ratio) by encouraging new business in the City, by encouraging housing production for local employees, and by targeting a portion of City housing funds to provide housing for essential employees who live and work in the City.

Implementation LU 1-3.a. Develop a business attraction/initiation plan to increase number of jobs available for residents and to encourage local residents to open businesses in Cloverdale to achieve a 1:1 jobs to housing ratio.

Responsibility:	Economic Development Commission -- staff
Timeframe:	Within one year of General Plan adoption.
Resources:	Community Development Agency funds

Implementation LU 1-3.b. Revise the Housing Element to provide housing for local employees.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption.
Resources:	LMI Housing Funds

Implementation LU 1-3.c. Revise the Zoning Ordinance Inclusionary Housing Program and other Housing Programs to emphasize housing for local employees and essential local employees, including preferences in growth management allocations.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	LMI Housing Funds

Policy LU 1-4

It is the intent of the City to have a substantial reserve of industrial land to the south of the existing City limits, to provide for a balance of commercial and industrial lands on areas reserved for non-residential uses, and to insure that there is a buffer

between industrial and residential uses so that industrial uses do not affect residential areas.

Implementation LU 1-4.a. Provide buffer areas between industrial and residential uses. Where existing industrial uses exist, residential development applications shall provide a buffer. Where residential uses exist, industrial uses shall provide mitigation and buffering. Where the General Plan has undeveloped land with residential and industrial uses, both industrial and residential uses shall provide buffering.

Responsibility:	Community Development Department
Timeframe:	Ongoing with project review
Resources:	General Fund

Implementation LU 1-4.b. Encourage major destination commercial uses, such as resort/conference facilities, on an opportunity-presented basis, including potential to consider General Plan boundary amendments and provision of services.

Responsibility:	Community Development Department
Timeframe:	Not specified
Resources:	To be identified if opportunities are presented.

Implementation LU 1-4.c. Pursue funding options for industrial infrastructure to the south of the City, including redevelopment, bonding, grants, assessments, owner participation, etc.

Responsibility:	Community Development Department
Timeframe:	Start upon General Plan adoption.
Resources:	General Fund, Redevelopment Funds, staff time.

Implementation LU 1-4.d. A coordinated Master Development Vision Plan and General Plan revision may be submitted for the area south of the existing city limits and west of the freeway (Kelly Road Gateway) consisting of the following (a) economic impact analysis, (b) a minimum of 37.5 acres (60% commercial and 40% industrial) designed to help support and achieve the City's goal of a 1:1 jobs/housing ratio and the balance in flexible mixed use development, (c) master circulation plan, (d) gateway design concept and architectural and landscape design guidelines, (e) a demonstrated public benefit area, (f) hillside protection, and (g) open space for passive, active recreation, and pedestrian and bicycle linkage.

Responsibility:	Community Development Department
Timeframe:	Timing is dependent on property owner submission
Resources:	Applicant funding, General Fund, Redevelopment Funds, staff time.

Policy LU 1-5

Utilize land use guidelines within the General Plan Study Area as basis for comments on projects proposed in the County adjacent to the City, including the hillsides to the west of the City.

Implementation LU 1-5.a. Develop a statement of preferred land use practices in County areas adjoining the City, including and emphasizing the City policies for hillside development, and send that statement to the County annually.

Responsibility:	Community Development Department
Timeframe:	Include in the General Plan year end report.
Resources:	General Fund – staff time

Policy LU 1-6

Provide recreation assets to match the population growth that are appropriate to the various groups who might use recreation facilities.

Implementation LU 1-6.a. Programs are in the Parks and Recreation Element.

Implementation LU 1-6.b. Provide pedestrian accessibility from residences to parks. Establish short pedestrian routes from residences to parks where streets do not provide a direct access.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	General Fund – staff time

Implementation LU 1-6.c. Require design review and develop standards for open space and design in all small lot, cluster, townhouse, and apartment projects, so that there is adequate room for children play areas and resident needs.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	General Fund – staff time

Implementation LU 1-6.d. Small lot detached and duet units shall provide a usable rear yard generally consistent with the private rear yard that could be expected in a standard single family house.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	General Fund – staff time

Policy LU 1-7

The City may consider using land outside the General Plan Study Area for recreation purposes as a City project or in cooperation with the County.

Implementation LU 1-7.a. Programs are in the Parks and Recreation Element.

Goal LU 2

The downtown will be the commercial, cultural, and governmental core of the City.

Policy LU 2-1

Provide economic development resources to the downtown in order to maintain a focal point for the community, a strong community image, and an anchor for economic growth.

Implementation LU 2-1.a. Implement downtown plan policies, support pedestrian oriented business, infill vacant sites, upgrade existing buildings, and encourage mixed use, shared multi-use parking, attractive buildings, attractive signs and usable public spaces.

Responsibility:	Community Development Department
Timeframe:	Initiate within one year of General Plan adoption. Implement over 20 years.
Resources:	Community Development Agency Funds

Implementation LU 2-1.b. Encourage cultural facilities and events in the downtown.

Responsibility:	Community Development Department
Timeframe:	Implement over 20 years.
Resources:	Community Development Agency funds

Policy LU 2-2

Retain existing residential uses near the downtown and encourage new residential uses above or behind ground floor commercial uses in the downtown in order to preserve a close-in customer and pedestrian base.

Implementation LU 2-2.a. Use zoning, Community Development Agency funding, housing funds, and parking incentives to encourage mixed use development downtown.

Responsibility:	Community Development Department
Timeframe:	Initiate within one year of General Plan adoption. Implement over 20 years.
Resources:	CDA economic development and LMI housing funds

Implementation LU 2-2.b. Return properties developed with residential uses but zoned for commercial use to residential zoning, consistent with Exhibit 2.1. (Will be implemented by LU 1-1.a.)

Policy LU 2-3

Retain essential services, such as the Post Office and City administrative offices downtown.

Implementation LU 2-3.a. Coordinate with the Postmaster General on site locations.

Responsibility:	Community Development Department

Timeframe: Initiate within one year
Resources: Community Development Agency funds – staff time

Implementation LU 2-3.b. Encourage retention of essential services in the downtown plan. (will be implemented by LU 2-1.a.)

Policy LU 2-4

Discourage the creation of retail commercial areas outside the downtown that would adversely affect the viability of the downtown, including freeway frontages south of the City, freeway frontages east of Highway 101, and areas around the central Highway 101 interchange. This policy shall not apply to areas designated as Destination Commercial areas, which are intended to provide recreational and commercial uses, including retail uses, that may be expected to attract tourists and visitors to Cloverdale from more distant locations and, ultimately, into Cloverdale's downtown core.

Implementation LU 2-4.a. Review any proposals for commercial zoning or retail use.

Responsibility: Planning Commission
Timeframe: As projects are proposed
Resources: General Fund – staff time

Goal LU 3

Preserve and enhance Cloverdale's small-town character and the experience of its natural boundaries and setting. Cloverdale – a small town on the valley floor with undeveloped hills to the west, north, and south and the Russian River as an urban development boundary to the east, and protect important farmlands from urban development.

Policy LU 3-1

Establish and maintain a 20-year Urban Growth Boundary to: restrict urban development outside the Urban Growth Boundary and specified exception areas; stipulate that City water and sewer service shall not be extended to development outside of the Urban Growth Boundary, except as specified in the this Policy LU 3-1 and permitted by law; manage growth in a manner that fosters and protects the small town character of Cloverdale while encouraging economic development appropriate to Cloverdale; and promote stability in long term planning for the City. The Urban Growth Boundary shall first be adopted by the City Council as an amendment to the General Plan, and then presented to the Cloverdale voters for adoption as a voter-approved General Plan amendment. Upon approval by the Cloverdale voters in a general election, the Urban Growth Boundary shall not be amended except by a vote of the people or as provided in this Policy LU 3-1.

In accordance with this Policy LU 3-1, an Urban Growth Boundary ("UGB") is established in the City of Cloverdale as depicted in Exhibit 2.4 to the General Plan, as amended pursuant to Exhibit A attached to Resolution 031-2010 and incorporated herein by reference, subject to the following:

1. The UGB adopted in this Policy LU 3-1 and depicted in Exhibit A attached to Resolution 031-2010 shall not be amended prior to January 1, 2030, except as permitted in this Policy LU 3-1.

2. No urban development shall be located or services provided outside the UGB, except as otherwise provided in this Policy LU 3-1.

A. For purposes of this Policy LU 3-1, urban development shall mean construction, alteration, or addition of any building or structure requiring one or more services.

B. For purposes of this Policy LU 3-1, services shall mean one or more basic municipal services including, but not limited to, water, sewer, or drainage services.

3. The prohibition against urban development and provision of services outside the UGB pursuant to provision 2 of this Policy LU 3-1 does not apply:

A. To industrial uses and utilities and improvements required for industrial uses in the Industrial Exception Area depicted in Exhibit 2-4 of the General Plan. For purposes of this Policy LU 3-1, industrial uses means uses allowed in the M-1 and M-P zoning districts in the Zoning Code of the City of Cloverdale, except that such permitted industrial uses outside the UGB exclude residential uses and retail uses other than sale of goods incidental to industrial uses.

B. To preservation of agricultural uses, winery-related uses, and improvements required for agricultural and/or winery related uses in the Asti Exception Area depicted in Exhibit 2-4 of the General Plan as further limited by this provision. For purposes of this Policy LU 3-1, winery-related uses in the Asti Exception Area that are exempt from the prohibition in provision 2 of this Policy are limited to maintenance of the historic Asti Winery and appropriate expansion of the winery for production and storage of wine and wine products; and maintenance and appropriate expansion of visitor uses consistent with those which have been historically held at Asti including wine tasting, wine sales, and wine-related events.

C. To acquisition or acceptance by the City of dedication of rights to water supply facilities and improvements or annexation of some or all of the land within the Rains Creek Water District, and in the event of such acquisition, acceptance or annexation, provision of services to the land and facilities so acquired or accepted, and to properties served by the Rains Creek Water District; except that, provision of services shall be limited to structures and uses in existence as of the date of said acquisition or acceptance by the City.

D. To provision of services to public park, recreation and open space uses consistent with the General Plan.

E. To provision of services to relocated Citrus Fair facilities.

F. To provision of services to or annexation of land outside and adjacent to the western City limit/Urban Growth Boundary, subject to the following:

i. Provision of services to or annexation of land outside and adjacent to the western City limit/Urban Growth Boundary shall be subject to discretionary approval by the City Council in consideration for permanent dedication of western hills open space in a form acceptable to the City Council. Dedication of western hills open space pursuant to this provision must be to an open space district, land trust, or the City and be pursuant to an agreement to which the City is a party that prohibits revocation of the dedication and that creates permanent access for public use in accordance with policies PR 1-4 and PR 1-5 of the General Plan. Open space

dedicated pursuant to this provision is intended to serve as a buffer between urban land uses within the City limit/Urban Growth Boundary and rural and agricultural land uses outside the City limit/Urban Growth Boundary and as a permanent open space amenity for the entire community consistent with General Plan Goal LU-3 and Policies LU 3-2 and 3-3. Open space dedicated pursuant to this provision must provide for public access and the potential for trails as outlined in the Open Space Element of the General Plan. Open space dedicated pursuant to this provision must extend from the 400 or 550 foot elevation of the parcel to be annexed or receive services pursuant to this provision (whichever is applicable to the development proposed for annexation or to receive City services pursuant to paragraph a or b, below) to and include the highest elevation of the parcel or the ridgeline, whichever is highest. Such dedicated open space may, but need not, include land beyond the parcel ridgeline, provided that the dedicated land shall include sufficient lands beyond the ridgeline to assure that any development beyond the ridgeline will not be visible from the valley floor. Development on parcels on which open space is dedicated pursuant to this provision may not include structures, lighting or other features beyond the parcel ridgeline that are visible from the valley floor. For purposes of this provision, "ridgeline" means the highest points of the western hillside which are generally visible from the valley floor of the City. A line along the highest points of an individual parcel is not necessarily a ridgeline for purposes of this section. "Generally visible" means visible from multiple or several areas on the valley floor, rather than from a single isolated vantage point below the 400 foot elevation. "Valley floor" means gently sloping, level or nearly level areas within the City limits and below the 400 foot elevation.

ii. Services may only be provided to land outside and adjacent to the western City limit/Urban Growth Boundary pursuant to this exception for the following land uses:

(a) residential development with a finished grade below the 550 foot elevation consistent with all of the land use requirements applicable to rural residential (R-R) zoning districts as defined in General Plan Exhibit 2-2, and providing that any grading will not be detrimental to the views from the valley floor.

(b) development below the 400 foot elevation consistent with all of the land use requirements applicable to R-1 zoning districts within the City limit/Urban Growth Boundary.

(c) provision of services to structures in existence as of November 2, 2010, provided that such structures or any related access ways, lighting or other features are not visible from the valley floor.

iii. Provision of services to or annexation of land outside and adjacent to the western City limit/Urban Growth Boundary will be subject to an outside area services agreement or pre-annexation agreement or similar transaction meeting the requirements of this provision F and approved by the City Council and any other government agency with jurisdiction over such transaction.

G. Where application of this Policy LU 3-1 would constitute an uncompensated taking of private property pursuant to the United States and/or California constitutions, but only to the minimum extent necessary to avoid an unconstitutional taking of property.

H. Where application of this Policy LU 3-1 would impermissibly conflict with a specific provision of State law regarding the provision of housing, including affordable housing, but only to the minimum extent necessary to comply with State housing law, and where it is not reasonably feasible to use existing residentially designated land within the UGB or Exception Areas or to re-designate land available within the UGB or Exception Areas to comply with State housing law. To the maximum feasible extent and subject to applicable law, proposed housing outside the UGB that meets the requirements of this paragraph must be located adjacent to existing developed lands and infrastructure.

Implementation LU 3-1.a. Present an Urban Growth Boundary measure for adoption by Cloverdale voters substantially in accordance with Policy LU 3-1 of the General Plan as amended by Resolution No. 031-2010 and as depicted in Exhibit 2.4 of the General Plan. Responsibility: Community Development Department

Timeframe:	Adopt UGB Ordinance within six months of General Plan adoption. Place the UGB Ordinance on the ballot at the first election following General Plan adoption.
Resources:	General Fund – staff time

Implementation LU 3-1.b. Land outside the Urban Growth Boundary shall be retained as Conservation Features, except for the Industrial and Asti Exception Areas.

Responsibility:	Community Development Department
Timeframe:	Adopt UGB Ordinance within six months of General Plan adoption. Place the UGB Ordinance on the ballot at the first election following General Plan adoption.
Resources:	General Fund – staff time

Implementation LU 3-1.c. Revise the Sphere of Influence to be coterminous with the Urban Growth Boundary to the north, west, and east of the city and to extend south to include the Rains Creek Water District and the General Plan Study Area to the southeast of the freeway.

Responsibility:	Community Development Department and LAFCO
Timeframe:	One year after General Plan adoption
Resources:	General Fund – staff time

Policy LU 3-2

Hillside areas are generally outside of the proposed Urban Growth Boundary, and any development shall conform to the Urban Growth Boundary requirements. Development shall not be allowed on hillsides outside the UGB, except as provided in General Plan Policy LU 3-1. Development on hillside areas within the UGB shall

be consistent with the Conservation, Design and Open Space Element, to eliminate or minimize visual, access and lighting impacts in hillside areas, particularly in the western hillsides.

Implementation LU 3-2.a. Develop a hillside ordinance for any areas above 400 foot elevation and for properties over 20% slope that are within the Urban Growth Boundary. All development applications submitted prior to the adoption of a Hillside Ordinance shall be required to submit a Grading and Erosion Control Plan which addresses prompt revegetation of disturbed areas, avoidance of grading activities during wet weather, avoidance of drainage corridors and riverbanks, and other erosion control measures to the satisfaction of the City of Cloverdale. Also see Implementation CDO2-1.a

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund – staff time

Implementation LU 3-2.b. Coordinate with Sonoma County to assure that City hillside view policies are communicated and implemented in any County approvals.

Responsibility:	Community Development Department
Timeframe:	Ongoing.
Resources:	General Fund – staff time

Policy LU 3-3

Maintain the compact form and natural setting of Cloverdale by protecting hillsides, protecting land outside the Urban Growth Boundary from urban development, and protecting Prime Farmland, Unique Farmland, and Farmland of Statewide Importance from urban development, with conditions that allow for economic and rational infill growth.

Implementation LU 3-3.a. Land outside the Urban Growth Boundary shall be retained as Conservation Features, except for the Industrial and Asti Exception Areas, which have no farmland of statewide significance. Land shown as Prime Farmland, Unique Farmland, and Farmland of Statewide Importance shall be retained as Conservation Features.

Responsibility:	Community Development Department
Timeframe:	Adopt UGB Ordinance within six months of General Plan adoption. Place the UGB Ordinance on the ballot at the first election following General Plan adoption. Monitor conversion of farmlands in Exhibit 2.6 for compliance with this Policy and Implementation Measure.
Resources:	General Fund – staff time

Implementation LU 3-3b. The City, in coordination with Sonoma County, shall consider implementing a requirement that future development projects adjacent to designated agricultural lands under the Conservation Features designation

will maintain a buffer between the proposed development and agricultural operations. The width of the buffer, the allowable land use activities, and a mechanism for maintenance of the buffer shall be part of any implementing action of the requirement.

Responsibility:	Community Development Department and Sonoma County Permit and Resource Management Department.
Timeframe:	Within one year of General Plan adoption and prior to approval of any development project adjacent to land designated Conservation Features specifically to protect agricultural resources.
Resources:	General Fund – staff time.

Policy LU 3-4

Maintain and expand the tree canopy within and outside the developed areas of the City, including old growth and newly planted trees. Prepare tree protection standards that can be implemented with a tree preservation ordinance.

Implementation LU 3-4.a. Develop a tree-protection ordinance that will identify heritage trees (trees over 23 inches diameter and/or historically significant) and significant trees and tree species (trees over 8 inches diameter).

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund – staff time

Implementation LU 3-4.b. Tree canopy implementation is in the Conservation, Design, and Open Space Element.

Policy LU 3-5

Conserve or preserve historic buildings and the character of the older parts of town using conservation and form based zoning ordinances, while also allowing change of use of the properties where allowed by General Plan land use and density standards.

Implementation LU 3-5.a. Develop zoning standards for the R-2 District around the downtown so that new construction or additions respect the height, design, and configurations of older structures in the area, including encouragement of secondary units and flexibility in parking standards to support development which is consistent with existing neighborhood character.

Responsibility:	Community Development Department
Timeframe:	Within one year of General Plan adoption. Include in LU 1-1.a.
Resources:	General Fund – staff time

Implementation LU 3-5.b. Map areas with properties developed before 1939 and develop conservation-based zoning requirements for alteration of structures built before 1939, as shown on the 1939 Sanborn Maps.

Responsibility:	Community Development Department

Timeframe: Within one year of General Plan adoption. Include in LU 1-1.a.

Resources: General Fund – staff time

Policy LU 3-6

Minimize the impacts of urban lighting by providing adequate light for safety but not creating the glare of an urban area.

Implementation LU 3-6.a. See Urban Lighting Element

Goal LU 4

Maintain the built environment to support the quality of life and the friendly, rural, small town atmosphere.

Policy LU 4-1.

Maintain and improve the design of the built environment. Improve the appearance of entries and approaches to the downtown and the community. Maintain attractive highway frontages, well designed streetscapes and sidewalks.

Implementation LU 4.1.a. Implementation is included in the Design, Conservation, and Open Space Element.

Policy LU 4-2

Protect and enhance views from the Highway 101 corridor.

Implementation LU 4.2.a. Implementation is included in the Design, Conservation, and Open Space Element.

Policy LU 4-3.

Improve the appearance of fast food chains and other formula businesses within the General Plan Study Area.

Implementation LU 4-3.a. Revise the Zoning Ordinance and design standards to minimize the formula appearance of fast food and other chain businesses, including a requirement that such businesses in the downtown will not have exterior formula appearance elements or interior formula design elements readily visible from the street.

Responsibility: Community Development Department

Timeframe: Within one year of General Plan adoption. Include in LU 1-1.a.

Resources: General Fund – staff time

Policy LU 4-4

Encourage elimination of blighted and visually undesirable conditions Citywide to enhance affordable housing, job opportunities, and historical preservation.

Implementation LU 4-4.a. Reconstitute a replacement for the former Cloverdale Pride Committee to contact property owners and encourage improving site appearance.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund – staff time

Implementation LU 4-4.b. Revise the Zoning Ordinance to allow abatement of deteriorated buildings or properties.

Responsibility: Community Development Department
Timeframe: Within one year of General Plan adoption. Include in LU 1-1.a.
Resources: General Fund – staff time

Goal LU 5

Encourage the Cloverdale Unified School District and other educational institutions to identify and provide sites and facilities for a full spectrum of educational opportunities within the City.

Policy LU 5-1

Coordinate site needs analysis with the Cloverdale Unified School District so that sites can be identified for public school needs.

Implementation LU 5-1.a. Identify a future high school site with a minimum of 20 acres, potential for shared facilities, and potential for a larger site when combined with City recreation facilities.

Responsibility: Community Development Department, Cloverdale Unified School District
Timeframe: Based on Cloverdale Unified School District needs.
Resources: General Fund – staff time

Implementation LU 5-1.b. Use school facilities within the existing City limits to provide preschool, elementary, and middle school functions.

Responsibility: Community Development Department, Cloverdale Unified School District
Timeframe: Based on Cloverdale Unified School District needs.
Resources: General Fund – staff time

Implementation LU 5-1.c. Monitor school needs in south Cloverdale to determine if an elementary school site will be needed, preferably within walking distance of housing.

Responsibility: Community Development Department, Cloverdale Unified School District
Timeframe: Based on Cloverdale Unified School District needs.
Resources: General Fund – staff time

Implementation LU 5-1.d. Encourage the Cloverdale Unified School District to prepare a demographics study to determine future school needs within the General Plan time frame. If necessary for implementation, identify ways to provide future school sites.

Responsibility: Community Development Department, Cloverdale Unified School District
Timeframe: Within one year of General Plan adoption.
Resources: Cloverdale Unified School District.

Implementation LU 5-1.e. Encourage educational institutions to open or establish Cloverdale campuses, including college and junior college campuses or satellite programs, private educational and trade schools at all levels, and in-city offices for campuses or programs in County areas near Cloverdale, including co-located resources meeting a variety of educational needs at shared locations.

Responsibility: Community Development Department
Timeframe: Based on opportunities presented.
Resources: General Fund – staff time

Goal LU 6

New development will be coordinated with the provision of infrastructure and public services.

Policy LU 6-1

Ensure adequate water and wastewater capacities or improvements are in place prior to granting approval for new development.

Implementation LU 6-1.a. Continue the annual growth management review which requires infrastructure audits if development exceeds a potential threshold of 200 units per year, and phase development as required in the growth management ordinance if infrastructure is not available.

Responsibility: Community Development Department
Timeframe: Annual Review required
Resources: General Fund – staff time

Implementation LU 6-1.b. Upgrade the City Wastewater Treatment Plan to provide tertiary treatment. Provide plumbing in new development so that tertiary treated water can be distributed for new development, open space, parks, and other uses.

Responsibility: Community Development Department
Timeframe: Sewer feasibility studies within five years. Plumbing feasibility study within two years.
Resources: Capital Improvement Program, Sewer reimbursement funds, development requirements, staff time

Implementation LU 6-1.c. Promote water conservation and encourage water conserving landscaping. Adopt water conservation ordinances and mandatory landscaping ordinances if needed to respond to water supply issues.

Responsibility: City Engineer
Timeframe: Ongoing.
Resources: Staff time

Implementation LU 6-1.d. Maintain a Water Master Plan to evaluate adequacy of water supplies and to provide a framework for timed capital improvements, financing of improvements, and facility expansion.

Responsibility: City Engineer
Timeframe: Ongoing.
Resources: Staff time

Policy LU 6-2

Provide adequate public facilities and services to meet the needs of the community.

Implementation LU 6-2.a. (See implementation LU 6-1.a.)

Policy LU 6-3

Discourage development beyond areas with planned expansions of sewer, water, and road systems. Develop a growth phasing plan that addresses location and timing of development and infrastructure.

Implementation LU 6-3.a. (See implementation LU 6-1.a.)

Policy LU 6-4

Require new development to fund processing costs and necessary infrastructure and services required by such new development.

Implementation LU 6-4.a. Establish and update as necessary cost recovery, development and service fees, and other funding mechanisms (including, but not limited to, creation and operation of assessment and tax districts) so that new development, impacts on, or users of City infrastructure or services (including, but not limited to outside area service users) shall pay for the cost of all necessary City application review and processing, and necessary infrastructure and basic municipal services for such new development, and other new impacts on or users of City infrastructure or services.

Responsibility: Community Development & Engineering Departments
Timeframe: Annual Review required
Resources: General Fund – staff time

Goal LU 7

Encourage jobs and housing nexus, providing housing for workers employed in Cloverdale, in order to reduce commuting, to support local businesses, schools, and activities by providing a base of residents who both live and work in Cloverdale.

Policy LU 7-1

Amend the Housing Element to provide programs encouraging housing for local employees in the development process, including farmworkers, using incentives, inclusionary housing requirements, and housing funds.

Implementation LU 7-1.a. Revise Housing Element.

Responsibility: Community Development Department
Timeframe: Within one year

Resources: General Fund

Implementation LU 7-1.b. Develop programs to support local employee housing, including use of housing funds and agreements with developers.

Responsibility: Community Development Department
Timeframe: Within one year
Resources: General Fund

Goal LU 8

Maintain the Cloverdale Airport and allow only airport-compatible land uses near the airport.

Policy 8-1

Future development and use of the City Airport shall be consistent with the policies and programs as established in the Cloverdale Municipal Airport Master Plan.

Implementation LU 8-1.a. Update the Airport Master Plan to provide for airport expansion and for appropriate rules, safety zones, and potential easements and conditions on future development.

Responsibility: Community Development Department
Timeframe: Airport Master Plan is in preparation
Resources: FAA grants

Goal LU 9

Maintain waste collection and waste management contracts to accommodate needs for household waste and for vigorous and proactive recycling facilities and collection.

Policy 9-1

Maintain waste management contracts and participation in countywide waste disposal facilities to accommodate household waste and to meet or exceed state and countywide recycling goals.

Implementation LU 9-1.a. Encourage the City's waste management franchisee to provide recycling education and outreach programs, recycling containers on public and private locations, and to continually expand the types of materials and composting opportunities in the waste collection process.

Responsibility: City Manager
Timeframe: Ongoing
Resources: City waste management franchise agreements

Implementation LU 9-1.b. Encourage green building, green purchasing practices, waste minimization practices in City purchasing and operation, and green business practices.

Responsibility: Community Development Department & Chamber of Commerce
Timeframe: Ongoing
Resources: General Fund

2.3 General Plan Land Use Categories

RR Rural Residential

This designation is applied to hillside, hilltop, and ridgeline areas, generally defined as areas that are above 400 foot in elevation. Densities are allowed based on "net" acres after deleting "environmentally sensitive lands," defined as lands over 20% slope, lands in required stream or creek setbacks, lands with federal or state listed endangered species, or woodlands.

LDR Low Density Residential

This designation is intended for traditional single family subdivision development, generally with 6,000 square foot lot sizes. It is applied primarily to areas that have been subdivided since 1960.

Medium Density Residential

This designation allows for a variety of development types such as single family attached or detached units, renter/owner opportunities such as duplexes and triplexes, or low density rental units.

High Density Residential

This designation allows high density condominiums or apartments and is intended for areas that have services such as shopping, employment, or transportation, available within a reasonable walking distance.

Office/Residential

This designation promotes a combination of office and moderate-density housing and acts as a transition area between the downtown and adjacent residential areas. Most of the areas with Office/Residential designation are existing residential areas that are expected to remain as residential or transition to mixed office/residential or office use. Most are also in areas identified for a historic conservation approach. The intent of development in Office/Residential areas will be to retain the "residential" appearance, design, and layout consistent with adjoining properties, and allow flexibility in parking, setbacks, and other standards to maintain the residential feel of the area.

Downtown Commercial

This designation creates a center for the City, a focal point that is accessible and provides neighborhood and pedestrian-oriented commercial uses. The intent of the designation is to provide a wide variety of uses, consistent with historic downtown uses, and to encourage residential use above first floor business.

General Commercial

This designation provides for community-serving commercial uses that provide normal household retail items, with easy accessibility and convenience. It is intended for areas outside the downtown such as the Furber Plaza shopping center.

Service Commercial

This designation is intended for heavier commercial uses, including those that are automobile or low impact.

Destination Commercial

This designation is intended to encourage recreation and tourist-commercial uses to serve as a distinctive entry into the City. Primary uses include golf courses, other recreation uses and related amenities, hotels, motels, recreation vehicle campgrounds, bed and breakfasts, parklands, destination resorts, and commercial and light-industrial uses determined to be compatible with recreation and tourist-commercial uses. Secondary uses include residential developments (if associated with a recreational amenity or visitor serving facility), convenience stores, community centers, service stations and art, craft or music schools.

Transit Oriented Development

This designation provides high-density residential and employment destination uses that directly contribute riders for the SMART passenger rail station. The intent of this designation is a community where transit serves wholly or partially as a substitute for automobile use. The designation may also include parklands or limited commercial and retail space directly related to the SMART station, so that convenience needs can be satisfied within walking distance of the station and residents.

General Industry

This designation provides additional employment opportunities in Cloverdale. It is the intent of this designation that industrial uses (light and quasi-heavy) have little environmental effects as possible. The placement of this designation is located away from residential uses and sensitive habitats where possible. Primary uses include light-manufacturing, limited manufacturing, industrial parks, wineries, lumber mills, assembly, warehousing and distribution. Secondary uses include professional office and research and development.

Business Park

This designation provides additional service-oriented employment opportunities in Cloverdale. Primary uses include professional office and research and development. Secondary uses include limited light industry, industrial parks, wineries, warehouses, and nurseries.

Public/Quasi-Public

This designation provides for government-owned facilities, public and private schools, parks and cultural facilities, and quasi-public uses. Residential, commercial and industrial uses are discouraged. This designation is applied City-wide to encompass such facilities as the City sewage and water treatment and distribution facilities, churches, libraries, schools, special care facilities, and the City airport.

Conservation Features

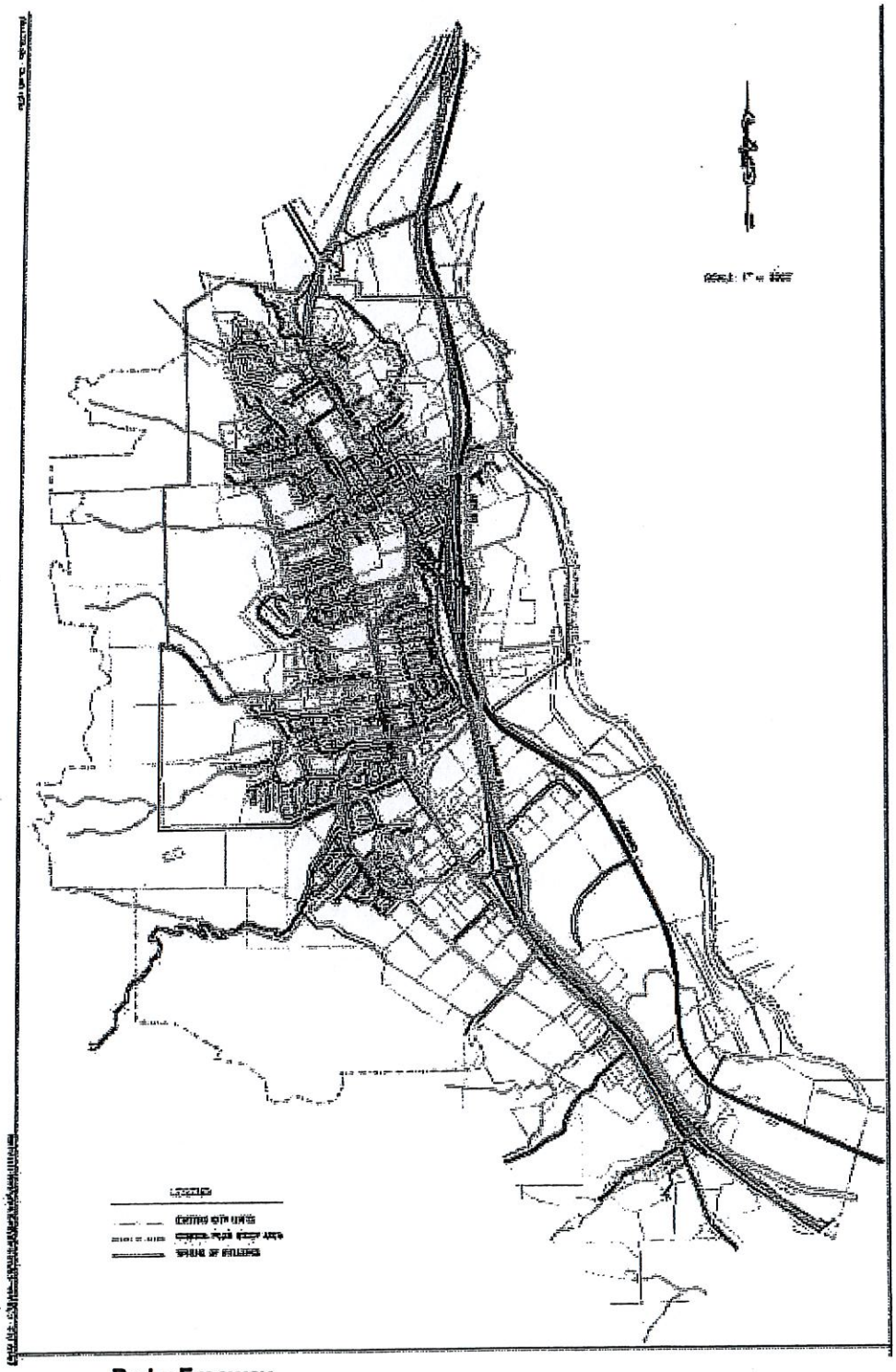
The purpose of this designation is to manage and preserve valuable biological, visual, and agricultural resources in the Cloverdale Planning Area. Primary uses include river/stream-related recreation, open space buffers, and agricultural production. Setbacks

of 50 feet from tributaries are encouraged, and between 300 feet to 1,000 feet around the Russian River.

3.0

CIRCULATION ELEMENT

Exhibit 3.1
STREET CLASSIFICATIONS



Red = Freeway
Green = Arterial
Orange = Collector

3.1 INTRODUCTION

The Circulation Element identifies the guiding principles for moving people and goods within the City and identifies the infrastructure necessary to assure that the transportation network will serve the City at General Plan buildout.

A majority of trips are made by automobile. The Circulation Element identifies the roadway system necessary for automobile traffic by setting levels of service, hierarchy of roads, and areas where road improvements are necessary.

The Circulation Element also identifies alternative travel modes, such as walking, bicycles, bus transit, and rail transit. The alternative transportation is important to reduce pressure on roads, conserve energy, and improve the public health through exercise.

The road system provides many functions in addition to carrying vehicle traffic. It provides open space separating dwelling units and commercial uses. If properly landscaped, streetside landscaping provides location for trees to support the urban forest. If developed with safe pedestrian and bike ways, it serves as a non-motorized transportation corridor, a linear park, and an attractive network for healthy exercise. If properly designed, it provides the background for the community urban design and appearance. Finally, it provides the right of way for most of the City's public utilities infrastructure.

The Circulation Element proposes several policies to support these additional important roadway functions, rather than serving the single purpose of automobile traffic.

The freeway separates the developed areas of Cloverdale from the light rail station. The freeway also blocks pedestrian and bicycle access to the station. A substantial commitment to encourage development near the station and other ways to expand light rail use will be necessary to bring frequent headway (number of trips) to Cloverdale.

3.2 GOALS, POLICIES, AND PROGRAMS

Goal CE 1

Develop and maintain a balanced vehicular and non-vehicular transportation system to meet the mobility needs consistent with General Plan land use goals and policies. Provide a balance of land uses within the General Plan Study Area for housing, jobs, economic development, recreation, and destination commercial uses.

Policy CE 1-1

Develop and maintain the Circulation Plan network of freeway/highways, arterials, collectors, and local streets. The proposed streets should be designed to serve the functions they are intended to serve, with adequate capacity and safety.

Implementation CE 1-1.a. Design, construct, upgrade, and maintain the automobile and pedestrian circulation system according to the functions they are intended to serve, as shown in Exhibit 3-1 and the trails systems in Exhibit 5.1 (Parks and Recreation Element).

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing

Resources: Capital Improvement Program, project approvals, development impact fees.

Implementation CE 1-1.b. Upgrade and maintain the existing circulation network through the Capital Improvement Program and Development Impact Fees.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: Capital Improvement Program, project approvals, street improvement fund

Implementation CE 1-1.c. Coordinate with the County of Sonoma in addressing regional transportation issues.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: Countywide Transportation Development Act Funding. Congestion Management Plan, SMART Passenger Rail Authority

Implementation CE 1-1.d. Provide funding to repair streets that are seriously deteriorated and sidewalks that are in poor repair.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: Capital Improvement Program, project approvals, street improvement fund

Implementation CE 1-1.e. Truck routes shall be established to minimize noise impacts on residential areas. Construction truck routes shall be specified to minimize noise impacts.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: Capital Improvement Program, project approvals, street improvement fund

Policy CE 1-2

Plan and reserve in advance of development, the street alignments and building setbacks necessary to handle anticipated future growth and traffic requirements.

Implementation CE 1-2.a. Develop and adopt plan lines, if needed, for arterial and collector streets shown in Exhibit 3.1. Place plan lines in the Zoning Ordinance, and require setbacks to be measured from adopted plan lines.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund

Implementation CE 1-2.b. Require new development and expansions of existing development to provide necessary street improvements for the demand they generate.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund

Implementation CE 1-2.c. Develop and maintain an up to date comprehensive street improvement fee for new development to finance General Plan roadway improvements necessary to serve the City at General Plan buildout.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund

Policy CE 1-3

Design street systems in residential areas to minimize through traffic, to encourage internal movement by bicycling and walking, to provide safer and quieter neighborhoods, to minimize vehicular conflicts at intersections and to ensure that the impact of recreational traffic on local residents is minimized.

Implementation CE 1-3.a. Do not use back-on treatment at the expense of good site planning.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund

Implementation CE 1-3.b. Identify and provide directional signs to recreational uses that maximize use of arterial and collector streets and minimize or eliminate traffic through residential areas.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund

Goal CE 2

Maintain a satisfactory Level of Service (LOS) for automobile traffic.

Policy CE 2-1

The City shall strive to maintain mid-Level of Service (LOS) D operation during the weekday morning and evening peak periods at intersections of an arterial street with either another arterial or a collector street and intersections of two collector streets. For public safety, signalization warrants shall be evaluated using CALTRANS standards, which are typically based on LOS C. For projected future conditions the LOS is to be calculated using the average traffic demand over the highest 60-minute period. For all types of control the Level of Service standard is to be applied to the average intersection delay, and not that for any single movement or approach. Exceptions to meeting this standard include:

- Stop-controlled minor street approaches to either collector or arterial streets;

- Locations where the City Engineer deems improvement to be technically, financially, or environmentally infeasible;

- Locations where improvements are needed to meet LOS standards but are not warranted based on volumes;

- Conditions where the improvement would result in significant adverse impacts to other travel modes, including walking, bicycling, or transit; or

- Locations where attainment would cause loss of the unique character of the downtown, identified historic resources or neighborhood character, distinctive tree canopy, or distinctive watercourses.

Implementation CE 2.1.a. Evaluate traffic impacts from major developments for consistency with LOS standards.

Responsibility:	Community Development and Engineering Departments
Timeframe:	Ongoing. Require traffic reports with major development proposals
Resources:	General Fund

Implementation CE 2.1.b. Configure Cloverdale Boulevard between Citrus Fair Drive and Healdsburg Ave. and between Brookside Drive and Del Webb Drive with five traffic lanes. Signalize the Healdsburg Ave. Cloverdale Boulevard and Treadway Drive Cloverdale Boulevard Intersections.

Responsibility:	City Engineer
Timeframe:	With adjoining development and when signal warrants are met
Resources:	Developer fees and street funds.

Implementation CE 2.1.c. Configure the south interchange with roundabouts to accommodate traffic levels related to the overcrossing, offramps, and Asti Road and South Cloverdale Boulevard to achieve LOS D. Alternative designs may be considered if LOS D can be achieved by those designs.

Responsibility:	City Engineer
Timeframe:	With adjoining development and when signal warrants are met
Resources:	Developer fees and street funds.

Policy CE 2-2

Create a "country road" appearance for Cloverdale Boulevard, First Street east of the freeway, and Asti Road where possible, including narrow pavement shade trees adjoining travel lanes, parking only where necessary, and protected bicycle and pedestrian ways, including trails instead of sidewalks and on-street bike lanes where possible.

Implementation CE 2-2.a. Prepare design plans for Cloverdale Boulevard, First Street east of the freeway, and Asti Road prior to major improvements to those roads.

Responsibility:	Community Development and Engineering Department
Timeframe:	Prior to major improvements
Resources:	General Fund, street funds, developer contributions.

Goal CE 3

Promote bicycle use and walking as an alternative to automobile traffic and for community health and enjoyment.

Policy CE 3-1

Provide an extensive network of pedestrian and bicycle pathways to support community health and provide safe alternatives to automobile use.

Implementation CE 3-1.a. Implement programs for bicycle and pedestrian trails in the Parks and Recreation Element.

Implementation CE 3-1.b. Maintain an up-to-date bikeways plan in conjunction with the Sonoma County Transit Agency Countywide bikeways plan.

Responsibility:	Community Development and Engineering Department
Timeframe:	Ongoing
Resources:	General Fund

Implementation CE 3-1.c. Integrate bicycle and pedestrian routes with transit stops.

Responsibility:	Community Development and Engineering Department
Timeframe:	Ongoing
Resources:	Include integration with public works projects and planning permit approvals.

Policy CE 3-2

Provide continuous sidewalks or pedestrian ways along all streets. Maintain sidewalks in good repair. Integrate sidewalks and the pedestrian trails network in the Recreation and Open Space Element.

Implementation CE 3-2.a. Explore a program to fund sidewalk improvement or installation where no sidewalks exist, including sharing of costs with property owners, loans payable at time of sale, etc.

Responsibility:	Community Development and Engineering Department
Timeframe:	Ongoing
Resources:	General Fund. Sidewalk improvement funds.

Implementation CE 3-2.b. Identify major pedestrian routes and, where they adjoin streets, prepare roadway sections that encourage pedestrian use.

Responsibility:	Community Development and Engineering Department
Timeframe:	Prior to major street improvements

Resources: General Fund. Repair and install with public works projects and planning permit approvals.

Implementation CE 3-2.c. Repair or install sidewalks or pedestrian ways on all streets in conjunction with public works and private development projects.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing, with public works projects and planning permit approvals
Resources: General Fund. Repair and install with public works projects and planning permit approvals.

Implementation CE 3-2.d. Where possible, use traditional sidewalk design with a planter strip between the curb and sidewalk.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing, with public works projects and planning permit approvals
Resources: Development approvals.

Policy CE 3-3

Provide trees or other shade sources along pedestrian routes. Where street widening would remove substantial shade trees, investigate alternative roadway configurations that would preserve the shade trees.

Implementation CE 3-3.a. Explore a program to fund sidewalk improvement or installation where no sidewalks exist, including sharing of costs with property owners, loans payable at time of sale, etc.

Responsibility: Community Development and Engineering Department
Timeframe: Ongoing
Resources: General Fund. Sidewalk improvement funds.

Goal CE 4

Promote transit service and use to serve Cloverdale land use goals.

Policy CE 4-1

Participate in efforts to establish passenger rail service on the SMART right of way.

Implementation CE 4-1.a. Encourage passage of rail bonds and develop appropriate land uses that will support rail ridership.

Responsibility: Community Development and Engineering Department
Timeframe: At City initiation or by potential developers prior to development in the Transit Oriented Development area.
Resources: General Fund, transit planning funds, or developer preparation.

Implementation CE 4-1.b. Develop designs for Citrus Fair Drive and Asti Road (south interchange to First Street) to serve as attractive access routes to the light rail station. Elements include traffic calming, shaded pedestrian walkways, protected bicycle lanes, and small convenience commercial near the station.

Responsibility:	Community Development and Engineering Department
Timeframe:	At City initiation or by potential developers prior to development in the Transit Oriented Development area.
Resources:	General Fund, transit planning funds, or developer preparation.

Policy CE 4-2

Develop a Plan around the Cloverdale passenger rail station in order to coordinate pedestrian access with the downtown, provide a source of transit riders within a half-mile radius of the station, and establish destination uses to attract transit riders to Cloverdale.

Implementation CE 4-2.a. Initiate a Station Area Precise Plan prior to development of major properties within a half mile of the Cloverdale passenger rail station.

Responsibility:	Community Development and Engineering Department
Timeframe:	The Station Area Precise Plan Grant has been approved by MTC. Completion is expected in 2009.
Resources:	General Fund, transit planning funds, or developer preparation.

Policy CE 4-3

Support bus service locally, countywide, and beyond county borders.

Implementation CE 4-3.a. Maintain and encourage use of the Cloverdale City bus by maintaining schedules that serve the community and by use of distinctive vehicles to bring visibility to the service.

Responsibility:	Community Development and Engineering Department
Timeframe:	Maintain schedules on an ongoing basis. Consider distinctive vehicle design when acquiring new buses.
Resources:	County transit funding.

Policy CE 4-4

Encourage ridesharing to reduce commute trips.

Implementation CE 4-4.a. Coordinate with regional ridesharing plans.

Responsibility:	Community Development and Engineering Department
Timeframe:	Ongoing.
Resources:	General Fund.

3.3 HIGHWAY PLAN CONCEPTS

FUNCTIONAL CLASSIFICATIONS

Category	Function	Types of Standards
Freeway	Carry interurban, regional and interstate traffic	Number of travel lanes, controlled access, divided by median or barriers, grade-separated interchanges.
Arterial	Carry large traffic volumes over long distances	Number of travel lanes, spacing signalization, parking restrictions, right-of-way width, roadway width
Collector	Carry local area traffic to the arterial system	Number of travel lanes, signalization, right-of-way width, roadway width
Local Road	Provide access to property; carry local traffic	Number of travel lanes, right-of-way width

HIGHWAY PLAN CONCEPTS

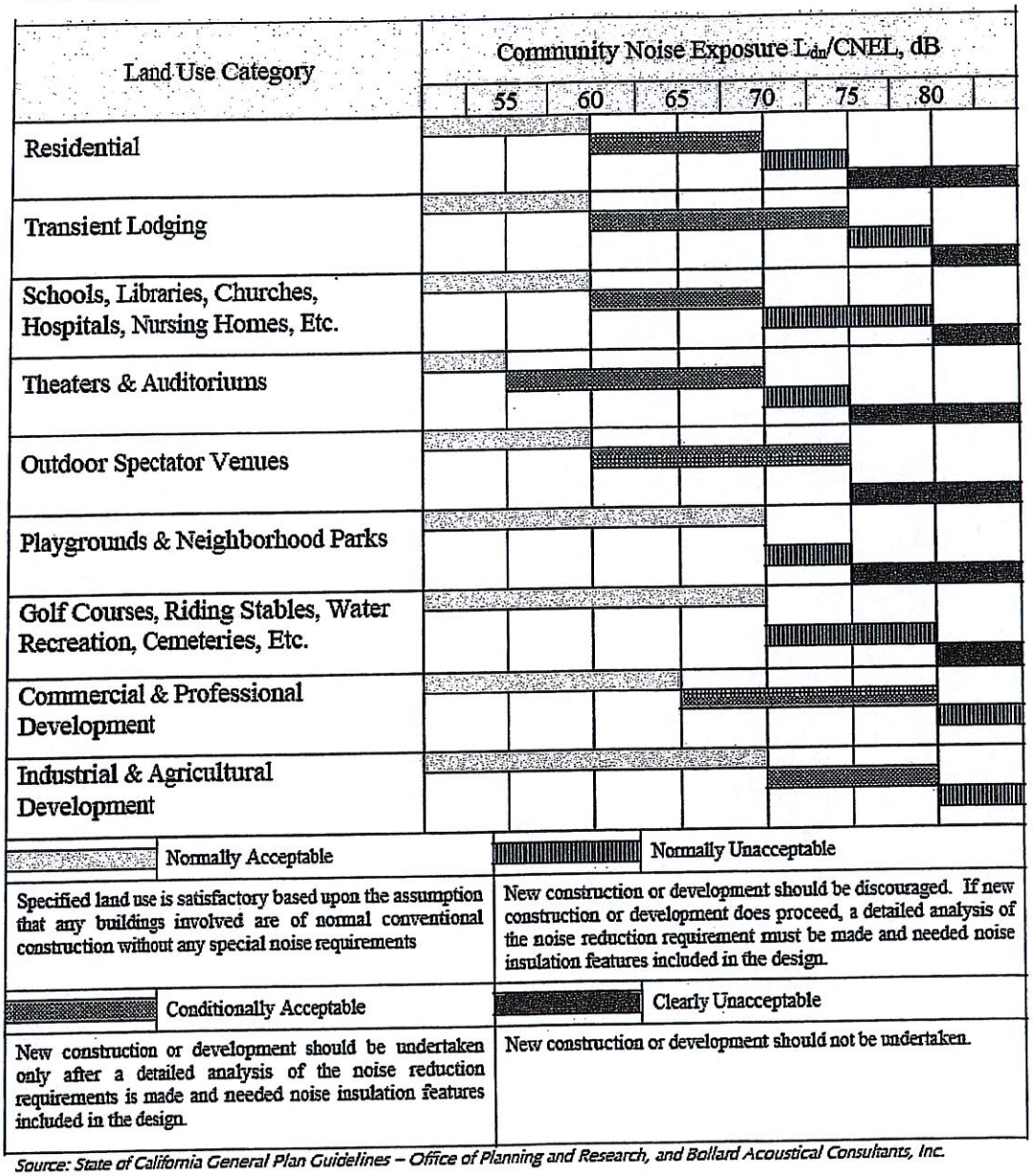
LEVEL OF SERVICE (LOS

Level	Traffic Condition
LOS "A"	•Free flow conditions •Low volumes •High operating speed •Uninterrupted flow •No restriction on maneuverability •Drivers maintain desired speeds •Little or no delays
LOS "B"	•Stable flow condition •Operating speeds beginning to be restricted
LOS "C"	•Stable flow but speed and maneuverability restricted by higher traffic volumes •Satisfactory operating speed for urban conditions •Delays at signals
LOS "D"	•Approaching unstable flow •Low speeds •Major delays at signals •Little freedom to maneuver
LOS "E"	•Lower operating speeds •Volume at or near capacity •Unstable flow •Major delays and stoppages
LOS "F"	•Forced flow conditions •Low speeds •Volumes below capacity, may be zero •Stoppages for long periods because of downstream congestion

4.0

NOISE ELEMENT

Exhibit 4.1 LAND USE AND NOISE COMPATIBILITY STANDARDS – EXTERIOR



Source: State of California General Plan Guidelines – Office of Planning and Research, and Bollard Acoustical Consultants, Inc.

Exhibit 4.2 LAND USE AND NOISE COMPATIBILITY STANDARDS – INTERIOR

Land Use Category		L_{dn}/CNEL, dB
Category	Use	Interior[1]
Residential	Single-Family, Duplex, Multi-Family	45[2]
	Mobile Home	45[2]
Commercial Industrial Institutional	Hotel, Motel, Transient Lodging	45
	Commercial Retail, Bank, Restaurant	50
	Office, Research and Development	45
	Amphitheater, Concert Hall, Meeting Hall	45
	Gymnasium (MP Room)	50
	Sports Club	55
	Manufacturing, Warehouse, Wholesale, Utility	50
	Movie Theater or Theater	35
Institutional	Hospital, School (Classroom)	45
	Church, Library	40
Open Space	Park	NA

[1] *All indoor environments excluding bathrooms, toilets, closets, and corridors.*
[2] *Noise level required with exterior windows and doors closed.*

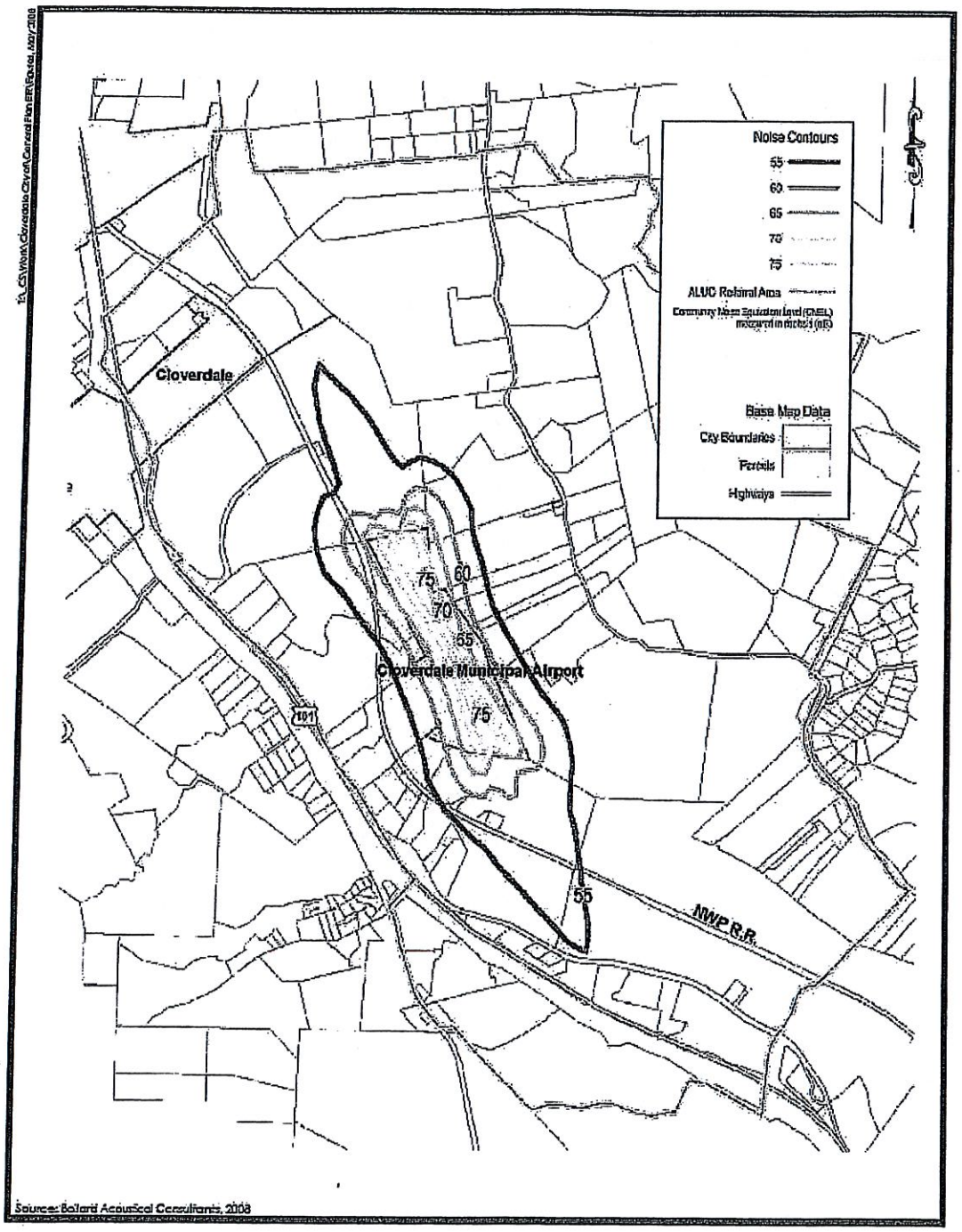
Exhibit 4.3 TRAFFIC NOISE PREDICTION AT GENERAL PLAN BUILDOUT

SUMMARY OF FHWA-RD-77-108 HIGHWAY TRAFFIC NOISE PREDICTION ANALYSIS
CITY OF CLOVERDALE GENERAL PLAN UPDATE EIR – BUILDOUT CONDITION

Roadway	Segment	ADT	L_{dn} @ 100 ft.	Distance to 70 dB L_{dn} (ft.)	Distance to 65 dB L_{dn} (ft.)	Distance to 60 dB L_{dn} (ft.)
Cloverdale Blvd.	North of Third St.	7,235	62	28	60	129
	Third St. to First St.	9,615	63	33	72	155
	First St. to Lake St.	12,860	64	41	88	189
	Lake St. to Citrus Fair Blvd.	15,155	65	45	98	211
	Citrus Fair Blvd. to Healdsburg	15,590	65	46	100	215
	Healdsburg Ave. to Franklin St.	11,125	64	37	80	171
	Franklin St. to Cherry Creek Rd.	12,250	64	39	85	183
	Cherry Creek Rd. to Brookside Dr.	10,395	63	35	76	164
	Brookside Dr. to Del Webb Dr.	10,920	63	36	79	169
	Del Webb Dr. to Elbridge Ave.	13,680	64	42	91	197
	Elbridge Ave. to Treadway Blvd.	13,170	64	41	89	192
	Treadway Blvd. to S Interchange	14,730	65	45	96	207
Third St.	West of Cloverdale Blvd.	2,000	52	6	14	29
	East of Cloverdale Blvd.	1,020	49	4	9	19
First St.	West of Cloverdale Blvd.	3,775	55	10	21	44
	East of Cloverdale Blvd.	5,000	56	12	25	54
Lake St.	East of Cloverdale Blvd.	3,000	54	8	18	38
Citrus Fair Blvd.	West of Cloverdale Blvd.	2,945	54	8	17	38
	East of Cloverdale Blvd.	11,530	60	20	43	94
Healdsburg Ave.	West of Cloverdale Blvd.	4,185	55	10	22	48
	East of Cloverdale Blvd.	1,100	49	4	9	20
Franklin St.	North of Cloverdale Blvd.	2,415	53	7	15	33
Cherry Creek	West of Cloverdale Blvd.	1,845	52	6	13	28
	East of Cloverdale Blvd.	85	38	1	2	4
Brookside Dr.	West of Cloverdale Blvd.	1,090	49	4	9	19
	East of Cloverdale Blvd.	1,595	51	5	12	25
Del Webb Dr.	West of Cloverdale Blvd.	985	49	4	8	18
	East of Cloverdale Blvd.	570	47	3	6	13
Elbridge Ave.	West of Cloverdale Blvd.	1,650	51	6	12	26
Treadway Blvd.	West of Cloverdale Blvd.	4,230	55	10	22	48

Sources: Bollard Acoustical Consultants, Inc. (BAC) and Whitlock & Weinberger Transportation, Inc. (W-Trans)

Exhibit 4.4 CLOVERDALE MUNICIPAL AIRPORT NOISE CONTOURS 2025



Source: Bollard Acoustical Consultants, 2008

4.1 INTRODUCTION

The purpose of the Noise Element is to identify and reduce noise impacts on the community, to protect residents, employees, and visitors from harmful effects of exposure to excess noise, to protect the economic base of the City by preventing encroachment of noise sensitive land uses into areas with existing noise producing businesses and uses, to provide flexibility for development of infill properties where elevated noise levels exist, and to provide the information necessary to address noise issues in existing and future land use planning and project review process.

The main tools in implementing noise goals are:

- The acceptable noise levels chart (Exhibits 4-1 and 4.2) which show acceptable and maximum acceptable noise levels for various existing and potential land uses shown on the General Plan land use map.
- Predicted noise level charts (Exhibits 4.3 and 4.4) which show predicted noise levels from various land uses, transportation corridors, and the airport.
- Evaluating the potential impact of existing and future noise generation from anticipated land uses and transportation corridors with the maximum noise levels acceptable to sensitive receptors, such as housing, schools, hospitals, etc.
- Requiring that either the generator control noise or that the receptor have additional sound insulation to achieve the acceptable noise levels.

Traffic is one of the main sources of noise in a community, and the typical mitigation for traffic is construction of sound walls. Sound walls in Cloverdale have been constructed with berms and attractive materials; however, the walls have often blocked views of Cloverdale's distinctive hillside setting. Future consideration of noise impacts should evaluate both visual goals and exterior noise reduction. Where visual goals would be compromised, higher exterior noise levels may be acceptable, but buildings should use noise reduction assemblies to meet the interior noise standards of Exhibit 4-1.

The Noise Element recognizes that the California Building Code requires new construction to assure maximum noise levels within a residential building and provides information that would assist in meeting the California Building Code noise standards.

4.2 GOALS, POLICIES, AND PROGRAMS

Goal NE 1

Maintain a quiet community by reducing existing noise problems and assuring that noise is not intrusive to people inside and outside of buildings with noise policies that identify and reduce noise impacts on the community, protect residents, employees, and visitors from harmful effects of exposure to excess noise, protect the economic base of the City by preventing encroachment of noise sensitive land uses into areas with existing noise producing businesses and uses, provide flexibility for development of infill properties where elevated noise levels exist, and provide the information necessary to address noise issues in existing and future land use planning and project review process.

Policy NE 1-1 Acceptable interior noise levels within Cloverdale shall be as shown in Exhibit 4.2. All new developments shall be constructed to meet the interior noise levels shown in Exhibit 4.2 after a review of existing and potential future noise generation by allowable land uses and transportation corridors.

Implementation NE 1-1.a. Require all new developments to meet interior noise levels shown in Exhibit 4.2.

Responsibility: Community Development Department
Timeframe: Ongoing for all development applications
Resources: Application processing and building permits

Implementation NE 1-1.b. All new developments near undeveloped properties which are expected to generate high noise levels in the future (parks, schools play yards, streets, freeways, rail lines, airports, etc.) shall be constructed to meet interior noise levels shown in Exhibit 4.2, based on anticipated noise levels from adjoining uses.

Responsibility: Community Development Department
Timeframe: Ongoing for all development applications
Resources: Application Fees

Implementation NE 1-1.c. Require noise studies and noise mitigation for projects in areas where noise levels identified in Exhibits 4.3 and 4.4exceed allowable limits in Exhibits 4.1 or 4.2.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Implementation NE 1-1.d. Multi-family, townhouse, mixed use, and condominium projects shall use unit separation partitions and assemblies that guarantee interior noise levels within the residential units shall be less than the minimum in Exhibit 4.2.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy NE 1-2 Acceptable exterior noise levels are shown in Exhibit 4-1 and shall be met by new development, except school playgrounds during daytime use. Where noise mitigation measures are required to satisfy the noise level standards of this element, emphasis shall be placed on use of setbacks and site design to the extent feasible prior to consideration of noise barriers. Where structures such as sound walls are proposed for noise attenuation, they will be evaluated in the context of community appearance goals. Interior noise levels will still be required to meet Policy NE1-1 even if a lower standard is allowed for exterior noise levels based on this policy for appearance of sound walls.

Implementation NE 1-2.a. All new development or construction projects that create exterior noise impacts in excess of levels shown in Table 4.1 (based on

current or anticipated land uses) shall provide mitigation at the affected property line to meet the exterior noise standards.

Responsibility: Community Development Department
Timeframe: Ongoing for all development applications
Resources: Application Fees

Implementation NE 1-2.b. Where physical noise barriers are constructed to minimize noise, landscaped berms or a combination of landscaped berms and walls should be used, and visible landscape elements and trees should be installed on both sides of the berm and/or wall to provide foreground and background screening.

Responsibility: Community Development Department
Timeframe: Ongoing for all development applications
Resources: Application Fees

Policy NE 1-3 Noise from stationary sources such as music, machinery and pumps, air conditioners, shall be contained on the generating site and shall not exceed the standards of Exhibit 4.1 for the generating and receiving site at the property line.

Implementation NE 1-3.a. Place noise standards in the Zoning Ordinance or Municipal Code.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy NE 1-4 Mitigate construction noise in project review, environmental review process, and construction inspection process.

Implementation NE 1-4.a. Review projects using standards in Exhibit 4.1, place appropriate conditions of approval, and follow conditions in the construction inspection process.

Responsibility: Community Development and Building Inspection
Timeframe: Ongoing
Resources: Application and development fees

Policy NE 1-5 Mitigate potential transportation noise, including high traffic streets and truck routes, through proper design of street circulation, coordination of routing, and other traffic control measures.

Implementation NE 1-5.a. Review street proposals with a goal of providing noise mitigation, in addition to traffic considerations.

Responsibility: Engineering Department
Timeframe: Ongoing
Resources: General Fund and application fees

Implementation NE 1-5.b. Establish truck and construction haul routes to minimize impacts on noise impacts.

Responsibility: Engineering Department

Timeframe: Ongoing
Resources: General Fund and application fees

Implementation NE 1-5.c. In addition to the above policies and implementation measures, a noise analysis shall be prepared and mitigation measures developed for construction of new roadways or railways or for capacity enhancing roadway or railway improvements exceed the "significant increase" levels in the following table.

Pre-Project Noise Environment (L_{dn})	Significant Increase
Less than 60 dB	5+ dB
60 - 65 dB	3+ dB
Greater than 65 dB	1.5+ dB

Responsibility: Engineering Department
Timeframe: Ongoing
Resources: General Fund and application fees

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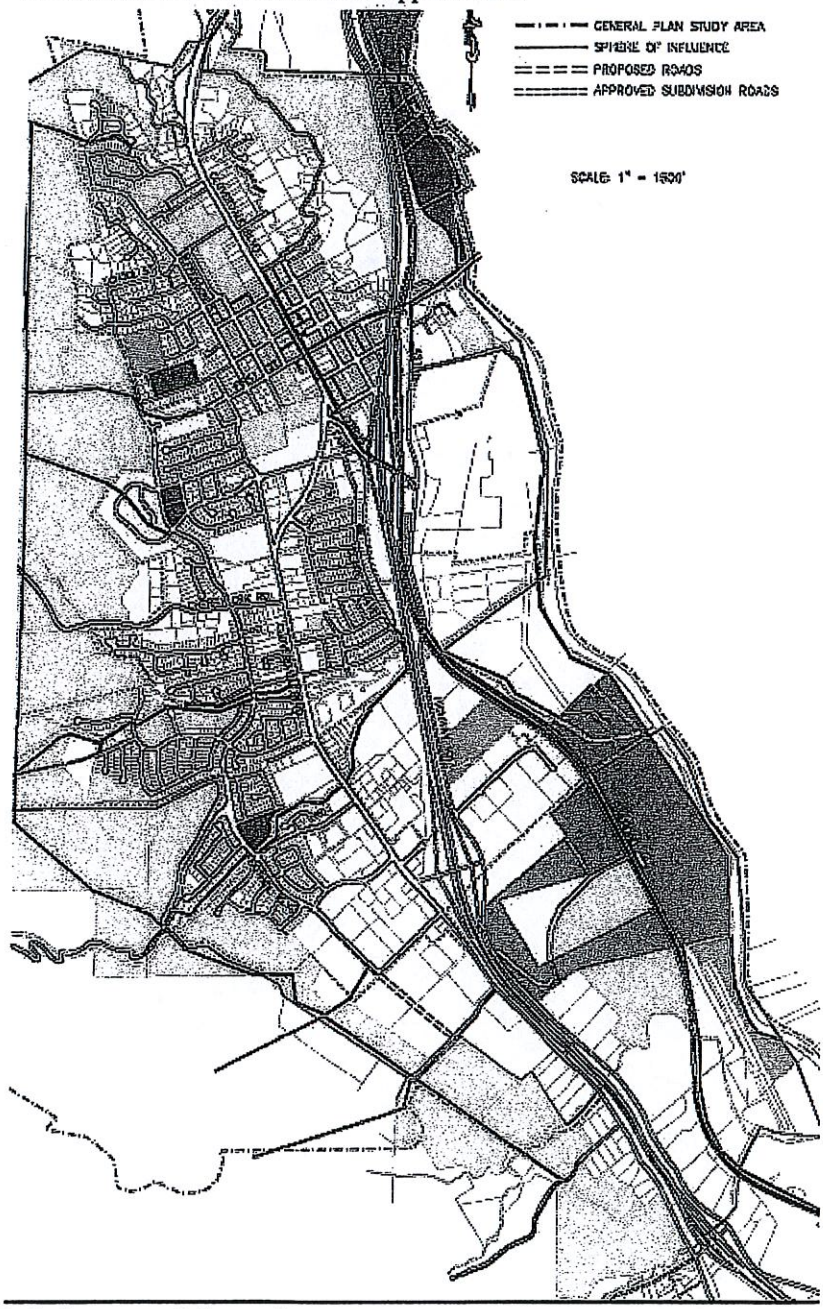
5.0

PARKS AND RECREATION ELEMENT

Exhibit 5.1 Parks and Recreation Opportunities



Dark Green = existing parks
Light Green = added park sites proposed in the 1993 General Plan
Red = existing trails and trails under active discussion
Yellow = schools, quasi-public, and private meeting halls
Aqua = hillside open space existing & potential
Olive = Proposed Alexander Valley Resort Recreation/Open Space Area

Table 5.1, Existing and Proposed Park and Recreation Facilities

Park or Recreation Facility	Type	Acres	Children's Play Equipment	Sport Fields	Court Games	Indoor Active Recreation (Gy	Swimming Pool	Outdoor Open Space Recreati	Passive or Visual Open Space	Camping	Pedestrian Trails	Indoor meeting space	Theater	Museum	Water Features	Other (see footnotes)
Existing City Parks																
City Park	Community	7.4 acres	X	X	X							X				
Tarman Park	Neighborhood	0.5 acres	X													
Furber Park	Community	6 acres	X	X							X					
Downtown Plaza	Community Cntr	0.4 acres											X		O	
Senior Center	Community Cntr	0.4 acres										X				X1
Cloverdale River Park	Open Space	68.5 acres						X	X		X				O	O2
Brookside Mini Park	Neighborhood	0.2 acres														
Vintage Meadows (new)	Neighborhood	3.5 acres	X		X											
Porterfield Creek walking trail	Open Space	10 acres									X					
Clover Springs Phs 1A&B	Open Space	5.6 acres						X								
Clover Springs Phs 2B&C (passive)	Open Space	9.62 acres							X							
Proposed City Parks																
City Park expansion (Angell all or part)	Community	25 acres														
Tarman Park CALTRANS Property	Community															
Landmark Visitor Park	Specialty	1 acres														O3
Skate Park	Specialty	Not Specified														O4
Old City Dump Asti Road (1993 GP)		3.3 acres														O5
Airport (1993 GP)	Community										O					
South Cloverdale Community Park	Community															
Existing Nonprofit Facilities																
Jefferson School grounds	Community	2 acres	X	X	X							X	X			
Washington School grounds	Community	3 acres	X	X	X	X						X	X			
Cloverdale high School grounds	Community	5 acres		X	X	X						X	X			
Cloverdale Library	Community Cntr	0.9 acres										X				X1
Cloverdale History Museum	Community Cntr	0.1 acres												X		
Cloverdale Citrus Fair	Community Cntr	6.7 acres				X						X	X			
Boys and Girls Club	Community Cntr	1.5 acres	X		X	X						X				
Veterans hall	Community Cntr	1.4 acres					X					X				
Cloverdale Grange	Community Cntr	0.2 acres										X	X			X7
Potential Nonprofit Facilities																
Cloverdale Citrus Fair Relocation	Community Cntr															X8
Existing Private Facilities																
Clover Springs Fire Creek Lodge	Community Cntr	1.9 acres			X	X	X					X				
Clover Springs Open Space	Open Space	3 acres						X		X						X9
Muscat Creek Trail	Open Space	6 acres														
Jefferson Springs walking trail	Open Space	2 acres														
Clover Cinemas	Community Cntr	n.a.										X				
Potential Private Facilities																
Alexander Valley Resort Golf Course	Community	217 acres								O						O10
Hillside Open Space	Open Space							O		O						
Existing Regional Parks																
Cloverdale River Park (see city parks)	Open Space															
Yorty Creek Recreation Area	Open Space													X		
Warm Springs Dam	Open Space													X		
Potential Regional Parks																
Hillside Open Space (Open Space) District)	Open Space						O	O		O						
Bouchet's	Open Space															

Footnotes
X = Existing Facilities
O = Proposed Facilities

1. Senior Center includes a kitchen
2. River Park. Investigate improve access to the River, with sand beach and tables and benches at beach
3. Landmark Visitor Park. Provide feature or visitor center as an identifiable entrance or local point from highway 101
4. No location specified
5. Asti Road. No park purpose has been specified.
6. High School includes sports fields and gymnasiums that can accommodate larger audiences.
7. Cloverdale Grange has a kitchen.
8. No location specified. Citrus Fair has discussed relocation in the past.
9. Clover Springs open space includes a history park.
10. Alexander Valley Resort may include a private golf course and clubhouse facility.

5.1 INTRODUCTION

The purpose of the Park and Recreation Element is to identify existing park and recreational facilities, determine park and recreational needs, and provide the framework for future park and recreational decisions within the City of Cloverdale.

The Parks and Recreation Element uses a broad interpretation of recreation activities, including children's play, organized sports, water activities, walking, camping, arts, theater, museums, etc. The Element also uses a broad interpretation of park and recreation facilities as being the places where these broad range of recreation activities take place. Given the resource limits of the City and other agencies that provide recreation activities and/or space, the Element emphasizes full use of existing facilities, whether owned by the City, School District, other government agencies, nonprofit groups, or private ownership, and the potential for shared use agreements, in order to maximize the services that each facility provides for Cloverdale residents.

The Element also identifies park and recreation opportunities in close proximity to the City, which can be used by residents. Regional open space and recreation facilities like Yorty Creek and Warm Springs Dam provide opportunities that could not be duplicated within or by the City.

5.2 GOALS, POLICIES, AND PROGRAMS

Goal PR 1

Maintain, expand, or support potential Parks and Recreation Facilities to serve Cloverdale residents and visitors as shown in Table 5.1.

Policy PR 1-1 Establish an ad hoc parks and recreation committee to review existing and proposed park facilities and uses, including programs to cooperatively use nonprofit and private parks and recreation facilities for general use, with the charge to: inventory facilities available to the community, pursue shared use agreements to increase community accessibility and decrease overall costs to the community of providing facilities, and use existing facilities where possible prior to building new facilities.

Implementation PR 1-1.a. Establish and staff the committee as described.

Responsibility:	City Council to appoint and Community Development Department to staff.
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund

Policy PR 1-2 Provide five acres of City-owned park and recreation land per 1,000 residents

Implementation PR 1-2.a. Provide parklands as determined by the ad hoc committee.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	Parkland dedication fees and land dedications

Policy PR 1-3 Investigate potential acquisition of parklands through purchase, dedication, or transfer from other agencies as follows: investigate purchase or parkland dedication for part or all of the Angeli Vineyard site as an addition to City Park; investigate purchase of a new community park site in the south industrial area; pursue acquisition of the CALTRANS land to the east of Tarman Park; investigate acquisition of the land south of the SMART station for a Landmark Visitor Park.

Implementation PR 1-3.a. Investigate acquisition as determined by the ad hoc committee.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Parkland dedication funds and land dedications

Policy PR 1-4 Provide hillside open areas and trails on sites and trails shown in Exhibit 5.1 in planning permit approvals (see also Land Use Element and Open Space Element)

Implementation PR 1-4.a. Where planning permits are issued for properties with hillside areas and land below the 400 foot elevation, provide development opportunities below the 400 foot elevation and provide for open space and trails on hillside areas above the 400 foot elevation.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Application processing.

Policy PR 1-5 Pursue pedestrian trails, bicycle trails, and combined pedestrian/bicycle trails with a goal of providing linked and "looped" trail systems in planning permit approvals (see also Land Use Element and Open Space Element) on sites and trails shown in Exhibit 5-1.

Implementation PR 1-5.a. Where planning permits are issued for properties with hillside areas and land below the 400 foot elevation, provide development opportunities below the 400 foot elevation and provide for open space and trails on hillside areas above 400 foot elevation. Where appropriate, require or accept dedication of parklands, open space, and trails, including private maintenance and funding.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Application processing.

Implementation PR 1-5.b. Investigate City purchase of property or easements to fill gaps in the trails system.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Parkland dedication fees.

Policy PR 1-6 Provide assistance to the Cloverdale Citrus Fair to improve the existing facility for community use if they desire to stay and for relocation if they desire to move to another location.

Implementation PR 1-6.a. Coordinate with the Citrus Fair and provide assistance to the Citrus Fair using resources available to the City, such as Redevelopment Funding and land use flexibility.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	Redevelopment funding and planning policies.

Policy PR 1-7 Participate with Sonoma County, Cloverdale Unified School District, other government nonprofit agencies, and private property owners, or other project sponsors if opportunities become available to establish recreational facilities or uses that promote the shared goals of the City.

Implementation PR 1-7.a. Encourage coordination with the Sonoma County Parks Department and Open Space District for provision of Regional Parks and Regional Open Space that benefits Cloverdale residents.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund.

Implementation PR 1-7.b. Encourage use of City resources to coordinate with other agencies, if the coordination achieves a City parks or recreation goal and uses City resources more effectively than stand alone parks or recreation programs.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund, City staff resources.

5.3 Existing Parkland Acreage

Park type	Existing City Parks	Total acres	Needed for 12,000 population	Additional acreage needed by 2025
Neighborhood Park.s	Tarman Park 0.5 ac Vintage Meadows 3.5 ac. Brookside Mini Park0.2 ac.	4.2		
Community Parks	City Park 7.4 ac. Furber Park 6.0 ac.	13.4		
Active Open Space	River Park 10.3 ac. Porterfield Ck 10.0 ac. Clover Springs 5.6 ac.	25.9		
Community Center/Administrative 0.3 acres/1,000	Downtown Plaza 0.4 ac Senior Center 0.4 ac.	0.8		
Total 5 acres per 1,000 population		44.3	60 acres	15.7 acres
Open Space Recreation 1.5 acres/1,000 population	River Park 58.2 passive ac. (includes County land)	58.2	No standard established	

5.3 Definitions

Parkland types

Neighborhood Park: High priority is placed on servicing the preschool age children and families. Facilities should include children's play equipment, seating and shade for adults and children, and open space. Low priority is placed on field sports or large-scale court games.

Community Park: High priority is placed on Children/Adult Field Sports and field play areas, children's play equipment and court games. Lower priority is placed on open space recreation and large scale court games. Community Centers are acceptable as a compatible use.

Community Center: An indoor recreation facility to include volleyball, basketball, game rooms, etc. If the area is available, can be included as part of a Community Park. Such a center would be devoted to community activities and/or functions. A high priority for this facility is adequate circulation and on-site parking.

Open Space – Active: An area for low intensity uses such as picnicking, bicycling and bicycle routes, camping, hiking, water sports. This designation is oriented toward maintaining and utilizing the natural terrain or resources as part of the amenities. Low priority is placed on active recreation uses.

Specialty Park: Special purpose park that meets a particular goal, such as the downtown plaza which serves as a focal point for downtown economic development and a proposed landmark visitor park that will provide an appropriate structure to identify either an entrance or focal point for traffic on Highway 101.

Regional Park: Provides an expanded range of recreational facilities that the City itself cannot provide for such as boating, swimming, golf, tennis, hiking, fishing, camping and equestrian trails. The impetus for such a facility is on regional attraction. Facilities may

be publicly or privately developed on public lands, private lands, or a combination of public and private lands.

Types of parkland uses

Children's Play Equipment Play equipment such as climbers, swings, paddle pools, slides, playhouses, and play sculpture oriented toward the tot to preschool age children. One play facility is recommended for each 1,000 square feet of primary space included in a sand or other resilient surface. For safety, play equipment should not be located within 40 feet of any wide street frontage.

Children/Adult Field Sports and Field Play Areas Improved land for sports requiring a defined field configuration, such as softball, baseball, soccer, field hockey, etc.

Court Games Paved or hard surface area for active recreation (mostly adult) use. Court Games may include tennis, basketball, soccer, volleyball, bocce ball, shuffleboard, handball, paddle tennis, etc.

Indoor Recreation (Gyms) Large structures such as gymnasiums, designed for basketball, volleyball, handball, badminton, swimming etc.

Community Center Indoor recreation facilities used for passive activities such as meetings, games, cooking/eating, art galleries, performing and visual arts, community classes, etc.

Open Space Recreation Areas with natural amenities that encourage low intensity uses oriented to those amenities, such as picnicking, water sports, bicycling and bicycle routes, hiking trails, camping, nature trails, etc., but not organized court games or field sports commonly found in Community Parks.

Open Space, Passive or Visual Areas with natural amenities, including hillsides, forests, creeks, agricultural areas, that provide an open space setting for the community that is typically guaranteed by conditions of approval in planning permits or by the Sonoma County Regional Parks or Open Space District. (See also policies in the Land Use Element and Open Space Element).

Pedestrian Trails Trails systems that provide for pedestrians in scenic, creekside, or other natural areas, and connections as needed to create an interconnected system of trails. Pedestrian trails may also serve for bicycle or equestrian use, but those are not required components of the pedestrian trail system.

Swimming Pool Swimming pool for community use.

Theater A building with a stage, lighting, seating, or other improvement that can be used for plays, performances, or lectures.

6.0

CONSERVATION, DESIGN, AND OPEN SPACE ELEMENT

6.1 INTRODUCTION

The Conservation, Design, and Open Space Element is concerned with the conservation of natural resources, provision of open space and the urban design of the community. The three subjects, conservation, open space, and design are combined because the natural resources and open space provide the framework for the built areas of the City, and the overall appearance of the City integrates natural and man made elements.

The primary vision of the element is to maintain and encourage development that complements the natural visual setting of Cloverdale – a small town on the valley floor with hills to the west, north, and south and the Russian River to the east, separated from the other urbanized areas of the County by natural features and agricultural areas.

Conservation goals include development, and utilization of natural resources such as water and its hydraulic force, forests, soils, rivers and other waters, fisheries, wildlife, minerals, and cultural resources. Open space goals include hillsides, creek and river setback areas, biologically sensitive habitat, and natural forests. Design goals address design of the downtown, community scenic highway entries, interchanges, non-residential buffering, hillside development compatibility, signage, landscape/hardscape standards and public spaces as a means to creating a healthy, beautiful, functional, and prosperous City. One major finding made in the Downtown Specific Plan was that Cloverdale's Beautification Plan of the downtown is necessary in order to draw the desired economic activity into the area.

This Element strengthens certain portions of the 1993 General Plan, particularly provisions related to hillside development. It also includes a new direction for urban forest management, returning to a policy of requiring street trees along sidewalks and when streets are widened, installed, or improved.

6.2 GOALS, POLICIES, AND PROGRAMS

Goal CDO 1

Rely on natural features (agricultural lands, hillsides, and the Russian River) to provide shape and form to the City of Cloverdale.

Policy CDO 1-1 Urban development in the City will be on the valley floor, defined generally as the land below the 400 foot elevation. Development will be framed by and contained within agricultural lands to the north and south, the Russian River to the east, and below the 400 foot elevation.

Implementation CDO 1-1.a. See Implementation LU 3-6.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund – staff time

Implementation CDO 1-1.b. Adopt an Urban Growth Boundary (see Land Use Element).

Policy CDO 1-2 "Conservation Features" areas outside the Urban Growth Boundary, as shown on the General Plan Land Use Map, shall be reserved for agricultural uses. "Conservation Features" areas in hillsides to the west of the City shall be reserved for protection of forested hillsides.

Implementation CDO 1-2.a. Reserve conservation areas as described in Policy CDO 1-2.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy CDO 1-3 Land use designations for areas outside the Sphere of Influence are intended as guidelines for County review of projects. Also see Policy LU 1-5.

Implementation CDO 1-3.a. Communicate adopted policies to the County and review County development projects based on City General Plan policies.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy CDO 1-4 Hillside Conservation Areas may be annexed if the annexation provides permanent hillside open space or recreation opportunities for the City.

Implementation CDO 1-4.a. Use Policy CDO 1-4 as guideline for annexation review.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy CDO 1-5 Encourage the County to retain surrounding lands in very low density residential, agricultural, open space, and natural resource uses that provide contrast to urbanized Cloverdale. Promote the creation of a community separator or open space buffer between Cloverdale and any urban development around the City.

Implementation CDO 1-5.a. Use Policy CDO-4 as guidelines for annexation review.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Goal CDO 2

Maintain hillside areas above the 400 foot elevation as an open space frame around the City and for hillside areas within the City.

Policy CDO 2-1 Adopt a hillside ordinance or a hillside provisions within the Zoning Ordinance to implement hillside development provisions.

Implementation CDO 2-1.a. Prior to adoption of a hillside ordinance and hillside road standards, any development above the 400 foot elevation shall require a City Council review and instruction to staff to proceed with application review prior to processing the development application. Also see LU 3-2b.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy CDO 2-2 Where a parcel has land both below and above the 400 foot elevation, development rights to the hillside areas shall be transferred to the area below 400 foot elevation, and hillside areas will remain as visual open space with easements or other legal guarantees that include the City as a participant. Any hillside areas shall provide for trails as outlined in the Parks and Recreation Element.

Implementation CDO 2-2.a. Use Policies CDO 2-2, 3, and 4 as basis for hillside review.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund

Policy CDO 2-3 Where a property within the City as of the date this General Plan is adopted does not have lands below the 400 foot elevation, residential development above the 400 foot elevation may be allowed if:

- The development conforms to General Plan densities
- The residential use, including grading for roadways and lighting, will not be visible from the valley floor within the City because it is positively screened by topographic features.
- The residential use provides guarantees that the hillside areas will remain as visual open space with easements or other legal guarantees that include the City as a participant.
- The open space areas provide for trails as outlined in the Parks and Recreation Element.

Implementation CDO 2-3.a. Use Policies CDO 2-2, 3, and 4 as basis for hillside review. Also see LU 3.2b.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund

Policy CDO 2-4 Annexation of lands above the 400 foot elevation is prohibited; except for lands described in Policy CDO 2-2 and Implementation LU 3-1.d. or lands that will provide open space use. Recreation uses above the 400 foot elevation may be allowed if lighting is not visible from the valley floor within the City and the access roads, trail systems, and supporting structures or facilities are generally not visible from the valley floor within the City.

Implementation CDO 2-4.a. Use Policies CDO 2-2, 3, and 4 as basis for hillside review.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund

Policy CDO 2-5 Any roads serving hillside development shall follow natural contours, with minimum disruption to hills or forests, minimum or no curbside parking, and lighting that is not visible from the valley floor.

Implementation CDO 2-5.a. Adopt road standards conforming to Policy CDO-2-5 and use Policy CDO-2-5 as basis for hillside review.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund

Goal CDO 3

Maintain and improve the design of the built environment. Improve the appearance of entries and approaches to the downtown and the community. Provide design guidelines for new development and growth.

Policy CDO 3-1 Enhance major entrances to Cloverdale in order to provide definitive gateways to the City, including views seen from the freeway at the north and south of the City and the central interchange. Enhance entrance points along Cloverdale Boulevard to the north and south and at the central interchange/entrance to downtown.

Implementation CDO 3-1.a. Develop downtown and City entrance design standards.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	Economic Development funds

Policy CDO 3-2 Use traditional downtown design elements in the downtown. Design within the pedestrian-serving portion of the downtown should have pedestrian oriented retail space on the first floor (buildings built to the sidewalk, display windows, recessed doors, and pedestrian oriented signs), with development above the first floor designed for retail, office, or residential use. Any residential use shall have the appearance of a commercial building facing the street, not that of a residential use.

Implementation CDO 3-2.a. Update the Downtown Plan to reflect the urban design goals.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	Economic Development funds

Policy CDO 3-3 Parking in the downtown core should emphasize shared parking, should not be located between a building and the street, and should not have individual driveways across sidewalks in areas designed for high levels of pedestrian use.

Implementation CDO 3-3.a. Utilize downtown shared parking standards contained in the Zoning Ordinance.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	Economic Development funds

Policy CDO 3-4 Preserve the traditional appearance of existing houses along Cloverdale Boulevard north of the downtown by allowing flexibility of use as an economic incentive to preserve and flexibility in parking standards so that the parking requirements do not require demolition or improper alteration. Existing houses should be used as a design model for new construction.

Implementation CDO 3-4.a. Develop Zoning Ordinance conservation and design standards for Cloverdale Boulevard north of downtown and older residential areas around the downtown, in order to preserve older houses and their settings.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	Economic Development funds

Policy CDO 3-5 Preserve the traditional appearance of the residential areas around the downtown by identifying structures built prior to 1939, allowing flexibility in planning standards as an incentive to retaining these buildings in their traditional appearance, and requiring design review for new construction in the area to assure that the traditional appearance of older Cloverdale is retained.

Implementation CDO 3-5.a. Develop Zoning Ordinance conservation and design standards for Cloverdale Boulevard north of downtown and older residential areas around the downtown, in order to preserve older houses and their settings.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	Economic Development funds

Policy CDO 3-6 Design of detached single family housing, including small lot single family developments should have the look and feel based on representative development in the past, including mix of single and multi-story units, typical single family private yard spaces. Medium and higher density housing should be attached and provide common parking and open spaces if they cannot meet the traditional single family models of development.

Implementation CDO 3-6.a. Amend the Zoning Ordinance to include standards of CDO3-7.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	Economic Development funds

Policy CDO 3-7 Remove or upgrade the appearance of structures that were built when Cloverdale Boulevard was a state highway, and are no longer appropriate for the City's main arterial street, including small gas stations, auto repair facilities, and motor court type uses.

Implementation CDO 3-7.a. Land Use Element Exhibit 2.2 footnote (7) allows rezoning to residential use as conforming to the General Plan. Encourage

rezoning where appropriate. Amend the Zoning Ordinance to include property maintenance ordinance.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: Economic Development funds

Policy CDO 3-8 Develop a design plan for the area around the passenger rail station so that the station is incorporated into a mixed use community, rather than an isolated facility that is reached only by car. Consider downtown-type design configurations for the properties immediately opposite the station, with features like narrower roads to slow traffic, parking and buildings modeled after the downtown, and high density residential above commercial uses that could serve a transit community and commuter rail passengers.

Implementation CDO 3-8.a. Develop Transit Oriented Development design plan before or concurrent with the Transit Oriented Development Specific Plan.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: Economic Development funds

Policy CDO 3-9 Develop a design plan for the industrial and commercial areas visible from the freeway. Freeway visible uses should de-emphasize freeway-oriented signage and designs with parking as a main visual element from the freeway. Standards should encourage significant landscape areas, including tree screening, between the freeway and the uses.

Implementation CDO 3-9.a. Develop and adopt design standards for areas visible from the freeway.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: Economic Development funds

Policy CDO 3-10 Emphasize street trees and landscaping along Asti Road, Cloverdale Boulevard, and Foothill Boulevard.

Implementation CDO 3-10.a. See Circulation Element Policies.

Policy CDO 3-11 Eliminate sign blight.

Implementation CDO 3-11.a. Update the Zoning Ordinance to provide for sign amortization.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: Economic Development funds

Policy CDO 3-12 Fast Food uses with drive in windows are allowed within the South Interchange area and shall not have drive in windows outside the South Interchange area. Fast food uses within the Downtown Business District shall not have franchise or typical fast food design elements visible from the street, including façade designs, signage, and interior design elements.

Implementation CDO 3-12.a. Update the Zoning Ordinance fast food design standards, including location, design, and definitions.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: Economic Development funds

Policy CDO 3-13 Eliminate overhead utility lines.

Implementation CDO 3-13.a. Require undergrounding with development proposals. Develop City priorities for undergrounding funds.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development review and undergrounding funds.

Goal CDO 4

Investigate historic, archaeological, and paleontological resources and preserve or conserve resources that help residents and visitors understand the history of Cloverdale.

Policy CDO 4-1 Conserve or preserve historic buildings and the character of the older parts of town using conservation zoning and form based zoning ordinances, while also allowing change of use of the properties where allowed by General Plan land use and density standards.

Implementation CDO 4-1.a. Develop conservation based zoning requirements for alterations of structures built before 1939, as shown on the 1939 Sanborn Maps.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation CDO 4-1.b. Develop zoning design standards for the R-2 District around the downtown so that new construction or additions respect the height, design, and configuration of older structures in the area.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation CDO 4-1.c. Use the State Historic Building Code at the Building's Official's discretion on any structure identified in the National Register of Historic Places, California Register of Historic Resources, or local designation.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy CDO 4-2 Preserve remaining prehistoric camps, villages, and use sites. Identify areas that may be used by the Pomo Indians for resource procurement or religious purposes.

Implementation CDO 4-2.a. Maintain standard conditions of approval for CEQA and project review of development projects including agricultural conversion. Require cultural resources studies where applicable and require that work be halted and studies conducted if cultural or archaeological resources are discovered; require that such studies be conducted by qualified historians or archaeologists; and require notification pursuant to law if human remains are discovered.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Review requirements.

Implementation CDO 4-2.b. Coordinate with the Native American Heritage Commission and local tribal members to determine if the study area or developments contain any artifacts or areas used for religious purposes.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Review requirements.

Policy CDO 4-3 Identify historically significant structures or groups of structures that help residents and visitors understand what Cloverdale was like historically. Identify historic materials such as structural remains.

Implementation CDO 4-3.a. Assist property owners in their restoration efforts. This includes providing information on preservation resources and assisting in the placement of structures on the National Register of Historic Places, and seeking public and private funding for preservation.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation CDO 4-3.b. Survey to identify locally important historic resources and historic patterns of settlement. Develop an implementation program to preserve identified resources.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation CDO 4-3.c. Maintain standard conditions of approval for CEQA and project review of development projects to preserve historic and archaeological resources.

Responsibility: Community Development Department
Timeframe: Ongoing.
Resources: General Fund

Policy CDO 4-4 Preserve paleontological resources if identified by discovery or if the area is found to have resources by other investigations or databases.

Implementation CDO 4-4.a. Develop standard conditions of approval for CEQA and project review for preservation of paleontological resources.

Responsibility: Community Development Department
Timeframe: Ongoing.
Resources: General Fund

Goal CDO 5

Provide public, open space, and habitat uses along the Russian River.

Policy CDO 5-1 For areas that are not constrained by levees within the City, riparian areas shall be provided adjacent to the Russian River when development projects are proposed to restore native grassland habitat for raptors.

Implementation CDO 5-1.a. Developments along the Russian River shall include an analysis of habitat, preservation or restoration of habitat.

Responsibility: Community Development Department/County of Sonoma
Timeframe: Ongoing
Resources: Development Review Requirements

Implementation CDO 5-1.b. Provide continuous trails along the river on top of levees (see Parks and Recreation Element).

Implementation CDO 5-1.c. Where designated in the Land Use Element, provide destination commercial or public recreation uses along the River.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Review Requirements

Goal CDO 6

Develop an urban forest plan to preserve existing trees on hillsides and the valley floor. Enhance the tree canopy with new planting.

Policy CDO 6-1 Maintain and expand the tree canopy within and outside the developed areas of the City, including old growth and newly planted trees. Prepare tree protection standards that can be implemented with or without a tree preservation ordinance.

Implementation CDO 6-1.a. Develop an urban forest plan/street tree plan with a management strategy for maintaining existing and newly planted trees, including best practice provisions for installation, maintenance, and succession planning.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Policy CDO 6-2 Protect distinctive natural vegetation such as oak woodlands, riparian corridors and mixed evergreen forests by maintaining the natural features as a whole. Preservation of individual trees or features rather than the larger habitat does not satisfy this policy.

See Implementation CDO 6-1.a.

Policy CDO 6-3 Large or otherwise significant trees shall be maintained both in residential, non-residential, and open space areas by:

- Revising development plans that would remove significant trees so that those trees are saved.
- Developing standard conditions of approval to minimize damage during construction and provisions to assure that building foundations, utilities, walkways, irrigation, or use patterns will not damage root structures, trunks or crowns.

See Implementation CDO 6-1.a.

Policy CDO 6-4 New private and public development, including public street, sidewalk, utility, and park construction, shall provide a mix of trees with a crown that can provide shade and summer cooling and trees with height to create a silhouette against the skyline.

See Implementation CDO 6-1.a.

Implementation CDO 6-4.a. Development proposals shall show the percent of tree crown coverage at fifteen years after installation.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	General Fund

Policy CDO 6-5 New public and private development shall provide street trees parallel to streets -- in planter strips, in sidewalks, or at back of sidewalks, spaced at regular intervals along the street. Tree intervals shall provide a canopy with leaves touching at maturity. Tree locations shall be identified prior to design of utilities, drainage, hydrants, electrical equipment boxes, vaults, etc., and those features should be subservient to tree locations.

Implementation CDO 6-5.a. Prepare and adopt a tree and landscape material list for public and private projects, including height and spread at maturity and suitable locations for various trees and landscape materials.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund

Policy CDO 6-6 Prepare an urban forest plan/street tree plan, including a program for new trees to be installed with development and a plan for retrofit in areas where development or streets were installed without trees.

See Implementation CDO 6-5.a.

Policy CDO 6-7 Require the use of drought-tolerant or native to Mediterranean climate trees, shrubs, and ground covers for use in public and private landscaping development approvals.

See Implementation CDO 6-1.a.

Goal CDO 7

Conserve natural vegetation and wildlife resources.

Policy CDO 7-1 Conserve and protect the area's natural vegetation by:

- Ensuring that drainage and runoff from City sources is not impairing the water quality of the Russian River.
- Retaining existing riparian vegetation within the conservation buffers along all natural watercourses to preserve riparian vegetation and habitat.
- Restoring degraded riparian habitats where feasible.
- Prohibiting agricultural activities within the conservation buffers along all natural watercourses.
- Avoiding the contamination of groundwater supplies.

Implementation CDO 7-1.a. Amend the Zoning Ordinance to provide 100 foot buffers (50 feet on each side) from creeks and rivers shown on the Conservation Element Map. Where the Russian River buffer is wider than 50 feet on the map, provide the wider buffers.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund

Implementation CDO 7-1.b. Cooperate with nonprofit, County, State, and/or Federal agencies in preparing a Russian River riparian corridor restoration and management plan.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund

Implementation CDO 7-1.c. Require programs such as plaques or painted notices that storm drains flow to the river and programs to identify ways to protect wildlife and vegetation resources.

Responsibility:	Community Development Department
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund

Implementation CDO 7-1.d. Adopt an Integrated Management Plan for the long-term conservation and restoration of riparian corridors and wetlands within the City. The Plan should include provisions to:

- Protect identified wetlands;
- Require development proponents to submit an assessment of wetlands;
- Avoid impacts on sensitive areas by preserving and restoring wetlands as a preferred alternative and replacement as a secondary alternative;

- Provide buffers where possible;
- Design public access with buffers to protect wetlands while also facilitating public use and enjoyment.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund
Also see Implementations PS 1-5

Policy CDO 7-2 Conserve and protect the area's natural wildlife and endangered species by:

- Requiring the restoration of fisheries through habitat improvement and resource management.
- Establishing long-term conservation zones, including possible use of incentives and credits to create easements and open space.
- Requiring the use of native and drought-tolerant plant species in landscaping and in the replanting of cut slopes.
- Developing classroom and on-site education programs to promote preservation of wildlife and vegetation resources.

Implementation CDO 7-2.a. Coordinate wildlife conservation activities with Sonoma County conservation agencies and nonprofit conservation groups.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation CDO 7-2.b. Preserve wetlands, habitat corridors, sensitive natural communities, and other essential habitat areas that may be adversely affected by public or private development projects where special-status plant and animal species are known to be present or potentially occurring based on City biological resource mapping or other technical material. Require a Biological Resources Assessment for development projects in areas with identified or with potential for special status plant and animal species.

Responsibility: Community Development Department and CEQA Process
Timeframe: Ongoing with project submittals.
Resources: General Fund and development fees

Implementation CDO 7-2.c. Protect sensitive biological resources and habitat corridors in CEQA review and participate in comprehensive habitat management programs, including continued acquisition and permanent protection of important natural habitats.

Responsibility: Community Development Department, regional agencies, and Open Space District.
Timeframe: Ongoing.
Resources: General Fund and Regional Agency Funding.

Implementation CDO 7-2.d. Prepare lists of appropriate native landscape species and inappropriate invasive exotic species for use by property owners in landscaping plans. Prohibit use of highly invasive species in the project review process. Consult educational and regional agencies for lists of appropriate native species.

Responsibility:	Community Development Department.
Timeframe:	Within two years of General Plan adoption.
Resources:	General Fund.

Goal CDO 8

Conserve energy and minimize resource depletion by encouraging alternative energy, solar power, and green building techniques.

Policy CDO 8-1 Use energy and resource efficient methods in daily City operation.

Implementation CDO 8-1.a. Where feasible, use energy efficient transportation, locally-generated solar and alternative power sources, and green building methods for City buildings.

Responsibility:	Community Development Department
Timeframe:	Solar power source studies within one year. Other implementation measures as opportunities present.
Resources:	General Fund and Community Development Agency.

Policy CDO 8-2 Use, support, and encourage energy and resource efficient methods in private construction.

Implementation CDO 8-2.a. Study and develop ordinances and incentives to encourage energy efficient transportation, locally-generated solar and alternative power sources, and green building methods for private buildings and projects. Building Department should provide reviews and inspect using green building standards if requested by any applicant.

Responsibility:	Community Development Department, Building Department
Timeframe:	Ongoing. Support green building and energy efficient processes in the City review and inspection functions.
Resources:	General Fund and Community Development Agency.

Implementation CDO 8-2.b. Study and develop ordinances and incentives to encourage water conservation.

Responsibility:	Community Development Department, Building Department
Timeframe:	Ongoing. Support water conservation by ordinance, in development review, and in City inspection functions.
Resources:	General Fund and Community Development Agency.

Policy CDO 8-3 Inventory and work to reduce Greenhouse Gas Emissions (GHG).

Implementation CDO 8-3.a. The City shall work with the Sonoma County Air Pollution Control District, California Air Resources Board and/or other responsible agencies to prepare a Climate Action Plan. The Climate Action Plan shall include at a minimum:

- An inventory of current (2008) GHG emissions within the Sonoma County Air Pollution Control District consistent with methodologies developed by the International Environmental Agency for Local Governments (ICLEI) and California Air Resources Board (ARB).
- An inventory of 1990 GHG emission levels within the Sonoma County Air Pollution Control District consistent with methodologies developed by ICLEI and ARB.
- Estimated inventory of 2020 GHG emission levels within the Sonoma County Air Pollution Control District consistent with methodologies developed by ICLEI and ARB.
- Specific targets for reductions of the current and projected 2020 GHG emissions inventory from those sources reasonably attributable to the City's discretionary land use decisions and the City's internal government operations.
- Specific and general tools and strategies to reduce the current and projected 2020 GHG inventories and to meet the Plan's targets for GHG reduction by 2020.

Implementation CDO 8-3.b. The City shall seek funding from the state and/or other sources, including development impact fees, in order to fund the Plan.

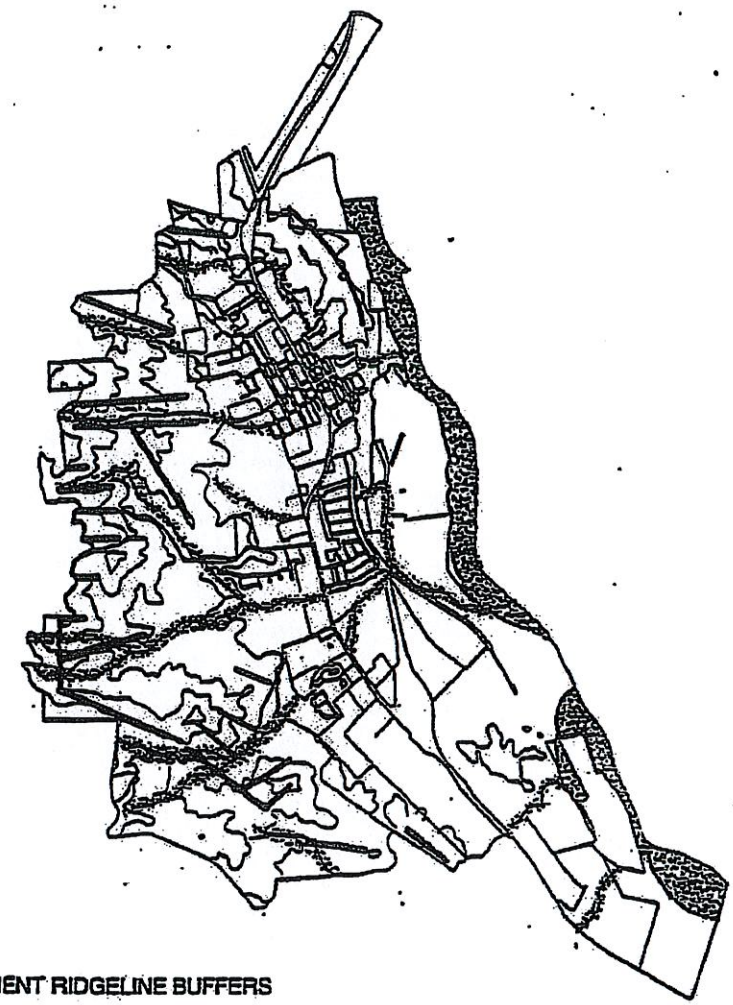
Goal CDO 9

Review potential impacts of mining aggregate resources from the Russian River in light of need for the resource and City goals related to scenic, recreational, and wildlife use of the River. The areas evaluated shall be those shown (California Geological Survey, 2005) to have resource potential (MRZ-2b), and from which resource could be mined in the future (that is, have compatible land uses as defined by the California Geological Survey). If the results of the evaluation confirm the presence of extractable resource, the possible loss of this resource to future land development shall be weighed against the benefit of such development.

Implementation CDO 9-1.a. Evaluate applications for aggregate mining if applications are submitted.

Responsibility:	Community Development Department, Building Department
Timeframe:	If applications are submitted
Resources:	General Fund.

Exhibit 6-1 Conservation Element Map



LEGEND

PROMINENT RIDGELINE BUFFERS

RIVER/CREEK BUFFERS

Source: STA Planning, Inc.

CONSERVATION/OPEN SPACE ELEMENT MAP

GENERAL PLAN

City of Cloverdale

7

no scale

7.0

URBAN LIGHTING ELEMENT

7.1 INTRODUCTION

Cloverdale is a small town in a rural setting, where night time lighting levels are currently low enough to allow residents, visitors, and surrounding residents to enjoy night time views of the natural setting and the sky. Many businesses and residents have installed high intensity light sources as a way to protect properties at night and, for businesses, as a form of advertising that the business is there. The combination of occasional bright lighting and other areas without corresponding bright lights creates a security issue because bright lights obscure any threats in the less well lit area. A consistent but lower level of lighting allows safety personnel to see all areas, rather than just the very bright areas. Sonoma County has adopted night time lighting standards for areas around Cloverdale to minimize unnecessary light and all night lighting. The Urban Lighting Element encourages a level of lighting appropriate for a small town in a rural setting.

7.2 GOALS, POLICIES, AND PROGRAMS

Goal UL 1

Maintain night time lighting levels that provide security and safety but also preserve and maintain views of night time skies.

Policy UL 1-1 Require that all new development projects and public improvements maintain night time lighting levels at the minimum necessary to provide security and safety, using fixtures which shield the light source so that light is directed downward, with height and power limited to the minimum necessary to provide adequate lighting.

Implementation UL 1-1.a. Prepare a community lighting ordinance to provide standards for lighting on streets, business and residential properties, public properties, and signage.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Implementation UL 1-1.b. Revise the Zoning Ordinance and Engineering Standards to include standards for lighting based on Dark Skies principles.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Policy UL 1-2 Minimize light spillage that carries off the property where lights are located.

Implementation UL 1-1.a and b

Policy UL 1-3 Reduce the light glare from businesses at the south interchange. Do not allow similar high intensity lighting sources at the other two interchanges.

Implementation UL 1-3.a. Develop an ordinance to amortize high-intensity lighting, high intensity sign illumination, and unshielded lighting. See also Implementation UL 1-1a. and b.

Responsibility: Community Development Department
Timeframe: Within two years of General Plan adoption.
Resources: General Fund

Policy UL 1-4 Eliminate excess lighting from illuminated signs.

Implementation UL 1-1.a and b, and UL 1-3.a.

Policy UL 1-5 Revise street lighting with shielding or fixtures designed to produce down light, rather than light spread

Implementation UL 1-1.b and UL 1-3.a.

Policy UL 1-6 Phase out existing high intensity lighting and signs with an amortization program.

Implementation UL 1-1.a and b, and UL 1-3.a.

Policy UL 1-7 Avoid the use of reflective building materials which can cause daytime and nighttime glare.

Implementation UL 1-1.a and b and UL 1-3.a.

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8.0

PUBLIC HEALTH AND SAFETY ELEMENT

8.1 INTRODUCTION

The Public Health and Safety Element addresses the protection of the community from any unreasonable risks associated with the effects of seismically induced surface rupture, ground shaking, ground failure, and dam failure; slope instability leading to mudslides and landslides; subsidence and other geologic hazards in an area; flooding; and wildland and urban fires.

INCORPORATION OF COUNTY SEISMIC SAFETY ELEMENT

The City of Cloverdale's General Plan is based on the Public Safety Element of the County of Sonoma. The County Public Safety Element was adopted by the Board of Supervisors on March 23, 1989. The City will adopt appropriate policies and programs that pertain to the General Plan Study Area. Provided below are applicable County of Sonoma goals and policies as well as goals and policies that are City-proposed for the General Plan. The applicable provisions of the County Safety Element will remain in effect as adopted even if the County Safety Element is revised.

8.2 GOALS, POLICIES, AND PROGRAMS

Goal PS 1

Prevent unnecessary exposure of people and property to risks of damage or injury from earthquakes, landslides and other geologic hazards.

Policy PS 1-1

Continue to utilize all available data on geologic hazards and related risks from the appropriate agencies.

Policy PS 1-2

Continue to utilize studies of geologic hazards prepared during the development review process.

Policy PS 1-3

Encourage research on geologic hazards, their probabilities and their effects within Sonoma County.

Policy PS 1-4

Require and review geologic reports prior to decisions on any project which would subject property or persons to significant risks from the geologic hazards shown on County of Sonoma General Plan Public Safety Element Figures PS-1a through PS-1i and related file maps and source documents. Geologic reports shall describe the hazards and include mitigation measures to reduce risks to acceptable levels. Where appropriate, require an engineer's or geologist's certification that risks have been mitigated to an acceptable level and, if indicated, obtain indemnification or insurance from the engineer, geologist, or developer to minimize City exposure to liability.

Policy PS 1-5

Adopt, upon approval by the International Congress of Building Officials and the State of California, revisions to the California Building Code which increase resistance of structures to groundshaking and other geologic hazards.

Policy PS 1-6

Require dynamic analysis of structural response to earthquake forces prior to City approval of building permits for structures whose irregularity or other factors prevent reasonable load determination and distribution by static analysis.

Policy PS 1-7

Encourage strong enforcement of state seismic safety requirements for design and construction of dams, power plants, hospitals and schools.

Policy PS 1-8

Roads, public facilities and other Public Agency projects should incorporate measures to mitigate identified geologic hazards to acceptable levels.

Goal PS 2

Prevent unnecessary exposure of people and property to risks of damage or injury from flooding.

Policy PS 2-1

Coordinate flood hazard analysis and management activities with the Army Corps of Engineers, Federal Emergency Management Agency (FEMA) and other responsible agencies. Request changes in FEMA maps where appropriate to reflect new data or analyses.

Policy PS 2-2

Base land use planning and development review on FEMA maps and data or parcel specific scaled interpretations of these maps and site specific elevation data.

Policy PS 2-3

Prepare a comprehensive analysis of the potential flood hazards and drainage impacts associated with adopted land use plans for each major watershed in the City. Encourage the County to work with Cloverdale to develop basin wide drainage studies and development fees for the purpose of identifying and mitigating the direct and cumulative impact of flooding which results from the loss of permeable surfaces. The City shall use proposed annexations, redevelopment agreements, revenue sharing agreements and the CEQA process as tools to ensure that incorporated development pays its fair share toward the studies and mitigation of downstream flooding impacts caused by upstream development.

Policy PS 2-4

Pending completion of the above applicable drainage analyses, individual project applications shall be required to analyze and mitigate drainage impacts, based upon the land use plan. If such analysis identified unmitigated and cumulative significant

effects, including impact on downstream flooding, further environmental documentation may be required.

Policy PS 2-5

In the event that the City determines that the project, when considered cumulatively with other projects to be undertaken in the drainage basin, will result in a significant effect with respect to downstream flooding, the project applicant will either a) prepare a focused environmental impact report on such effect, or b) agree to modify the project to construct improvements or participate in a funding mechanism necessary to mitigate any downstream flooding impacts (such as posting a bond or funds prior to recordation of the final map in an amount to be determined by the Water Agency). Failure to modify the project or to propose further environmental documentation shall be grounds for finding the project inconsistent with the plan.

Policy PS 2-6

Use the 100-year flood event and corresponding elevations as the City measure of acceptable level of risk and protection in the consideration of any amendments of the land use plan map.

Policy PS 2-7

Onsite and offsite flood related hazards shall be reviewed for all projects located within areas subject to known flood hazards.

Policy PS 2-8

Regulate development, water diversion, vegetation removal, grading and fills to minimize any increase in flooding and related damage to people and property.

Policy PS 2-9

Payment of costs for drainage facilities to handle the surface runoff from new development shall be the responsibility of developers and others who benefit.

Policy PS 2-10

Require that design and construction of drainage facilities be subject to the review and approval of the Sonoma County Water Agency (SCWA) where appropriate based on project size.

Policy PS 2-11

Require that tentative and final subdivision maps and approved site plans show areas subject to flooding as shown on the FEMA maps.

Policy PS 2-12

Give priority to floodplain management over flood control structures for preventing damage from flooding except where the intensity of development requires a high level of protection and justifies the costs of structural measures.

Policy PS 2-13

Consider the potential risk of damage from flooding in the design and review of projects, including those which could facilitate floodplain development.

Policy PS 2-14

Continue to enforce City code requirements on construction in flood hazard areas and other adopted regulations which implement the National Flood Insurance Program.

Policy PS 2-15

Avoid variances to building setbacks along streams and in 100-year flood plains.

Policy PS 2-16

Limit filling in areas which could retain a significant amount of floodwater.

Policy PS 2-17

Encourage the timely completion and filing of inundation maps for all dams whose failure could cause loss of life or personal injury within Sonoma County

Goal PS 3

Prevent unnecessary exposure of people and property to risks of damage or injury from wildland and structural fires.

Policy PS 3-1

Continue to utilize available information on wildland and structural fire hazards.

Policy PS 3-2

Consider the severity of natural fire hazards, potential damage from wildland and structural fires, adequacy of fire protection and mitigation measures consistent with this element in the review of projects.

Policy PS 3-3

Require on-site detection and suppression, including automatic sprinkler systems, where available services do not provide acceptable levels of protection.

Goal PS 4

While maintaining the autonomy granted to it pursuant to state zoning laws, implement state and county requirements for the storage, transport, disposal and use of hazardous materials, including requirements for management plans, security precautions, and contingency plans.

Policy PS 4-1

Where allowed by law, regulate the transportation of hazardous materials to minimize the potential for damage. Seek regulation by other agencies consistent with adopted City policies.

Goal PS 5

Reduce damage to life and property from natural hazards to the greatest extent possible.

Policy PS 5-1

Support the adoption of the County Safety Element into City policy as incorporated by reference above.

Policy PS 5-2

Adopt revisions to the Uniform Fire Code and California Building Code to address fire and life safety after they are approved by inspection organizations and the State of California.

Policy PS 5-3

Ensure that roadways are adequate in terms of width, radius, and grade to facilitate access by emergency vehicles.

Policy PS 5-4

Develop and implement City programs for fuel breaks, brush management, controlled burning, revegetation and construction and maintenance of fire roads.

Policy PS 5-5

Incorporate and expand upon the fire safety standards recommended in CDF's "Fire Safety Guidelines" into City development standards and the Uniform Fire Code.

Policy PS 5-6

Ensure that fire/police facilities and equipment are adequate for proposed development before granting approval.

Policy PS 5-7

Require all new development in areas of potential fire hazards to provide for clearance around structures, the use of fire resistant ground cover materials, and require installation of automatic fire sprinkler systems.

Policy PS 5-8

Prepare and implement a Police/Fire Department Master Needs Assessment.

Policy PS 5-9

Ensure that increased septic and well activity do not increase ground water contamination.

Policy PS 5-10

Ensure that seismically unsafe buildings and structures including unreinforced masonry buildings (URMs) do not cause a serious threat to human safety and/or the ability of the Policy and Fire Department to deliver service.

Policy PS 5-11

In conjunction with the County, study the risk of seismically-induced liquefaction.

Policy PS 5-12

Require development adjacent to hillside areas to minimize geologic and fire hazards. Require all new development, including single-family residential, to provide built-in fire protection (i.e. automatic fire sprinklers).

Implementations PS 1-5

The City will review and revise the Uniform Fire and Building Codes as appropriate. The City will incorporate and expand upon CDF and County of Sonoma fire safety standards in City development codes and the Uniform Fire Code.

Responsibility: Building Division
Timeframe: Ongoing
Resources: General Fund

The City will require improvements to ensure emergency vehicle access as a condition of approval of proposed development.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Conditions of Approval

The Fire District will ensure fire protection is adequate before approving proposed development. This shall be done through the environmental review/application review process.

Responsibility: Cloverdale Fire Protection District
Timeframe: Ongoing
Resources: Development Conditions of Approval

To improve fire protection to the Study Area the City will require that project sponsors participate in any assigned proportional costs for the expansion of the City Public Safety facilities, equipment, or services, including police, fire, and any other public safety services provided within the City.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Conditions of Approval

Coordinate with the County and Department of Forestry to provide joint fire protection services.

Responsibility: Cloverdale Fire Protection District
Timeframe: Ongoing
Resources: Fire Protection District

Require studies from project developers to ensure that major new development does not adversely affect groundwater quality.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: Development Conditions of Approval

For projects proposed in hazardous geologic areas, require a geologic report that includes analysis of soils foundation, grading, erosion, and sediment control.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	Development Conditions of Approval

Require a geotechnical investigation prior to project approval for new development and redevelopment projects in areas with identified significant geologic hazards or where the City Engineer determines such hazards may exist, including liquefaction-related failures, slope stability and erosion hazard analysis in hillside areas, existing or potential soil instability, or expansive soils. The report shall include an assessment of geologic and seismic hazards, and all recommendations contained in the report shall be implemented.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	City Development Standards. Development Conditions of Approval

Require new development projects to incorporate sound soil conservation practices and keep land alteration (grading) to a practical minimum by the following (a) minimize cuts and fills, (b) limit grading to the smallest practical area of land, (c) Limit time land is exposed to accelerated erosion from grading, (d) apply best management practices for winterization, (e) replant graded areas to ensure permanent plant cover, and (f) design project specific erosion control measures.

Responsibility:	City Engineer
Timeframe:	Ongoing
Resources:	City Development Standards. Development Conditions of Approval

Require geologic and seismic hazard peer review for critical facilities (except for schools and hospitals which have state review).

Responsibility:	City Engineer
Timeframe:	Ongoing
Resources:	City Development Standards. Development Conditions of Approval

Evaluate the presence/absence of aggregate resource. The areas evaluated shall be those shown (California Geological Survey, 2005) to have resource potential and from which resource could be mined in the future (that is, have compatible land uses as defined by the California Geological Survey). If the results of the evaluation confirm the presence of extractable resource, the possible loss of this resource to future land development shall be weighed against the benefit of such development.

Responsibility:	Community Development Department
Timeframe:	Ongoing
Resources:	Development Conditions of Approval

Goal PS 6

Ensure that City emergency procedures are adequate in the event of potential natural or man-made disaster.

Policy PS 6-1

Regularly update the City's Multi-Hazard Emergency Plan. As part of the periodic update, the City will review County and State emergency response procedures that must be coordinated with City procedures.

Implementation PS 6-1.a. The City will regularly update the City's Multi-Hazard Emergency Plan. The City's Multi-Hazard Emergency Plan designates emergency evacuation routes as Highway 101 and Highway 128.

Responsibility: All City Departments
Timeframe: Ongoing
Resources: General Fund

Policy PS 6-2

Support the County's Hazardous Waste Management Plan.

Implementation PS 6-2.a. The City will incorporate the County's Hazardous Waste Management Plan into City Plans and Policies

Responsibility: City Manager
Timeframe: Ongoing
Resources: General Fund

Policy PS 6-3

Utilizing State and County sources, maintain an inventory of sites with storage or use of significant quantities of hazardous materials

Implementation PS 6-3.a. The City will maintain an inventory of sites with storage or use of significant quantities of hazardous materials utilizing State and County information.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy PS 6-4

Require a use permit for any commercial or industrial use involving significant quantities of hazardous materials. Hazardous materials management plans shall be required as a condition of approval for such permits. [Significant quantities are determined under the County's Hazardous Waste Management Plan.]

Implementation PS 6-4.a. The City will review its zoning code to ensure that the zoning code requires a use permit for any use involving significant amounts of hazardous materials

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Policy PS 6-5

Conduct periodic emergency response exercises to test the effectiveness of City emergency response procedures.

Implementation PS 6-5.a. The City will conduct periodic emergency response services to test the effectiveness of City emergency response procedures and more widely disseminate copies of the City's Multi-Hazard Emergency Services Plan to the general public and affected agencies.

Responsibility: City Manager
Timeframe: Ongoing
Resources: General Fund

Implementation PS 6-5.b. Include contingencies for emergency services if major damage occurs in populated areas, and Cloverdale is a relief site for a large influx of affected people.

Responsibility: All City Departments
Timeframe: Ongoing
Resources: General Fund

Goal PS 7

Provide appropriate regulations for land use and airport operations to ensure that the safety of airport operations and personnel and the general public and adjacent structures are protected.

Policy PS 7-1

Future development and use of the City Airport shall be consistent with the policies and programs as established in the Cloverdale Municipal Airport Master Plan as adopted in October 1988. Any proposals for expansion and/or development of the airport shall be referred to the Sonoma County Airport Land Use Commission.

Policy PS 7-2

Make every effort to ensure that runway length and safety areas meet Federal Aviation criteria.

Policy PS 7-3

Ensure that approach zones, clear zones, and landing thresholds are maintained to Federal Aviation Regulations and State Division of Aeronautics.

Policy PS 7-4

Protect the airport property from erosion and flooding hazards.

Policy PS 7-5

Building sites on the airport property should be clustered in areas outside the approach zone and overflight zone, and set back as deemed appropriate from the extended runway centerline and typical flight tracks.

Policy PS 7-6

Discourage residential, noise-sensitive developments or significant expansions thereto located near the airstrip or under an overfly route. The area of concern with future development lies within "referral area" delineated by the County Airport Land Use Commission. (See Exhibit 10) Until future annexation, the City will work with the County in unincorporated areas to ensure that developments are required to dedicate airport easements, deed restrictions or file "buyer beware" notifications to ensure that prospective buyers are aware of the airport's influence. The notifications/restrictions shall include the following as appropriate:

Policy PS 7-7

A right-of-way for free and unobstructed passage of aircraft through the airspace over the property at any altitude above a surface specified in the easement (set in accordance with Federal Aviation Regulations Part 77).

Policy PS 7-8

A right to subject the property to noise, vibration, fumes, dust, and fuel particle emissions associated with normal airport activity.

Policy PS 7-9

A right to prohibit the erection or growth of any structure, tree or other object that would enter the acquired airspace.

Policy PS 7-10

A right-of-entry onto the property, with appropriate advance notice, for the purpose of removing, marking or lighting any structure or other object that enters the acquired airspace.

Policy PS 7-11

A right to prohibit electrical interference, glare, misleading light sources, visual impairments, and other hazards to aircraft from being created on the property.

Policy PS 7-12

Prohibit objects or structures to be erected in critical areas which, because of height or other factors, would result in an increase in the minimum ceiling or visibility criteria for an existing or proposed instrument approach procedure.

<u>Implementation PS 7-1 through 7-11</u>

The City will implement the Cloverdale Municipal Airport Master Plan. The plan shall be regularly reviewed and updated as appropriate.

Responsibility: Public Works Department
Timeframe: Ongoing

Resources: General Fund

The City will work with adjacent property owners to ensure that height limitation standards are met for the Runway Clear Zone.

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

The City will monitor erosion control work and consider levees or rip-rap protection for the Airport property.

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

Through Master Plan, environmental, and project review, the City will ensure that building areas take into account the flood potential at the south end of the airport.

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

The City will issue timely FAA Notices to Airmen to advise airport users of any flooding as it occurs.

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

Through the Zoning Ordinance, environmental, and project review, the City will ensure building sites on the airport property are located appropriately to avoid safety hazards.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Through environmental and project review, the City will regulate property located near the airport such that no structures are constructed which would interfere with aircraft operations.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

The City shall ensure that through Master Plan, project, and environmental review, any change in the length or location of runway use shall require safety studies to determine the measures needed to ensure safe airport operations and that adjacent/nearby land uses will not be adversely affected.

Responsibility: Public Works Department
Timeframe: Ongoing

Resources: General Fund

Through the General Plan, Zoning Code, and environmental review, the City will strongly discourage new residential development within the 55 CNEL contour, and discourage inappropriate land use developments beneath the aircraft traffic pattern. The City will utilize the "Airport/Land Use Noise Compatibility Criteria" in evaluating the acceptability of development proposed within the "referral area" boundary.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

The City will work with the County and the Sonoma County Airport Land Use Commission to ensure consistency in the application of land use regulations on all projects proposed within the "referral area"

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

The City will work with the County and private property owners to ensure the airport access road is widened and well-maintained.

Responsibility: Public Works Department
Timeframe: Ongoing
Resources: General Fund

Goal PS 8

Provide for public health facilities in the community.

Policy PS 8-1

Encourage health care providers and health care emergency services within the City.

Implementation PS 8-1.a. Inventory health care services and develop a health care services plan in coordination with the Health Care District.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Implementation PS 8-1.b. Encourage and support hospital services, health care services, clinics, and assisted living facilities that will provide health care for all Cloverdale residents.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Implementation PS 8-1.c. Support provision of emergency services responses by encouraging paramedic and ambulance services.

Responsibility: Community Development Department
Timeframe: Ongoing

Resources: General Fund

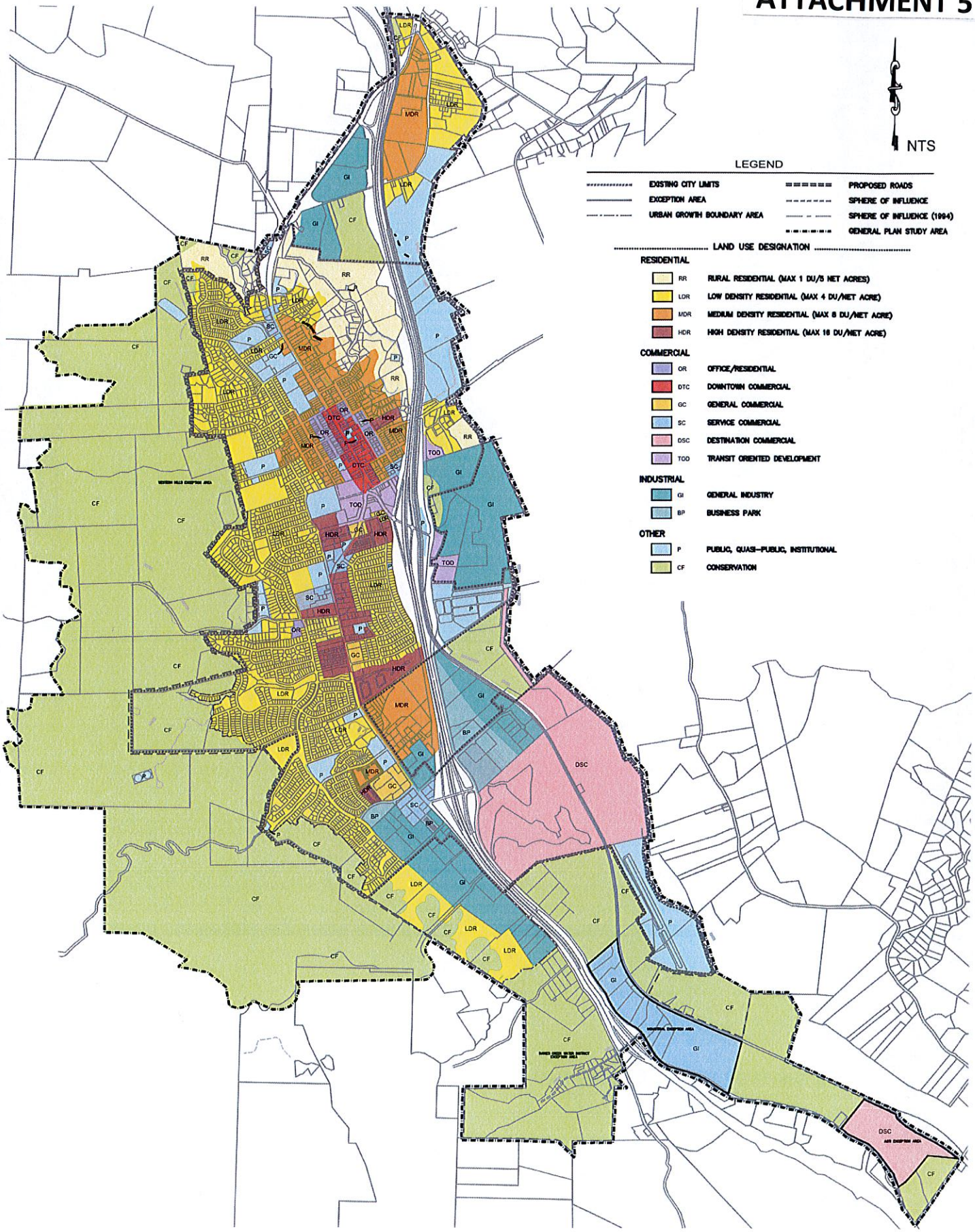
Implementation PS 8-1.d. Encourage establishment of doctor's offices within the community.

Responsibility: Community Development Department
Timeframe: Ongoing
Resources: General Fund

Implementation PS 8-1.e. Cooperate with Vector control for prevention of insect and rodent-borne diseases

Responsibility: Public Works
Timeframe: Ongoing
Resources: General Fund

ATTACHMENT 5



ATTACHMENT 6

ALEXANDER VALLEY RESORT

Specific Plan

Amended - [New Date]

City of Cloverdale
124 North Cloverdale Boulevard
Cloverdale, CA 95425
(707) 894-1701

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ALEXANDER VALLEY RESORT SPECIFIC PLAN

DEFINITIONS

1. "Alexander Valley Resort Specific Plan Environmental Impact Report" or "EIR" means the environmental impact report certified concurrent with the initial adoption of this Specific Plan, and the Addendum to the EIR that was adopted concurrent with the 2015 amendments to this Specific Plan.
2. "CEQA" means the California Environmental Quality Act, as codified at Public Resources Code sections 21000 through 21189.3, and as may be amended.
3. "CEQA Guidelines" means the implementing regulations for the California Environmental Quality Act, as set forth in Chapter 3 of Title 14 of the California Code of Regulations, sections 15000 through 15387, and as may be amended.
4. "Developer" means Tyris Corporation.
5. "EIR" means the Alexander Valley Environmental Impact Report as defined in this section.
6. "Entry Commercial Area" means that 2.4-acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Entry Commercial."
7. "Estate Residential Area" means that approximately 25.54 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Estate Residential."
8. "Estate Residential Units" means the approximately 25 estate residential homes at a density of up to four (4) units per acre in the Estate Residential Area.
9. "Natural Resource Preserve Area" means those areas designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Natural Resource Preserve."
10. "Nine-Hole Course" means a regulation nine-hole golf course with a variety of par three, par four and par five holes, is at least 2,600 yards in length, and at least par 33.
11. "Owner" means Spight Properties II LLC.
12. "PDP" means a Precise Development Plan.
13. "Project" means any development of the Property consistent with the Alexander Valley Resort Specific Plan.
14. "Property" means that certain 267 acres of land located generally to the south and east of Santana Road, to the east of Asti Road, to the west of the Russian River, and to the north and west of the Cloverdale Municipal Airport, that is designated as "Destination Commercial" on the City of Cloverdale General Plan Land Use Map and that is the subject of this Alexander Valley Resort Specific Plan.

15. "Recreation/Open Space Area" means that approximately 219 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Recreation/Open Space."
16. "Recycled Water" means all of the disinfected secondary effluent produced by the City's Treatment Facility (defined below) in compliance with the requirements of the North Coast Regional Water Quality Control Board.
17. "Regulation Course" means a regulation 18-hole golf course with a variety of par three, par four and par five holes, is at least 5,200 yards in length, and at least par 66.
18. "Resort" means the 100-150 room multi-story resort hotel located in the Resort Residential Area that includes a restaurant, conference facilities, gift shop and a full-service spa.
19. "Resort Mixed-Use Area" means that approximately 12.3 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Resort Mixed Use."
20. "Resort/Resort Residential Area" means that approximately 8.61 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Resort/Resort Residential."
21. "Resort Residential Units" means the approximately forty (40) attached residential units at a density of up to 15 units per acre in the Resort/Resort Residential Area.
22. "Russian River Frontage Area" means that approximately 37.1 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Russian River Frontage."
23. "Single-Family Residential Area" means that approximately 19.14 acres of land designated on the Specific Plan Land Use Classifications diagram (Exhibit 3) as "Single-Family Residential."
24. "Single-Family Residential Units" means the approximately 105 single-family detached homes at a density of up to eight (8) units per acre in the Single-Family Residential Area.
25. "Specific Plan" means this Alexander Valley Resort Specific Plan, as may be amended.
26. "Treatment Facility" means the City's wastewater treatment facility located on Sonoma County Assessor's Parcel Number 116-260-044.

I. INTRODUCTION

A. BACKGROUND / SETTING

The City of Cloverdale ("City") is located on US Highway 101 in northern Sonoma County [see Exhibit 1 (Regional Location Map)]. It is approximately 34 miles north of Santa Rosa and 80 miles north of the Golden Gate Bridge.

The proposed Alexander Valley Resort ("Project") is located within the Cloverdale city limits and occupies approximately 267 acres fronting on Asti Road/Highway 101, between the east side of the road and the Russian River. [See Exhibit 2 (Site Location Map) (hereafter, the "Property")]. The Project is owned by Spight Properties II LLC ("Owner"). Tyris Corporation is the operating and managing agent for the Owner ("Developer").

The majority of the Property was formerly a wood-processing mill owned and operated originally by Georgia Pacific Corporation and later by the Louisiana-Pacific Corporation. Milling operations had disturbed most of the site's natural landforms, creating an industrial facility separated from the Russian River by a levee and truncated by the tracks of the Northwestern Pacific Railroad. When the mill site was closed and the operations on the property ceased, the site was left in great disrepair and in need of remediation. Massive amounts of wood debris, including two wood waste landfills containing approximately 600,000 cubic yards of material, remained on the property. Concrete foundations, many acres of asphalt paving, concrete-filled barrels, used paint containers, metal and debris evidenced the former use of the site. As a result, ground water and localized areas of soil were contaminated and required treatment and monitoring. Leachate from the wood waste landfills drained into the site's remnant natural drainages. The property presented both a challenge for cleanup and an opportunity for future use when it was purchased by the current Owner.

It is the intent of the Developer to improve the site for future beneficial community uses, to restore, enhance and protect many of the site's natural elements, and to develop the site in a sensitive manner consistent with the design criteria outlined in this Specific Plan. The Developer has crafted a Specific Plan that is responsive to the needs of the community and capitalizes on the opportunities of the site.

B. PROJECT DESCRIPTION

The Land Use Plan for the Alexander Valley Resort Specific Plan establishes the following six (6) land use designations and associated land use "Areas" within the Specific Plan area, as depicted on Exhibit 3 (Land Use Plan Classifications):

- Resort/Resort Residential Area

- Recreation/Open Space Area
- Entry Commercial Area
- Resort Mixed-Use Area
- Estate Residential Area
- Single-Family Residential Area

The Land Use Plan is intended to be used in conjunction with the development standards set forth in Chapter 18.08.40 (SP-1 Alexander Valley Resort Specific Plan Zoning District Development Standards) of the Zoning Ordinance, and the design review requirements set forth in Chapter 18.03.150 of the Zoning Ordinance.

Ultimately the Developer plans a full service destination wine country resort complex on the site, including the following components:

- A 100-150 room multi-story resort hotel with a restaurant, conference facilities, gift shop and a full-service spa in the Resort/Resort Residential Area;
- Up to 40 attached residential units at a density of up to 15 units per acre (Resort Residential Units) in the Resort/Resort Residential Area;
- Up to 219 acres of active or passive recreation uses, as determined by the City Council pursuant to this Specific Plan, including Natural Resource Preserve Areas, in the Recreation/Open Space Area;
  Up to 105 single-family detached homes at a density of up to eight (8) units per acre (Single-Family Units) in the Single Family Residential Area;
- Up to 25 estate residential homes at a density of up to four (4) units per acre (Estate Residential Units) in the Estate Residential Area;
- A 2.4-acre entry commercial component abutting Asti Road proposed for a wine tasting facility and restaurant services complimentary to the Resort in the Entry Commercial Area.
  A 12.3-acre mixed-use component developed with Resort-compatible commercial and/or light-industrial uses, as determined by the City Council, in the Resort Mixed-Use Area.
  All public and private infrastructure necessary to develop, operate and maintain the Project, including utility and circulation infrastructure and associated landscaping, including vineyard-frontage landscaping as appropriate.

Of the 267 acres, approximately eighteen percent (18%) of the site will be developed with structures, with the remaining eighty-two percent (82%) devoted to recreational uses and open space areas. [See Exhibit 3].

Development will incorporate many of the existing site features into the design as well as take advantage of the views of the surrounding and immediate area such as the Recreation/Open Space Area, Natural Resource Preserve Area, Russian River, adjacent vineyards, and the Mayacamas Mountains to the east.

Water sources for the Project are expected to include a combination of domestic/potable City water, Recycled Water and existing irrigation wells. The Project is accessed by a major entryway that is aligned with the South Cloverdale Boulevard interchange with Highway 101. After entering the main entrance, users may proceed up the hill to the hotel and recreation area or turn right into the single-family residential areas. An additional entry on Asti Road provides a second access for the residential homes.

[See Exhibit 3 (Land Use Classifications) and Exhibit 4 (Alexander Valley Resort Illustrative Site Plan). The golf course and trail location(s) depicted in the Recreation/Open Space Area of these exhibits are for illustrative purposes only; the actual Recreation/Open Space Area amenity and trail location(s) and alignment will be determined as part of Precise Development Plan approval pursuant to this Specific Plan.]

C. SPECIFIC PLAN PURPOSE AND STATUTORY REQUIREMENTS

The Government Code of the State of California provides local jurisdictions, like the City, the authority to prepare and adopt specific plans for the appropriate implementation of the general plan of the jurisdiction. A specific plan may address a portion of the area covered by the general plan, and a general plan may include area within the adopted sphere of influence of the jurisdiction.

The 2009 Cloverdale General Plan, as amended ("General Plan") requires that this Specific Plan be prepared for the Project site prior to any development occurring in this portion of the planning area. The California Government Code (Sections 65450 through 65457) is definitive in describing the purpose and scope of a specific plan. Section 65451 mandates that a specific plan be structured as follows:

1. A specific plan shall include a text and a diagram or diagrams which specify all of the following in detail:

    a. The distribution, location and extent of the uses of the land, including open space, within the area covered by the plan;

    b. The proposed distribution, location, and extent and intensity of major components of public and private transportation, sewage, water, drainage, solid waste disposal, energy, and other essential facilities proposed to be located within the area covered by the plan and needed to support the land uses described in the plan;

c. Standards and criteria by which development will proceed, and standards for the conservation, development, and utilization of natural resources, where applicable;

d. A program of implementation measures including regulations, programs, public works projects, and financing measures necessary to carry out paragraphs a, b and c;

2. The specific plan shall include a statement of the relationship of the specific plan to the general plan (Section 65451). The specific plan may address other topics if necessary or desirable for implementation of the Cloverdale General Plan (Section 65452).

D. RELATIONSHIP TO THE CLOVERDALE GENERAL PLAN

The Specific Plan may not be adopted unless it is consistent with the General Plan and, further, no tentative subdivision map may be approved within the Project area unless it is consistent with the adopted Specific Plan. Therefore, the Cloverdale General Plan is the document from which the policies and implementing mechanisms relevant to the proposed Project are derived. Consistency may also be achieved by amending the General Plan in light of the proposals and recommendations of this Specific Plan.

The approximately 267-acre Project site is designated in the General Plan for Destination Commercial uses as shown in Exhibit 5 (City of Cloverdale - General Plan Land Use Map).

The General Plan Destination Commercial land use designation "is intended to encourage recreation and tourist-commercial uses to serve as a distinctive entry into the City." The General Plan further specifies that the primary uses encouraged within the Destination Commercial land use designation include golf courses, other recreational uses and related amenities, hotels, motels, recreation vehicle campgrounds, bed and breakfasts, parklands, destination resorts, and retail uses, if similar and compatible. Secondary uses include residential developments (if associated with a recreational amenity or visitor serving facility), convenience stores, community centers, service stations and art, craft or music schools.

The General Plan is founded upon 14 major objectives. Major objective #6 states the following: "The General Plan should provide for a balance of land uses for housing, jobs, economic development, destination commercial sites, and a jobs/housing balance." The following goals, policies and implementation programs in the Cloverdale General Plan support this major objective and relate to the Alexander Valley Resort Specific Plan:

- Goal LU 1: Provide a balance of land uses within the Urban Growth Boundary (UGB) and UGB Exception Area for housing, jobs, economic development, recreation, conservation, and destination commercial uses.

    - Policy LU 1-4, Implementation LU 1-4.b: Encourage major destination commercial uses, such as resort and conference facilities, on an opportunity-presented basis, including potential to consider General Plan boundary amendments and provision of services.

- Goal LU 2: The downtown will be the commercial, cultural, and governmental core of the City.

    - Policy LU 2-4: Discourage the creation of retail commercial areas outside the downtown that would adversely affect the viability of the downtown, including freeway frontages south of the City, freeway frontages east of Highway 101, and areas around the central Highway 101 interchange.

- Goal LU 4: Maintain the built environment to support the quality of life and the friendly, rural, small-town atmosphere.

    - Policy LU 4-1: Maintain and improve the design of the built environment. Improve the appearance of entries and approaches to the downtown and the community. Maintain attractive highway frontages, well designed streetscapes and sidewalks.

    - Policy LU 4-2: Protect and enhance views from the Highway 101 corridor.

- Goal LU 6: New development will be coordinated with the provision of infrastructure and public services.

    - Policy LU 6-1: Ensure adequate water and wastewater capacities or improvements are in place prior to granting approval for new development.

    - Implementation LU 6-1.b: Upgrade the City Wastewater Treatment Plan to provide tertiary treatment. Provide plumbing in new development so that tertiary treated water can be distributed for new development, open space, parks, and other uses.

- Implementation LU 6-1.c: Promote water conservation and encourage water conserving landscaping. Adopt water conservation ordinances and mandatory landscaping ordinances if needed to respond to water supply issues.

- Policy LU 6-4: Require new development to fund processing costs and necessary infrastructure and services required by such new development.

- Goal LU 7: Encourage jobs and housing nexus, providing housing for workers employed in Cloverdale, in order to reduce commuting, to support local businesses, schools, and activities by providing a base of residents who both live and work in Cloverdale.

- Goal LU 8: Maintain the Cloverdale Airport and allow only airport-compatible land uses near the airport.

- Goal CDO 3: Maintain and improve the design of the built environment. Improve the appearance of entries and approaches to the downtown and the community. Provide design guidelines for new development and growth.

  - Policy CDO 3-1: Enhance major entrances to Cloverdale in order to provide definitive gateways to the City, including views seen from the freeway at the north and south of the City and the central interchange. Enhance entrance points along Cloverdale Boulevard to the north and south and at the central interchange/entrance to downtown.

  - Policy CDO 3-9: Develop a design plan for the industrial and commercial areas visible from the freeway. Freeway visible uses should de-emphasize freeway oriented signage and designs with parking as a main visual element from the freeway. Standards should encourage significant landscape areas, including tree screening, between the freeway and the uses.

- Goal CDO 5: Provide public, open space, and habitat uses along the Russian River.

  - Policy CDO 5-1, Implementation CDO 5-1.b: Provide continuous trails along the river on top of levees.

  - Policy CDO 5-1, Implementation CDO 5-1.c: Where designated in the Land Use Element, provide destination commercial or public recreation uses along the River.

- Goal CDO 6: Develop an urban forest plan to preserve exiting trees on hillsides and the valley floor. Enhance the tree canopy with new planting.

    - Policy CDO 6-2: Protect distinctive natural vegetation such as oak woodlands, riparian corridors and mixed evergreen forests by maintaining the natural features as a whole. Preservation of individual trees or features rather than the larger habitat does not satisfy this policy.

- Goal CDO 7: Conserve natural vegetation and wildlife resources.

    - Implementation CDO 7-1.a:Amend the Zoning Ordinance to provide 100 foot buffers (50 feet on each side) from creeks and rivers shown on the Conservation Element Map. Where the Russian River buffer is wider than 50 feet on the map, provide the wider buffers.

    - Implementation CDO 7-2.b:Preserve wetlands, habitat corridors, sensitive natural communities, and other essential habitat areas that may be adversely affected by public or private development projects where special-status plant and animal species are known to be present or potentially occurring based on City biological resource mapping or other technical material. Require a Biological Resources Assessment for development projects in areas with identified or with potential for special status plant and animal species.

- Goal PS 7: Provide appropriate regulations for land use and airport operations to ensure that the safety of airport operations and personnel and the general public and adjacent structures are protected.

    - Policy PS 7-6: Discourage residential, noise-sensitive developments or significant expansions thereto located near the airstrip or under an overfly route. The area of concern with future development lies within "referral area" delineated by the County Airport Land Use Commission. Until future annexation, the City will work with the County in unincorporated areas to ensure that developments are required to dedicate airport easements, deed restrictions or file "buyer beware" notifications to ensure that prospective buyers are aware of the airport's influence.

E. RELATIONSHIP TO OTHER PLANS AND POLICIES

1. Sonoma County General Plan

The County has designated Highway 101 as a "Scenic Highway Corridor," and the Russian River as a "Riparian Corridor" and these are important concepts to the City as well. Development is not precluded within the corridors, but ample setbacks are recommended in the County General Plan to assure rural scenic vistas through the site.

2. Cloverdale Southeast Specific Plan Master Environmental Assessment ("MEA") and Subsequent CEQA Documentation

Although not a plan document, the Cloverdale Southeast Specific Plan Master Environmental Assessment, prepared in January 2003, figures prominently in the process of developing the Alexander Valley Resort Specific Plan. The MEA is a compendium of environmental data with respect to the Project site and consists of documentation and an analysis of background conditions, opportunities, and constraints. The MEA was used to prepare a detailed site development strategy and specific plan, based on the findings of the MEA.

3. Sonoma County Airport Land Use Plan

Cloverdale Municipal Airport, a single-runway general aviation airport owned by the City, lies immediately south of the Project site along the west bank of the Russian River. The Sonoma County Comprehensive Airport Land Use Plan (2001) defines six different safety zones for the Airport which overlap the Alexander Valley Resort Specific Plan area. Further discussion of airport issues may be found in SectionII.B.11 of this Specific Plan.

In addition, the Airport is one of several existing noise sources around the Project site. Threshold standards may limit land uses where noise contour lines north of the runway extend into the site between the railroad tracks and the River.

F. DESCRIPTION OF THE SITE AND SURROUNDING AREA

1. Existing Features

The 267-acre Project site is located within the upper portion of the Alexander Valley reach of the Russian River watershed in northern Sonoma County. The dominant topographic features on the site are the upland areas in the south-central and western portions, some of which are

relatively steep (up to 2:1 slopes). There are sweeping views of mountains, vineyards, the Russian River, and agricultural fields from the higher portions of the site.

The lowlands of the site are separated from the Russian River by a levee. The levee was constructed by a previous property owner in the mid-1950s, and was built in accordance with U.S. Army Corps of Engineers' ("Corps") guidelines in effect at the time of construction. While the Sonoma County Water Agency ("SCWA") has indicated it will continue to maintain the levee, Developer was notified by the Sonoma County Permit and Resource Management Department that the levee does not meet the new, minimum requirements for FEMA accreditation and that the SCWA has no plans, at this time, for upgrading or improving the levee. The entire area west of the levee, which is most of the site, would not be expected to be inundated during a 100-year storm event.

Vegetation on the site forms a mosaic of native and non-native grasslands, oak woodland, scattered isolated oaks, riparian scrub/woodland, and seasonally ponded areas. Past land use activities have resulted in disturbance to much of the site, but remnants of native vegetation remain. Surveys for special-status plant species considered to have a potential for occurrence on the site were conducted in 2001 and 2002, which determined the absence of any listed plant species south of the Porterfield Creek crossing of the site.

A number of special-status animal species are known or expected to use the riparian habitat and cover associated with the Russian River corridor, including northwestern pond turtles, steelhead, and bird species. Local land use policies preclude development in the corridor. No red-legged frogs were encountered during protocol surveys, and no raptor nests or nesting activity of other bird species were observed during these surveys.

There are two watercourses that cross the site. An ephemeral drainage system originates in the south-central portion of the site, supporting a band of riparian willow and scrub. A spring or possible subdrain from the former wood waste landfill area, together with stormwater runoff, provides a source of surface water to this ephemeral drainage. The drainage also includes three artificial ponds in the same vicinity, all of which support a dense cover of cattail.

Based on previous surveys, potential waters of the U.S. occur along the Russian River and Porterfield Creek corridors, scattered seasonal wetlands in the diked former flood plain of the River, drainage channels on the inboard side of the levee, the ephemeral drainage system including the three man-made ponds, and the possible spring in the south-central portion of the site. The Corps previously conducted a verification of the

delineation survey and determined that the seasonal wetlands are isolated and that the drainage channels adjacent to the levee are manmade, and neither fall under Corps jurisdiction. The California Regional Water Quality Control Board, North Coast Region ("RWQCB") may claim these wetlands and channels as within their jurisdiction.

2. Existing Land Use

The majority of the Project site has been in resource-oriented industrial use since the 1950s, when a sawmill complex was established on the lower flat portion adjacent to the Russian River. The original complex was expanded and modernized after Louisiana-Pacific purchased it in 1984. The mill closed in 1991 and was demolished shortly thereafter; some partial concrete slabs were all that remained. On-site disposal of wood waste was also discontinued in 1991, with two distinctive piles of wood waste located on the southeastern and southwestern knolls. Other remnants of previous activity in the center of the site included small ponds and a non-descript paved area.

A minor portion of the Project site (15 of the 267 acres) to the northeast was formerly an isolated small vineyard. In 2002 the vines, which had become too old to be commercially productive, were removed by the owner who subsequently sold the 15 acres to Spight. This portion of land abuts another small vineyard (approximately 46 acres) immediately to the north of the Project site.

While in-stream gravel mining was historically performed in the Russian River floodplain, the permits for this activity have expired.

The tracks of the Northwestern Pacific Railroad cross the site running almost due north-south, parallel to the levee and about 1200 feet west of it. Freight service on the line has been discontinued but may resume in the future. Additionally, work has begun on a passenger rail and bicycle pedestrian pathway project to provide passenger rail service between Cloverdale and Larkspur.

The Project site is bounded on the north by Reuser Industrial Park and other industrially zoned lands. Other existing adjacent uses to the north include a residence and the small vineyard referenced above. To the east of the Project site, across the Russian River, all of the lands are in agricultural production.

II. SPECIFIC PLAN COMPONENTS

A. LAND USE CLASSIFICATIONS

The following land use classifications within the Alexander Valley Resort Specific Plan, which are depicted geographically on Exhibit 3, are intended to be consistent with the land uses specified in the City's General Plan:

- Resort/Resort Residential
- Recreation/Open Space
- Entry Commercial
- Resort Mixed-Use
- Estate Residential
- Single-Family Residential

The Destination Commercial land use designation of the City's General Plan states:

> *This designation is intended to encourage recreation and tourist-commercial uses to serve as a distinctive entry into the City. Primary uses include golf courses, other recreation uses and related amenities, hotels, motels, recreation vehicle campgrounds, bed and breakfasts, parklands, destination resorts, and retail uses, if similar and compatible. Secondary uses include residential developments (if associated with a recreational amenity or visitor-serving facility), convenience stores, community centers, service stations and art, craft or music schools.*

B. SPECIFIC PLAN OBJECTIVES AND POLICIES

1. Land Use ("LU") Objectives and Policies

The following objectives and policies apply generally to land use and development in the Specific Plan area, and include recommendations for the proposed character and design of the Project:

- <u>Objective LU1</u>: Develop and subsequently establish a wine country destination resort and community that implements the goals and policies of the General Plan as well as the Destination Commercial land use designation by creating a resort community that is in harmony with the existing region, local community, and surrounding landscapes.

    - Policy LU1.1: Arrange open spaces, natural and man-made, to blend and guide development areas. Natural and

existing open spaces that influence development include oak woodlands, riparian areas and wetlands, steep slopes, open water bodies, open drainage courses, and agricultural setbacks.

- Policy LU1.2: Place development in areas in a way that is sensitive to the physical opportunities and constraints of the site.

- Policy LU1.3: Allow for a blend of natural and man-made open space, recreational, destination resort, residential, and commercial uses within the Specific Plan area as described in Exhibit 3.

- Policy LU1.4: In addition to the Goals, Objectives and Policies of this Specific Plan, the following Specific Plan land uses shall conform to equivalent General Plan designations as they exist or may be amended:

  - The entire site shall meet the applicable General Plan goals and policies as well as the provisions for the Destination Commercial land use designation.

  - The Single-Family Residential area shall meet the provisions of the Medium Density Residential General Plan designation as it exists or may be amended;

  - The Estate Residential area shall meet the provisions of the Low Density Residential General Plan designation as it exists or may be amended.

  - The Resort Residential area shall meet the provisions of the Medium or High Density Residential General Plan designations as they exist or may be amended.

- <u>Objective LU2</u>: Employ natural and man-made open space to provide context and identity to the site.

  - Policy LU2.1: Combine the recreational use with mixed residential and commercial uses within established frameworks allowing for ease of use by employees, tourists and patrons and to provide services, employment and revenue for the City.

  - Policy LU2.2: Enhance degraded plateau environments and develop reclaimed landscapes for

desirable residential development at densities planned to blend with the site.

- Policy LU2.3: Preserve selected natural environments, including oak woodlands, remnant riparian corridors and seasonal wetlands.

- Policy LU2.4: Preserve the Russian River and Porterfield Creek area waterways for conservation, protection, and recreational opportunities for the enjoyment of the community and visitors alike.

- Policy LU2.5: Utilize landscape planting, trails and development to integrate and synthesize natural resources and preserve amenities such as wildlife habitats, riparian and wetland elements, and agriculture, with the Recreation/Open Space Area.

- Policy LU2.6: Locate natural and man-made open spaces at the edges of developed areas to act as a buffer between the Project and agricultural and industrial operations and to create suitable and appealing transitions to adjoining off-site landscapes. This allows on-site open spaces to merge with off-site open spaces providing a harmonious visual transition between the site and its neighbors, and continuity to the site's overall regional perception.

- Policy LU2.7: Enhance degraded environments and develop reclaimed landscapes for recreation and residential development that blend with the site.

- Objective LU3: Preserve and enhance the intrinsic hillside value of the western portion of the Alexander Valley Resort site in accordance with the Hillside Protection development standards in the Zoning Ordinance and as an appealing distinctive visual gateway to the City of Cloverdale.

  - Policy LU3.1: Develop and submit a visual "gateway" or entrance theme, for review and approval by the City, with the first submitted PDP.

  - Policy LU3.2: Preserve and potentially enhance selected key natural open space areas for conservation and provision of an aesthetic context for site development.

- Policy LU3.3: Enhance degraded plateaus for recreational use, agriculture, open space, wildlife habitats, and visual amenities.

- Policy LU3.4: Use reclaimed landscapes as a gateway visual amenity component.

- Policy LU3.5: Incorporate residential, recreation and other resort-compatible uses on reclaimed landscapes in a manner that is compatible with the gateway concepts, including visual screening of residential units on the plateau, as determined by a visual analysis submitted with the PDP.

- Policy LU3.6: Architectural review by the City shall be required for all major components.

- Policy LU3.7: Penetrate urban development areas with view corridors as often as feasible to expose the Recreation/Open Space Area amenities, agriculture, and natural and man-made open spaces for intrinsic visual aesthetic benefits and site value.

- Objective LU4:Provide for the coordinated development of the Recreation/Open Space Area.

  - Policy LU4.1: Allow for the development of a golf course as provided herein, or for an alternate recreation use approved by the City Council, or for the preservation of all or part of the Recreation/Open Space Area as an open space amenity.

  - Policy LU4.2: The City may consider an alternate active or passive recreation use within the Recreation/Open Space Area, in-lieu of a golf course, which offers a public benefit accessible to the local community. Any alternate recreation use shall complement the Resort, be consistent with the Destination Commercial land use designation, and implement the goals and policies of the General Plan and this Specific Plan. Any alternate recreation use shall be consistent with a PDP approved by the City Council and subject to environmental review under CEQA.

2. Resort ("R") Objectives and Policies

- Objective R1: Provide a wine country destination Resort that will attract visitors to the City of Cloverdale and surrounding wine country.

  - Policy R1.1: Develop a multi-story, 100-150 room hotel that contains the necessary support services, variety of room types with views, restaurant and retail facilities, conference and meeting facilities, and potential shuttle services to the downtown core, Cloverdale Municipal and Charles Schulz Sonoma County Airports and surrounding area.

  - Policy R1.2: Develop a full service spa, similar to other spas located in the Sonoma wine country, with amenities including treatment rooms for massage and skin care, a fitness center, salon services and changing lounges with whirlpool, steam and sauna.

- Objective R2: Provide a variety of recreational activities ancillary to the Resort.

  - Policy R2.1: If a golf course is proposed for development, it shall be developed in accordance with the General Objectives and Policies set forth in Section II.B.13.

  - Policy R2.2: The Resort operator shall coordinate with local visitor-serving businesses to offer other activities in the wine country including but not limited to:

    - Wineries
    - Local vineyards
    - Ballooning
    - The Sonoma Coast
    - Local lakes and reservoirs
    - Fishing activities
    - The Geysers
    - Tourist train
    - Bicycling
    - Kayaking
    - Skydiving
    - Boating
    - Special Events
    - Art & Photographic Displays

- Policy R2.3: The Developer shall create and establish a landscape theme for the Resort that embraces and incorporates local and regional themes.

- Policy R2.4: The Resort shall utilize subterranean and/or screened parking areas to enhance the appearance of the Resort areas.

3. Recreation/Open Space Area ("R/OS") Objectives and Policies

Approximately 218 acres of the 267-acre site is proposed for use as a Recreation/Open Space Area.

The Recreation/Open Space Area will be set in the context of a wine country landscape within walking and/or bicycling distance of all proposed residential neighborhoods. The design of this area will be integrated within the variety of natural landscapes the site presents. Permitted uses in the Recreation/Open Space Area include a golf course and golf-related improvements, uses and services, as provided in Section II.B.13 of this Specific Plan. Other uses of the Recreation/Open Space Area may be considered by the City Council as set forth herein.

Selected natural open space areas will be preserved and enhanced for both their habitat and aesthetic values. Oak woodlands, remnant riparian areas and seasonal wetlands will be integrated into the Project design to protect these resources and enhance the experience. These natural open space areas will also provide vegetated areas for natural stormwater filtration, buffer areas for wildland fire protection, and transitional areas between neighboring land uses and existing open space areas.

The design of this recreation and open space area will be integrated within the variety of natural landscapes the site presents.

- Objective R/OS1: Provide recreational activities for residents and the general public.

  - Policy R/OS1.1: Recreational activities represent a substantial amenity of the Resort, and shall be provided in such a manner as to be accessible and available to Resort guests, City residents, and the general public.

- Objective R/OS2: Create a Recreation/Open Space Area amenity for the Project that is environmentally sensitive, sustainable, and designed and constructed with principles and concepts consistent with established environmental practices for such development.

- Policy R/OS2.1: Develop areas adjacent to recreation uses that will serve as buffers to preserved natural wildlife habitat areas.

- Policy R/OS2.2: Preserve and enhance selected riparian drainages revegetated with native and indigenous planting and develop grass-lined swales to act as storm water bio-filters prior to water discharge to low areas or open water bodies.

- Policy R/OS2.3: Protect and preserve selected areas of sensitive native vegetation and habitat as open space closed to public use.

- Policy R/OS2.4: Plant native vegetation in preserved natural areas and other areas that will serve as habitat for wildlife on the site.

- Objective R/OS3: Irrigate landscaping and the Recreation/Open Space Area with Recycled Water and preserve fresh water resources for domestic uses.

  - Policy R/OS3.1: Use Recycled Water for irrigation of landscaping and the Recreation/Open Space Area, as appropriate and except as noted below. Potable City water shall not be used for irrigation purposes.

  - Policy R/OS3.2: Blend Recycled Water with water from natural on-site sources in on-site storage ponds for irrigation use, as appropriate.

  - Policy R/OS3.3: As appropriate, incorporate water retention facilities into the design of the Recreation/Open Space Area.

  - Policy R/OS3.4: To minimize the need for water from groundwater sources, irrigation water storage ponds shall be designed to collect rainwater from site runoff, as well as for storage of Recycled Water.

4. Resort Residential ("RR") Objectives and Policies

The areas adjacent to the Resort on its northeasterly, south and southwesterly sides are intended to accommodate the Resort Residential Units, consisting of guest cottages and privately-owned homes, at a

density of up to 15 units per acre. The height and massing of the Resort Residential Units shall relate to the topography on which they are sited. Unit size will vary from approximately 800-1,500 square feet in size and will include private balconies and patios depending on topography, orientation and view opportunities. Resort Residential Units are located so as to be within comfortable walking distance to the Resort and Recreation/Open Space Area.

- Objective RR1: Provide for distinct Resort guest cottages and privately owned Resort Residential homes clustered near the Resort. This may also include the use of "fractional ownership" for Resort Residential Units.

  - Policy RR1.1: Approximately 40 guest cottages and homes will be grouped in clusters with the majority having views of the Recreation/Open Space Area, Russian River, surrounding vineyards and the hills to the east and west.

  - Policy RR1.2: Locate development in or near the westerly hillside area of the Project.

  - Policy RR1.3: The design and architectural building styles of the guest cottages and homes shall reflect themes and concepts consistent with the wine country architectural style of the adjacent Resort facilities.

  - Policy RR1.4: Develop the guest cottages and homes in neighborhoods that include open spaces as a key visual amenity.

  - Policy RR1.5: Develop a landscape theme that embraces and incorporates regional and local themes, is congruous with the Resort landscape theme and will incorporate native, drought tolerant species.

  - Policy RR1.6: Parking areas shall be in close vicinity to the Resort Residential Units and subterranean or screened visually by landscaping, where feasible.

  - Policy RR1.7: Develop well-defined pedestrian ways from Resort Residential Units that connect to the Resort, Recreation/Open Space Area and its amenities.

  - Policy RR1.8: It is anticipated that the proposed hotel will manage the rental of the privately-owned Resort Residential Units when not in use by the principal owner(s).

The rental of the privately-owned Resort Residential Units by the hotel or the individual owners will be subject to City-imposed transient occupancy taxes.

5. Single-Family Residential ("SFR") Objectives and Policies

The southwesterly portion of the site, west of the NWP railroad tracks, is surrounded by the Recreation/Open Space Area and is designated as Single-Family Residential. This designation allows detached single-family homes at a density of up to eight (8) units per acre with minimum lot sizes of approximately 4,000 square feet.

It is anticipated that there will be four to seven single-family residential prototypes. The single-family neighborhoods will be within comfortable walking distance for patrons or employees to the Resort and surrounded by the Recreation/Open Space Area, Natural Resource Preserve Area, preserved oak woodlands, and other natural habitats and agricultural open spaces. Many lots will have views of the Recreation/Open Space Area.

- Objective SFR1: Develop and establish a residential community geared toward recreational opportunities.
    - Policy SFR1.1: Develop up to 105 detached Single-Family Residential Units.
    - Policy SFR1.2: Develop and submit a visual "gateway" or entrance theme, for review and approval by the City, with the first submitted PDP. Locate residential development in or near the westerly hillside areas of the Project site.
    - Policy SFR1.3: Arrange Single-Family Residential Units into neighborhoods that contain similar densities and housing styles.
    - Policy SFR1.4: Create architectural building styles that reflect themes of wine country architecture.
    - Policy SFR1.5: Develop residential neighborhoods that are surrounded by open spaces as a key visual element.
    - Policy SFR1.6: Design neighborhoods to have a visual connection to various open spaces that provide the development a greater contextual site value and the individual homeowner a sense of place.

- Policy SFR1.7: Use of open fences in Single-Family Residential Units backing onto the Recreation/Open Space Area is encouraged.

- Policy SFR1.8: Develop a landscape theme that embraces and incorporates regional and local themes and is compatible with the Resort theme.

- Policy SFR1.9: Integrate the Recreation/Open Space Area and amenities into the Single-Family Residential Area.

6. Estate Residential ("ER") Objectives and Policies

The southeasterly portion of the site, west of the NWP railroad tracks, has been designated as Estate Residential. This area is intended to allow detached single-family homes at a density of up to four (4) units per acre. This area is located primarily on the hill east of the former wood waste landfill sites.

Estate Residential neighborhoods are located overlooking the Recreation/Open Space Area, and will be located within comfortable walking distance for patrons or employees of the Resort and to the Recreation/Open Space Area.

- Objective ER1: Develop and establish the Estate Residential Units as a community of custom homes.

  - Policy ER1.1: Develop up to 25 Estate Residential Units.

  - Policy ER1.2: Locate the Estate Residential Units on the hillside area just westerly of the railroad tracks and retain as much of the existing open space as feasible.

  - Policy ER1.3: The PDP shall identify significant individual trees and significant groupings of trees (oak forest). Houses and lots shall be sited to preserve trees and forest groupings.

  - Policy ER1.4: Create architectural styles that reflect themes of wine country architecture.

  - Policy ER1.5: Develop a landscape theme that embraces and incorporates regional and local themes, is drought tolerant, consistent with the Resort landscape

theme and provides landscape buffers as protection against wildland grass fires.

- Policy ER1.6: Include surrounding open space as a key visual amenity.

- Policy ER1.7: Integrate the Recreation/Open Space Area and amenities into the Estate Residential Units' design.

- Policy ER1.8: Locate Estate Residential Units in such a way as to be compatible with surrounding agricultural uses. Include "right to farm" provisions in the Covenants, Conditions and Restrictions ("CC&Rs") for homes near existing agricultural uses.

- Policy ER1.9: Develop livable residential areas in compliance with Airport Land Use zoning restrictions.

- Policy ER1.10: Provide visual screening of residential units on the plateau, as determined by visual analysis submitted with the PDP.

7. Entry Commercial ("EC") Objectives and Policies

The commercial parcel located on the south side of the main entry to the site, with frontage on Asti Road, has been designated as Entry Commercial. The intent of this designation is to provide for a wine tasting facility and related food service use. Uses in this area could also include other retail facilities complementary to the "Destination Resort" theme.

- Objective EC1: Provide for an Entry Commercial Area that contains shops and services for Resort guests, site residents, local residents and visitors that enhances the services and theme of the Resort and the Recreation/Open Space Area amenities.

  - Policy EC1.1: Developer shall prepare and submit a visual "gateway" or entrance theme, for review and approval by the City, with the first submitted PDP. The approved PDP shall reflect a building and landscape theme that embraces and incorporates regional and local themes.

  - Policy EC1.2: Developer shall consider climate conditions in the building design and orientation to apply natural heating and cooling opportunities.

- Policy EC1.3: Parking for the Entry Commercial Area shall comply with City of Cloverdale standards and design guidelines. Parking areas shall be provided for employees and patrons and shall be adequately screened through use of subterranean parking, landscaping, berming or a combination thereof.

- Policy EC1.4: Provide subterranean storage areas for use by tenants of the Entry Commercial Area.

- Policy EC1.5: A PDP for the Entry Commercial Area shall not be approved prior to, but may be approved concurrent with, the PDP for the Resort.

- Policy EC1.6: Commercial tenants shall be complementary to the downtown, providing for a range of employers, businesses, and environments that work with the surrounding existing and planned land uses.

- Policy EC1.7: All development will be integrated and oriented, both physically and aesthetically, toward the Resort, providing natural pedestrian and bicycle connections to the Resort.

8. Resort Mixed-Use ("RMU") Objectives and Policies

The commercial parcel located on the north side of the main entry to the site, with frontage on Asti Road and Santana Drive, has been designated as Resort Mixed-Use. The intent of this designation is to provide for commercial and light-industrial uses compatible with the Resort use and complementary to the Resort theme.

- Objective RMU1: Provide for a mixed-use area that complements the Resort and enhances the experience of residents and visitors of the Resort and the Recreation/Open Space Area amenities.

  - Policy RMU1.1: Development on the southern portion of the Resort Mixed-Use Area shall be compatible with the visual "gateway" or entrance theme established by the Entry Commercial Area, subject to the review and approval of the City Council through the PDP process. Development shall adhere to a building and landscape theme that embraces and incorporates regional and local themes.

- Policy RMU1.2: Developer shall consider climate conditions in the building design and orientation to apply natural heating and cooling opportunities.

- Policy RMU1.3: Parking for the Resort Mixed-Use Area shall comply with City standards and design guidelines. Parking areas shall be provided for employees and patrons and shall be adequately screened through use of subterranean parking, landscaping, berming or a combination thereof.

- Policy RMU1.4: Development shall include subterranean storage areas for use by tenants of the Resort Mixed-Use Area.

- Policy RMU1.5: A PDP for the Resort Mixed-Use Area shall not be approved prior to, but may be approved concurrent with, the PDP for the Resort.

- Policy RMU1.6: The Resort Mixed-Use Area shall provide for a range of employers, businesses, and environments that work with the surrounding existing and planned land uses.

9. Public Facilities and Infrastructure Objectives and Policies

The Specific Plan includes a variety of public facilities and utilities to adequately provide service for specific land use proposals, which are described in detail below. Capital improvements for these services need to be planned, financed and built. It is anticipated that the Developer will either improve or construct these facilities or pay for its "fair share" of these facilities. Responsibilities for planning, funding and constructing these facilities will be the subject of further discussions between the Developer and the City and will be established in the proposed Development Agreement. The public utility systems for the Resort area shall be in accordance with all local codes, regulations and standards and will be designed to meet these standards.

a. Public Facilities ("PF") Objectives and Policies

There are a number of public facilities and areas that exist or are planned on the Project site. These include the existing levee, a public trail along the top of the existing levee with a connecting public trail from the Project below the NWP railroad right-of-way, an Emergency Vehicle Access ("EVA") road across the NWP railroad tracks, providing emergency access to the easterly portion of the Project, planned open space areas, the City's planned Zone 1 reservoir, proposed landscaped parkways and landscaped medians.

- Objective PF1: Develop and/or improve the necessary public facilities to serve the Project.

    - Policy PF1.1: Develop, and dedicate to the City, subject to existing open space easements, a public pedestrian/bicycle trail along the entire property frontage owned by Developer on the Russian River levee, including the finger of property from the Project site to the City's Treatment Facility. The Developer shall retain an easement on the dedicated lands for utilities and access. Links shall be provided on the Developer's property so that the trail can serve residents of the Project and connect to a future riverfront trail system. A design for the trail, public access and parking shall be submitted for review and approval by the City Council concurrent with the PDP for the Resort. Subject to the issuance of necessary approvals and permits by other public agencies, the trail shall be constructed prior to issuance of the Certificate of Occupancy for the Resort hotel.

    - Policy PF1.2: Applicable PDPs shall provide that the Developer dedicate a public access easement to the City and complete a multi-use recreation trail from the Project area to the proposed SMART train, if feasible, and to the levee trail. Trail improvements shall be constructed by the Developer.

    - Policy PF1.3: Developer will provide the City with an easement covering sufficient acreage, adjacent to Owner's existing communications site, on the knoll adjacent to Asti Road (elev. 448-ft. AMSL) for construction of and access to a Zone 1 water reservoir.

b. Transportation and Circulation ("TC") Objectives and Policies

The transportation and circulation system for the Specific Plan includes public and private streets, emergency vehicular access roads, sidewalks and parking areas. It is anticipated that residents within the Project area may be able to utilize personal golf carts on internal Project roads or walk or bicycle to access the Recreation/Open Space Area and amenities as well as proposed commercial facilities.

The main access to the Project site will be from Asti Road via the South Cloverdale Boulevard interchange with Highway 101. At the major entrance users will enter the Resort via the proposed entry road,

"Old Mill Road". The entry road will provide access to the Resort, Recreation/Open Space Area, and the residential communities. There is a secondary entryway to the residential communities via Asti Road.

- Objective TC1: Develop a safe and efficient vehicular, pedestrian and bicycle circulation system within the Project to all on-site land uses and provide adequate connections to the adjacent communities.

  - Policy TC1.1: With the exception of the Resort entry street, all on-site streets will be public and constructed per City standards and/or conditions of approval.

  - Policy TC1.2: Maintain City of Cloverdale level of service ("LOS") standards for the roadway intersections impacted by the Project development.

  - Policy TC1.3: The PDP for the residential and commercial components of the Project shall include a requirement that Developer construct, or contribute its proportional share for funding the construction of, traffic improvements necessary to maintain City LOS standards, to the extent the failure to maintain the LOS standards is the result of the Project, and subject to reimbursement as outlined in Section III.G.

  - Policy TC1.4: The design of the interior Project streets shall include pedestrian crossing signs and golf cart crossing signs, if applicable, at all crossing points. A minimum of a five-foot concrete sidewalk shall be provided on all streets providing access to uses that will generate pedestrian traffic.

- Objective TC2: Develop and implement a circulation system that is multi-purpose, providing for vehicles, pedestrians and bicycles.

  - Policy TC2.1: Develop street systems to serve internal and external destinations.

  - Policy TC2.2: Design curvilinear roads for the site to aid in reducing vehicular speeds.

  - Policy TC2.3: Develop an aesthetically pleasing pedestrian environment that incorporates street trees and landscaping along sidewalks, walkways, medians, and off-street paths. Street trees shall be installed so that tree crowns create a canopy.

- Policy TC2.4: Road alignments will follow existing site contours and reclaimed site landform contours as applicable and shall be consistent with the "gateway" design theme. Roadway design will incorporate contour grading to make roads appear to lie on a natural landform, which will blend in with the overall site character.

- Policy TC2.5: Appropriate native, drought tolerant trees and vegetation shall be planted along streets to assist in establishing a distinctive visual character.

- Policy TC2.6: Vehicular circulation shall be designed to showcase the site's open space context, moving through natural and recreational areas.

- Policy TC2.7: Road gutters will define edges of roadways and aid in controlling runoff.

- PolicyTC2.8: Develop shared use of parking facilities where applicable.

- Objective TC3: Provide access to proposed residential areas and remote Recreation/Open Space Area, including provisions for emergency access.

  - Policy TC3.1: Develop an emergency vehicle access route from the Estate Residential Area through the Recreation/Open Space Area to the Resort that is clearly marked for emergency vehicles and emergency access to the residential areas. Gates or other barriers which block the emergency vehicle access shall be approved by the Fire District.

  - Policy TC3.2: Develop a secondary service access route from the Recreation/Open Space Area through the existing industrial park to the north. This secondary access will also act as an emergency vehicle access route to the Resort Residential Units from Santana Drive.

  - Policy TC3.3: Develop an emergency vehicle access route utilizing the route described above, across the NWP railroad right-of-way to access both the levee road and remote areas of the Recreation/Open Space Area.

- Objective TC4: Develop and implement measures for pedestrian, bicycle and Recreation/Open Space Area circulation within the Project site to connect to on-site uses and with City and regional trails, where applicable.

  - Policy TC4.1: Provide safe and convenient pedestrian routes to all on-site land uses.

  - Policy TC4.2: Develop an aesthetically pleasing environment for public circulation.

  - Policy TC4.3: Encourage alternatives to gas-fueled vehicular transportation to minimize impacts on regional air quality.

  - Policy TC4.4: Provide recharging facilities within the Resort complex for golf carts and electric vehicles.

  - Policy TC4.5: Provide pedestrian/bicycle routes that allow residents and visitors access to the levee trail, including access from the levee road and, if possible, the SMART trails, through the Project to the public parking area located on the Project site.

  - Policy TC4.6: Provide adequate bicycle parking facilities at the Resort and the Recreation/Open Space, Entry Commercial, and Resort Mixed-Use Areas to encourage bicycle use.

  - Policy TC4.7: The PDP for any residential component shall designate safe routes for school children to walk to City schools and/or shall specify whether and how busing would be provided.

c. Domestic Water System Plan ("DWP") Objectives and Policies

The City will provide domestic water for the uses proposed in the Project. It is anticipated that the Project will connect to the City's system at two (2) places. The first connection point is a planned 16-inch main located at the intersection of Asti Road and Santana Drive. The second connection point is an existing 12-inch main at the southeast end of Santana Drive. From these two connection points water lines will run through the site, ultimately forming a looped system. Looped water transmission lines will help ensure a continuous and reliable water service [see Exhibit 6 (Domestic Water System Plan)]. It is also anticipated that a new Zone 1 water reservoir

facility will have to be built on the Project site, as called for by the City's Water System Master Plan Update.

- Objective DWP1: Provide an efficient and reliable domestic water delivery system for the Project.

  - Policy DWP1.1: Establish connections to the City's domestic water system as described above.

  - Policy DWP1.2: Construct a new on-site reservoir, with associated supply lines, pumping station and power to store fresh water for distribution to users. Include provisions to take portions of the reservoir out of service for periodic maintenance without disrupting water service to the area by utilizing the latest reservoir design, construction methods and technology.

  - Policy DWP1.3: Prior to commencing construction of a golf course, or any alternate recreation use approved by the City Council for the Recreation/Open Space Area, the Developer shall prepare a Water Contingency Plan that would ensure a replacement or supplemental water supply can be provided for the Recreation/Open Space Area if necessary, as determined by the City Council. The Water Contingency Plan shall be approved by the Cloverdale Public Works Director.

  - Policy DWP1.4: Implement Recreation/Open Space Area and open space irrigation with the use of Recycled Water together with water from existing wells on the Project site.

  - Policy DWP1.5: Mandate the use of water conservation measures in all new construction, emphasizing the use of drought tolerant landscaping. Water conservation measures for the Project may include the use of water conserving devices such as low-flow toilets, and faucet aerators in sinks and bathrooms. Landscape plans will be designed by a licensed landscape architect and are subject to the review and approval of the City.

  - Policy DWP1.6: All water system electrical services shall be placed underground. Public utilities associated with the water system plan such as cable pull-boxes, fire risers, meters, terminal boxes, and transformers shall be screened and oriented away from public view to the extent feasible.

Appropriate public utility easements should be designated for water lines and associated utilities.

d. **Recycled Water System Plan ("RWP") Objectives and Policies**

If a golf course is developed in the Recreation/Open Space Area, then Developer shall, at its sole cost, construct a Recycled Water delivery system and any necessary additional treatment facilities to provide Recycled Water solely for Developer's use (see Policy NRP1.4). If a golf course is not developed in the Recreation/Open Space Area, then Developer shall have the option to construct a Recycled Water delivery system and any necessary additional treatment facilities to provide Recycled Water solely for Developer's use. If the Developer constructs a Recycled Water delivery system as provided herein, then the City shall provide the Developer with all of the disinfected secondary effluent produced by the City's Treatment Facility in compliance with the City's waste discharge requirements. Any upgrades, adjustments, or modifications to such Recycled Water required by regulatory agencies for Developer's use shall be the responsibility of Developer. All permitting required for Developer's use of the Recycled Water, transfer pipelines from the City's Treatment Facility boundary, and reuse of the Recycled Water on the Project site shall be obtained by the Developer.

- Objective RWP1: Provide an efficient and reliable Recycled Water system for the Project site.

  - Policy RWP1.1: Establish connections to the City's Treatment Facility for the transmission of Recycled Water, as described above.

  - Policy RWP1.2: Install, at the City's Treatment Facility, a force main and supply pipeline to transfer Recycled Water for Developer's use.

  - Policy RWP1.3: In accordance with the requirements of the State of California, Department of Health Services ("State DHS"), areas irrigated with Recycled Water will be clearly identified with appropriate signage. Filtration and any supplemental disinfection that is required by the State DHS will be incorporated into the irrigation water delivery system.

  - Policy RWP1.4: Irrigation with Recycled Water will be planned and timed to minimize the potential for direct contact with Recycled Water or exposure by the general public. Pipelines conveying Recycled Water will be clearly identified and labeled, and fittings will not be generally accessible to

non-maintenance personnel that have not had specific training in servicing Recycled Water delivery systems.

- Policy RWP1.5: To minimize exposure to Recycled Water, irrigation systems will use a number of approaches consistent with Recycled Water application methods including those developed, and in regular practice, by the City of Irvine and Irvine Ranch Water District, West Basin Municipal Water District (Los Angeles), and other resources. Where practicable, subsurface irrigation systems will be utilized.

- Policy RWP1.6: Supply pipelines shall be equipped with leak detection and automatic shutoff protection to prevent discharges of Recycled Water that might result in waste or generate runoff.

e. **Sewer System Plan ("SSP") Objectives and Policies**

The Project will be able to connect to the City's existing sanitary sewer main lines in Santana Drive. A 12-inch line has already been installed from the Project to the main in Santana Drive. A small lift station may be required to provide sewer service to a portion of the Project [see Exhibit 7 (Sewer System Plan)].

- Objective SSP1: Provide an efficient and reliable sanitary sewer system for the Project.

  - Policy SSP1.1: Develop and implement a sanitary sewer system for areas within the Project. Services will be provided by the City at a cost to the users. The existing City system is dependent upon gravity flow, which is planned for the majority of the Project.

  - Policy SSP1.2: If required, develop a new lift station to transport wastewater for those areas within the Project that cannot be served by gravity. The lift station shall include backup emergency power, alarm systems and telemetry, as designated by the City.

  - Policy SSP1.3: All associated electrical services shall be placed underground. Public utilities associated with the sewer system plan such as the lift station, cable pull-boxes, meters, terminal boxes and transformers shall be screened and oriented away from public view to the extent feasible.

f. Storm Drain Plan ("SDP") Objectives and Policies

The Project Storm Drain Plan will incorporate open and closed drainage systems to collect, channel, detain, filter and discharge storm waters in an efficient manner without causing flooding on adjacent properties downstream [See Exhibit 8 (Drainage Plan)].

- Objective SDP1: Provide an efficient and reliable storm water management system for the Project.
  - Policy SDP1.1: Direct storm water to open vegetated swales and on-site water bodies to filter storm water naturally. When storage ponds are full during high rainfall, runoff shall be bypassed without commingling with Recycled Water. Freeboard shall be maintained in accordance with regulatory requirements and standard design practices.
  - Policy SDP1.2: Storm water management systems shall be designed to slow water leaving the site so that post-development stormwater runoff flows will be limited to pre-development conditions. This will encourage groundwater recharging into existing aquifers.

g. Solid Waste Disposal Plan ("SWP") Objectives and Policies

Removal of solid waste for the Project will be handled by the solid waste hauler under contract with the City.

- Objective SWP1: Provide efficient and reliable solid waste disposal for the Project.
  - Policy SWP1.1: Prior to approval of each PDP for the Project, a Recycling Plan shall be prepared and submitted to the City and the County Waste Management Agency that addresses recycling for all related demolition, construction, and operation of new uses. During construction, contractors responsible for demolition of existing structures and construction of new facilities shall be required to separate recyclable materials (i.e., wood, scrap metal, asphalt, concrete, cardboard) from the construction and demolition debris in such a way as to avoid the landfill disposal of these recyclable materials. The solid waste storage areas of the new facility shall ensure that adequate and conveniently located space is provided for the necessary recycled material storage containers to be used by the Project (i.e., paper, cardboard, plastic, metal, glass) and the Project shall

require establishment and ongoing performance of a recycling program. The overall goal of the Recycling Plan shall be to recycle at least 50 percent of all waste materials generated during construction and subsequent operation of the Project.

- Policy SWP1.2: Waste receptacles, cans, bins, etc., shall be screened and oriented away from public view to the extent feasible.

h. **Energy and Telecommunications System Plan ("ETP") Objectives and Policies**

The Developer, in conjunction with appropriate service providers, will provide an energy system for the Project site, including electrical and natural gas services.

- Objective ETP1: Provide an efficient and reliable energy system for the Project.

  - Policy ETP1.1: Electrical and natural gas energy services for the Project will be provided by Pacific Gas and Electric Company or its successors.

  - Policy ETP1.2: All electrical and gas services shall be placed underground as appropriate. Public utilities such as cable pull boxes, splice boxes, meters, stations, valves, terminal boxes and transformers shall be screened and oriented away from public view to the extent feasible. Appropriate public utility easements should be designated for electric lines and other utilities as appropriate.

  - Policy ETP1.3: Alternative energy sources such as solar energy are encouraged as a supplement to electrical and gas energy.

- Objective ETP2: Provide an efficient and reliable telecommunications system for the Project.

  - Policy ETP2.1: AT&T or its successors will provide telephone services to the Project site. Television services will either be available via cable or satellite services. Satellite and antennas for telecommunications services shall be adequately screened from public view.

- Policy ETP2.2: All telephone, cable and associated electrical services shall be placed underground. Public utilities such as cable pull boxes, splice boxes, terminal boxes and transformers shall be screened and oriented away from public view to the extent feasible. Appropriate public utility easements should be designated for electric and cable lines. Communications antennae shall be screened or oriented away from public view to the extent feasible.

- Policy ETP2.3: The Developer's existing wireless telecommunication site, constructed for the benefit of community, business and local residents, encompasses the proposed "Zone 1" water reservoir site. Upon construction of the reservoir, the antenna systems of current and future users of Developer's telecommunication site may be located on the reservoir, provided they do not interfere with reservoir maintenance and/or operations.

i. Grading ("GR") Policies

Grading of the Project will be conducted in multiple phases. The first phase will be the "rough" grading of the entire site. Subsequently, the additional grading phases will include the "finish" grading of the various components in accordance with the phasing of the project as outlined in Section III.D.

- Policy GR1.1: All grading plans, cut and fill slopes, compaction procedures, and retaining structures shall be designed by a licensed professional engineer and inspected during construction by a Registered Professional Engineer (or representative) or Certified Engineering Geologist (or representative). All designs shall be submitted to, and approved by, the City prior to approval of the PDPs.

- Policy GR1.2: Final grading plans, when prepared, shall be reviewed by a Registered Professional Engineer to ensure that the detailed plans conform with the intent of the preliminary geotechnical report.

- Policy GR1.3: Abrupt grading transitions shall be avoided. A gradual taper to existing grades will be maintained to ensure that the finished land-contours appear to be part of the original conditions.

10. Police and Fire Services ("PFS") Objectives and Policies

The Cloverdale Fire Protection District will provide fire protection services and the Cloverdale Health Care District will be the primary provider of emergency medical services. The Cloverdale Police Department will provide police services. The California Department of Forestry and Fire Protection and the Sonoma County Sheriff's Department (through mutual aid agreements) are also available depending on the magnitude of an incident.

- Objective PFS1: The Project will be served by public fire protection and police services.
  - Policy PFS1.1: The PDPs for the residential and commercial components of the Project shall include a requirement for Developer to contribute its fair share, if applicable, to a dedicated fund to purchase fire-fighting apparatus.
  - Policy PFS1.2: The Project Developer shall pay all applicable Development Impact Fees to the City of Cloverdale, as building permits are issued, to offset the cost of providing police services to the Project.

11. Airport Land Use ("ALU") Impact Objectives and Policies

This section of the Specific Plan outlines means to protect life and property from the potential hazards of aircraft utilizing the Cloverdale Municipal Airport to the south.

- Objective ALU1: Develop the Project site to be compatible with the Sonoma County Comprehensive Airport Land Use Plan ("CALUP").
  - Policy ALU1.1: Design and construct the Project in conformance with the CALUP, as determined by the Sonoma County Airport Land Use Commission ("ALUC") and the City of Cloverdale's Airport Master Plan.
  - Policy ALU1.2: Prohibit any conflicting lighting systems that would distract or disorient pilots making landings or taking off from the Airport.
  - Policy ALU1.3: Do not create any condition that would cause sunlight to be reflected toward an aircraft engaged in an initial straight climb following take-off or toward an aircraft making a final approach.

- Policy ALU1.4: Do not create any condition that would typically generate an excessive amount of smoke or water vapor which would affect safe navigation in the area.

- Policy ALU1.5: Locate and design manmade ponds and/or wetland areas in such a way as to discourage wildlife that could be hazardous to aircraft. Such design measures may include minimal vegetative cover, limiting side slopes on ponds, a monitoring program, and other measures recommended by a qualified wildlife biologist.

- Policy ALU1.6: Homebuilders shall inform homebuyers and commercial tenants of the proximity of the site to the Cloverdale Municipal Airport and the potential of aircraft noise based on State law requirements.

12. Natural Resource Conservation Objectives and Policies

The site's current natural state is one that has been intensively used by man over the last 100 years. Limited areas exist in their natural context on-site including select oak woodlands, riparian corridors some wetland areas, and some steeper sloped areas. These areas will be set aside from development and incorporated into the design of the Project.

The site development plan considered existing landforms, vegetation, drainage courses, and water bodies in the design of the proposed land uses. The plan sensitively responds to these natural features and incorporates them as positive features in the land use plan. In the majority of instances these features remain intact; some of these features will be restored and enhanced.

Portions of the site between the railroad right-of-way and the levee contained impervious materials that promote storm water runoff quantity and velocity. The Developer has removed the impervious materials and replaced these with a blend of on-site soils and recovered wood waste. The seasonal wetland and riparian corridor parallel to the railroad tracks will be preserved and enhanced as a natural feature of the site.

There is a man-made basin, located on the hillside in the southwesterly portion of the site, west of the NWP railroad tracks, which was previously utilized for fire protection water storage. The basin will be removed, since it is no longer operational, the area regraded, and made a part of the proposed Estate Residential and associated open space areas.

a. **Natural Resource Preserve ("NRP") Objectives and Policies**

The MEA identified certain biological resources on the Project site as sensitive and recommended protection and enhancement of these resources in conjunction with development. The Natural Resource Preserve Areas shown on Exhibit 9 (Natural Resource Preserves) include selected riparian, wetland, and oak woodland areas designated to be preserved and/or enhanced.

- Objective NRP1: Conserve, preserve and enhance water resources.
  - Policy NRP1.1: Water conservation for landscaping and uses within the Recreation/Open Space Area will be achieved by irrigating with Recycled Water.
  - Policy NRP1.2: Drought tolerant landscaping and a computer controlled irrigation system shall be installed for the Recreation/Open Space Area to facilitate water conservation practices. Drought tolerant landscape materials and lawn substitutes acceptable to the City will be encouraged in residential landscapes.
  - Policy NRP1.3: Water quality shall be safeguarded by incorporating an Integrated Pest Management Program and Best Management Practices for the Recreation/Open Space Area, existing drainage courses, and open grass or vegetated swales that filter pollutants prior to leaving the Project site.
  - Policy NRP1.4: Delivery of Recycled Water from the City's Treatment Facility to the Project will be funded by Developer at its sole cost. Developer shall construct a delivery system and provide for any further treatment facilities on Developer's property to provide Recycled Water solely for the Developer's use. The Developer shall obtain and maintain necessary permits and approvals to operate this system and shall assume full responsibility for its operation and maintenance.
  - Policy NRP1.5: Swales and berms shall be utilized where appropriate to control surface drainage and potentially avoid impacts to selected areas adjacent to developed areas.
- Objective NRP2: Conserve, preserve and enhance open space areas.

- Policy NRP2.1: Preserve the Russian River corridor, Porterfield Creek, select oak woodlands, riparian corridors and wetland areas, and steeper sloped areas as open space preserve and incorporate those areas into the design of the Project.

- Policy NRP2.2: Establish a natural drainage corridor by connecting the seasonal wetlands along the railroad tracks with the oak woodlands and central riparian drainage course adjacent to the residential and recreational uses.

- Policy NRP2.3: The Recreation/Open Space Area uses will serve as an open space buffer between development and preserved open spaces.

- Policy NRP2.4: Develop guidelines for protection of designated on-site preserve areas. Protection measures shall include, but not be limited to, preservation and enhancement of the natural flow patterns and vegetation characteristics of the lower reach of the remnant riparian corridor in the central part of the site; preservation and enhancement of the majority of the oak woodland areas on the hillside between the Estate Residential Area and the Recreation/Open Space Area; preservation and enhancement of the seasonal wetlands that parallel the east side of the railroad tracks; establishment of adequate buffers and allowable uses between natural areas and adjacent development; natural area and tree protection during construction (including the use of colored fabric mesh construction fencing along designated protected drainages and wetland areas and outside of tree canopy driplines), development of natural open space management criteria with the goal of maintaining and enhancing natural open space characteristics.

- Policy NRP2.5: An Integrated Pest Management Program, augmented by Best Management Practices, will guide the maintenance of man-made Project landscapes.

- Policy NRP2.6: Utilize native drought tolerant landscape materials in transition zones between developed areas and natural open space areas.

- Policy NRP2.7: Design development adjacent to open space areas in such a manner so as to protect the integrity and natural functions of the open space areas.

- Policy NRP2.8: Maintain undeveloped open space areas not designated for recreation in accordance with local codes and Specific Plan policies, as summarized in the Maintenance Matrix described at Exhibit 10. Maintenance responsibilities may be subject to change or modification based on future homeowners' association and/or Resort management requirements.

- Policy NRP2.9: Maintain open space areas to protect adjacent developments from fire hazards and prevent refuse collection problems.

- Objective NRP3: Create wildlife and plant habitat.

  - Policy NRP3.1: Develop new riparian, woodland, native grassland and wetland elements in the natural and designed landscape, where appropriate, that will be enhanced by additional native plantings to provide wildlife habitat value.

  - Policy NRP3.2: Water bodies will be created for Recreation/Open Space Area water irrigation storage. These areas may be designed as semi-natural habitats that support aquatic life (e.g. fish, amphibians, and invertebrates), attract native wildlife and provide wetland values, and should be located and designed in such a way as to discourage wildlife that could be hazardous to aircraft.

- Objective NRP4: Conserve natural sources of energy through building design and landscape design.

  - Policy NRP4.1: All cost-effective energy conservation and peak use reduction measures required by Title 24 of the California Administrative Code shall be incorporated into the building design.

  - Policy NRP4.2: Where feasible, incorporate solar use into building design.

  - Policy NRP4.3: CC&Rs for the Single-Family, Estate, and Resort Residential Units shall allow the placement of solar panels on rooftops.

  - Policy NRP4.4: Building design may incorporate the use of skylights to conserve electricity.

- Policy NRP4.5: Reduce solar gain by planting trees and other landscape materials for shade purposes.

- Policy NRP4.6: Use deciduous trees around buildings and parking areas to provide natural shade and cooling during the summer months, and allow solar energy to reach buildings for natural passive heating during fall and winter months.

- Policy NRP4.7: Integrate pedestrian and bicycle circulation into the site design as an alternative to the use of automobiles, potentially reducing air pollution.

- Objective NRP5: Implement EIR mitigation measures where natural resources are impacted.

  - Policy NRP5.1: Avoid areas identified as environmental constraints to the extent feasible, and incorporate buffers and transitional areas in the site design to protect them. Any unavoidable encroachment into such areas will be mitigated through on-site, in-kind replacement as practicable, given the space limitations of the site and the feasibility of such mitigation.

  - Policy NRP5.2: Utilize the Recreation/Open Space Area to create open space buffers and as a resource area for potential mitigation of impacts as a result of development encroachment into woodlands, wetlands, riparian areas and grasslands.

  - Policy NRP5.3: Develop riparian area enhancement plans in conjunction with storm drainage plans to address:

    - Open natural drainage systems within common areas
    - Integration of irrigation reservoirs and aesthetic landscape ponds to serve as bio-filters
    - Open drainage course crossings
    - Aesthetic appearance of site landscapes
    - Wildlife habitat enhancement and increased biodiversity
    - Pest management and mosquito abatement

  - Policy NRP5.4: Healthy trees shall be retained and preserved to the maximum extent feasible, particularly specimen valley oaks, other native deciduous oaks, and stands of oak woodlands designated as Natural Resource

Preserves. The Developer shall submit a Tree Preservation and Replacement Plan, to be reviewed and approved by the City of Cloverdale Community Development Department, with the first submitted PDP. The Plan shall detail tree avoidance and preservation methods, including establishment of a tree protection zone, construction inspection and supervision by a certified arborist, installation of tree protection fencing, review of activities within the established tree protection zone, and provisions for replacement where tree removal is unavoidable.

- Policy NRP5.5: Protect mature native oak tree stands to the fullest extent possible, including the use of colored fabric mesh construction fencing outside of tree canopy driplines during construction and the planting of appropriate understory species.

- Policy NRP5.6: Landscaping and revegetation shall emphasize the use of native plant species in open space areas. The Developer shall submit a detailed Landscape and Vegetation Management Plan, to be reviewed and approved by the City of Cloverdale Community Development Department, with the first submitted PDP. The Landscape and Vegetation Management Plan shall be prepared by a California-licensed landscape architect in consultation with a plant ecologist experienced in management of native species.

- Policy NRP5.7: Native grasslands shall be protected and enhanced, and adequate replacement provided where complete avoidance is not feasible. The Developer shall submit a Native Grassland Protection, Replacement, and Restoration Plan, to be reviewed and approved by the City of Cloverdale Community Development Department, with the first submitted PDP, and prior to any grading.

- Policy NRP5.8: Wetlands shall be protected and enhanced, and adequate replacement provided where complete avoidance is not feasible. The Developer shall submit a Conceptual Wetland Protection, Replacement, and Restoration Plan, prepared by a qualified biologist, to be reviewed and approved by the City of Cloverdale Community Development Department, with the first submitted PDP, and prior to any grading. Other necessary biological resource agency approvals shall also be obtained prior to grading.

- Policy NRP5.9: Residential lots and Recreation/Open Space Area features shall not encroach into river and creek buffer areas designated for preservation on the Conceptual Wetland Protection, Replacement, and Restoration Plan, which shall be consistent with the intent of the Conservation, Design and Open Space Element of the General Plan, and the setback requirements in the City's Creek Ordinance.

- Policy NRP5.10: Prior to initiation of grading and tree removal, a preconstruction survey for raptors shall be conducted by a qualified wildlife biologist and if raptors are found to be present on the site, work shall proceed only under the direction and supervision of a qualified wildlife biologist.

- Policy NRP5.11: Prior to initiation of grading and removal or modification of any of the ponds on the site, a preconstruction survey for red-legged frogs shall be conducted by a qualified wildlife biologist and if red-legged frogs are found to be present on the site, work shall proceed only under the direction and supervision of a qualified wildlife biologist.

- Objective NRP6: Develop and implement a riparian enhancement plan to maintain and enhance selected existing open drainage courses.

  - Policy NRP6.1: Establish and maintain setbacks from the Russian River and Porterfield Creek areas to restrict site development.

  - Policy NRP6.2: Develop and implement drainage bank stabilization plans where necessary.

- Objective NRP7: Develop and implement a consistent landscaping program that reflects the Alexander Valley's natural and agrarian heritage, addresses the City's "gateway" concept, creates wildlife habitat to encourage biodiversity, and is drought tolerant and fire resistant. Landscape palette details and specifications will be submitted with construction drawings and will be consistent with these various resource objectives and policies.

  - Policy NRP7.1: Develop and implement an oak tree mitigation and revegetation program to augment impacted site resources and potential disease losses.

- Policy NRP7.2: Develop and implement a revegetation program for important designated site areas including:

  - riparian corridors
    man-made open spaces such as graded slopes
  - areas of remediation
  - streetscapes

- Policy NRP7.3: Use native and indigenous drought tolerant and fire resistant plant materials in recreation areas, streets, median and parkway areas, parking lots, slopes, common areas and yards.

- Policy NRP7.4: Develop and implement a tree planting program that fosters continuous planting of native drought tolerant and fire resistant trees along all streets and within open spaces.

- Policy NRP7.5: Develop and implement vegetation fuel management programs for site open space areas and man-made landscapes.

b. <u>Russian River Frontage ("RRF") Policies</u>

The Project site has more than one mile of Russian River frontage running generally in a north-south direction.

- Policy RRF1.1: As applicable, the PDPs shall have provisions for public access to the Russian River levee trail, described in Policy PF1.1.

- Policy RRF1.2: As applicable, the PDPs shall incorporate setbacks from the Russian River and Porterfield Creek as required by the policies of the Conservation, Design and Open Space Element of the General Plan.

13. Golf Course ("GC") Objectives and Policies.

Developer shall have the option of developing a golf course in the Recreation/Open Space Area. If Developer elects to construct a golf course, such golf course shall be developed consistent with the requirements of this Section II.B.13.

- <u>Objective GC1</u>: A golf course shall be permitted use in the Recreation/Open Space Area, at the election of the Developer.

- Policy GC1.1: If Developer elects to construct a golf course in the Recreation/Open Space Area, the golf course shall rely, to the maximum extent feasible, on Recycled Water.

- Policy GC1.2: If Developer elects to construct a Regulation Course, it shall include practice facilities, driving range, and a full service clubhouse that provides locker rooms, food service, retail sales, professional teaching staff, and golf equipment for golf club members, Resort guests, City residents and the general public. Golf course maintenance facilities shall also be provided.

- Policy GC1.3: If Developer elects to construct a Nine-Hole Course, it shall include a driving range and clubhouse, and Developer shall propose an alternate use for the remaining acreage in the Recreation/Open Space Area, which alternate use shall be subject to City Council approval and which may require an amendment to this Specific Plan.

- Objective GC2: Any golf course should be environmentally sensitive, sustainable, and designed and constructed with principles and concepts consistent with established environmental practices for such development.

  - Policy GC2.1: Incorporate tree snags generated during golf course construction into the Recreation/Open Space Area and Natural Resource Preserve Area, as applicable.

  - Policy GC2.2: Develop areas adjacent to the golf course that will serve as buffers to preserved natural wildlife habitat areas.

  - Policy GC2.3: Preserve and enhance selected riparian drainages revegetated with native and indigenous plantings and develop grass-lined swales to act as storm water bio-filters prior to water discharge to low areas or open water bodies.

  - Policy GC2.4: Protect and preserve selected areas of sensitive native vegetation and habitat as open space closed to public use.

- Policy GC2.5: Plant native vegetation in preserved natural areas and other areas that will serve as habitat for wildlife on the site.

- Policy GC2.6: Water bodies will be created for the golf course for water irrigation storage. These areas may be designed as semi-natural habitats that support aquatic life (e.g. fish, amphibians, and invertebrates), attract native wildlife and provide wetland values, and should be located and designed in such a way as to discourage wildlife that could be hazardous to aircraft.

- Policy GC2.7: Integrate irrigation reservoirs and aesthetic landscaped ponds to serve as bio-filters for storm drainage.

- Policy GC2.8: Develop and implement a revegetation program for out-of-play golf course open spaces.

- Objective GC3: If a Regulation Course is proposed for development, it should be strategic in nature, diverse in shot values, and challenging for players of all abilities.

  - Policy GC3.1: Each hole in a Regulation Course shall have strategic design concepts incorporated into its construction. This can be achieved by the following:

    - Diagonal carries from the tee, to landing areas and to green sites
    - Alternative routes of play for players of all abilities
    - A majority of putting greens should have an open, hazard free entrance to allow players of lesser abilities options for accessing putting surfaces.
    - Each hole should present the golfer with a different task to achieve in order to have scoring success.
    - Each hole should be different in character and challenge.
    - Each hole should vary in length. This can be accomplished by varying tee locations, elevation changes and diagonal tee shots.
    - Differ terrain character, hazard locations, bunker locations and quantities, and utilize

existing natural and man-made landscape features for strategy and hazards.

- Safety setbacks shall be incorporated into the design to maximize the protection of adjoining residential, commercial, public and airport areas.

- Policy GC3.2: Each hole of a Regulation Course shall have multiple tee areas to accommodate golfers of all abilities. This can be achieved by offering tee-off options that result in varying the overall length of the Regulation Course from 5,500 yards to over 6,500 yards.

- Objective GC4: Any golf course proposed for development should utilize the latest construction techniques and materials for efficient and sustainable operation and maintenance.

  - Policy GC4.1: Construct the golf course utilizing construction techniques and materials that will promote efficiency and sustainability with respect to operation and maintenance. This may include, but not be limited to:

    - Low flow valve-in-head, computer controlled irrigation system
    - Sand plating of fairways
    - Closed drainage systems for putting greens, sand traps, wet areas and low flow areas
    - Incorporation of catch basins and closed drainage systems to move excess water from areas of play to irrigation storage reservoirs or open vegetated drainage swales for filtering and recycling
    - Turf grass plantings that utilize improved varieties, which are disease resistant, insect tolerant and require less fertilizer compared to older turf types.

- Objective GC5: Irrigate the golf course and associated landscaping with Recycled Water and preserve fresh water resources for domestic uses.

  - Policy GC5.1: Use Recycled Water for irrigation of the golf course and associated landscaping, except as noted below. Potable City water shall not be used for irrigation purposes.

- Policy GC5.2: Blend Recycled Water with water from natural on-site sources in on-site storage ponds for irrigation use.

- Policy GC5.3: Incorporate water retention facilities into the design of the golf course and associated facilities.

- Policy GC5.4: To minimize the need for water from groundwater sources, irrigation water storage ponds shall be designed to collect rainwater from site runoff, as well as for storage of Recycled Water.

- Objective GC6: Maintain the golf course utilizing the latest maintenance techniques, equipment, and materials to create optimum conditions.

  - Policy GC6.1: Maintain the golf course and associated facilities utilizing an Integrated Pest Management Program and Best Management Practices.

  - Policy GC6.2: Carefully match the amounts of water used to irrigate the golf course and associated facilities with the water loss due to evapotranspiration rates. This will translate to:

    - Lower amounts and less frequent application of fertilizers
    - Use of management practices to decrease turf grass diseases and pests
      Increased turf grass health and quality
    - Less mowing and trimming

  - Policy GC6.3: Maintain buffer areas minimally with typical agricultural practices.

  - Policy GC6.4: Incorporate mowable transition areas between the golf course and open space areas into the golf course design.

14. Implementation ("IMP") Objectives and Policies

- Objective IMP1: Coordinate public andprivate implementation efforts.

  - Policy IMP1.1: The Developer shall have responsibility for coordinating all participants in the

implementation effort for the Project. The Developer, as master developer, may assign portions of the Project to one or more other participating developers, and may delegate coordinating efforts to such developers as appropriate. Any such assignee shall work in concert with the City to implement the Specific Plan.

- Objective IMP2: Establish the regulatory framework to guide future development.

  - Policy IMP2.1: The requirements of CEQA shall be met, including certification and/or adoption of the requisite documentation.

  - Policy IMP2.2: The provisions of the City's Zoning Ordinance shall be used to regulate development where and when standards and regulations are not included in this Specific Plan. Where an issue or matter becomes a conflict between this Specific Plan and the comparable regulations of the existing code, this Specific Plan shall govern (Government Code Section 65455). All provisions of the Cloverdale Zoning Ordinance shall apply in the SP-1 zoning district, except as specifically modified by Section 18.08.040.

  - Policy IMP2.3: The City shall consider subsequent discretionary approvals and entitlements in response to requests filed by the Developer or participating developers. These approvals shall include conditions of approval and additional measures needed to enact the policies established by the Specific Plan.

- Objective IMP3: Identify and obtain required approvals from other governmental agencies.

  - Policy IMP3.1: Secure necessary approvals from federal and state agencies, including but not limited to the Airport Land Use Commission, Sonoma County Water Agency, U.S. Army Corps of Engineers, Department of Fish and Game, Regional Water Quality Control Board, California Department of Public Health, and the Public Utilities Commission.

- Objective IMP4: Include a project phasing plan.

  - Policy IMP4.1: The City shall require and monitor the phasing of needed infrastructure for the Project, so that the

infrastructure will be in place at the time, or in advance, of private development.

- Policy IMP4.2: The City and the Developer shall jointly pursue a conceptual project phasing plan; alternatively, a development agreement may address specific phasing requirements in lieu of a conceptual phasing plan. Any phasing plan may be modified based on future market and/or other considerations.

- Objective IMP5: Prepare a development Financing Plan (see Section III.G of this Specific Plan).

- Objective IMP6: Establish ongoing maintenance and monitoring activities, including achievements and performance.
  - Policy IMP6.1: The City shall conduct environmental review, adopt mitigation measures in the case of significant impacts, and pursue a mitigation monitoring and reporting program in accordance with California State law.

  - Policy IMP6.2: The California Government Code (Sections 65453 and 65454) provides Specific Plan amendment procedures which state that this Specific Plan shall be amended as necessary in the same manner it was adopted (e.g., by resolution). Each amendment shall include all sections or portions of the Specific Plan that are affected by the change. Said amendment or amendments shall not require a concurrent General Plan amendment unless it is determined by the City that the proposed amendment would substantively affect the General Plan goals, policies, land use designations and/or programs.

  - Policy IMP6.3: Should any regulation, condition, program or portion of this Specific Plan be held as invalid or unconstitutional by a California or Federal court of jurisdiction, such portions shall be deemed separate, distinct and independent provisions and the invalidity of such provisions shall not affect the validity of the remaining provisions of this Specific Plan.

III. IMPLEMENTATION PROGRAM

A. INTRODUCTION

This Section III discusses the various methods used to implement and administer the Specific Plan. These measures include: adherence to other regulatory documents, plans and policies; subdivision review, design review, conditional use permits, variances, and other permits for individual development projects; and phasing of development and supporting infrastructure. Each of these subjects is discussed below.

B. SPECIFIC PLAN IMPLEMENTATION

Implementation of the Specific Plan is to be carried out in accordance with several related planning and program documents, including, in particular, the anticipated landowner development agreement, the project EIR, the General Plan and related master plans, and the Zoning Ordinance. These documents provide guidance and direction and otherwise inform City discretion in the review and approval of future development within the Specific Plan area.

1. Landowner Development Agreements

The Owner and/or Developer of the Project and the City may enter into one or more development agreements in accordance with Sections 65864 *et seq.* of the California Government Code.

A development agreement is a voluntary agreement between a city and property owner intended to provide assurance to an applicant for a development project that it may proceed with the project in accordance with the development policies, rules, and regulations in effect at the time of the project approval. While the Government Code mandates that certain terms be included in a development agreement, it also provides flexibility to developers and cities to include additional terms as may be necessary or appropriate to achieve the statutory purposes of strengthening the public planning process, encouraging private participation in comprehensive planning, and reducing the economic costs of development. Section 65865.2 of the Government Code provides:

> *A development agreement shall specify the duration of the agreement, the permitted uses of the property, the density or intensity of use, the maximum height and size of proposed buildings, and provisions for reservation or dedication of land for public purposes. The development agreement may include conditions, terms, restrictions, and requirements for subsequent discretionary actions, provided that such conditions,*

terms, restrictions, and requirements for subsequent discretionary actions shall not prevent development of the land for the uses and to the density or intensity of development set forth in the agreement. The agreement may provide that construction shall be commenced with a specified period of time and that the project or any phase thereof be completed within a specified time. The agreement may also include terms and conditions relating to applicant financing of necessary public facilities and subsequent reimbursement over time.

A development agreement vests the developer's rights to specified uses of property, and to the development standards in effect at the time of approval of the development agreement. Development agreements may also set forth needed infrastructure improvements, public facility dedication requirements, timing and methods of financing public improvements, and other specific performance obligations of the property owner and the city as they relate to development of the property.

A development agreement for the Project would be expected to address the following topics, among others:

- Funding and construction of public infrastructure and facilities on the Property, including traffic and utility infrastructure.
- Funding, construction and maintenance of public and private trails on the Property.
- Emergency vehicle access to the Property.

2. Alexander Valley Resort Environmental Impact Report

The EIR describes the conditions on the site and the surrounding environment, and examines the potential environmental impacts from development allowed by the Specific Plan. The EIR also identifies measures to mitigate any potentially significant impacts, which measures are incorporated in a Mitigation Monitoring Reporting Program.

3. City of Cloverdale General Plan

Development within the Specific Plan area must be consistent with the City of Cloverdale General Plan, to assure that the Specific Plan and the General Plan embody an internally consistent approach to comprehensive planning and growth management.

4. Zoning and Development Standards

The land use regulations and development and design standards for the Alexander Valley Resort Specific Plan area are set forth in the City's Zoning Ordinance, which is Title 18 of the City of Cloverdale Municipal Code.

Section 18.08.040 of the Zoning Ordinance designates the entire Specific Plan area as the SP-1 Alexander Valley Resort Specific Plan Zoning District, and sets forth the permitted uses, development standards and regulations, and applicable regulatory processes for development of the Specific Plan area, and for each land use area within the Specific Plan area.

By this reference, Section 18.08.040 of the Zoning Ordinance is incorporated, in its entirety, to this Specific Plan.

C. DEVELOPMENT REVIEW PROCESS

1. Development Review Generally

The City of Cloverdale Community Development Department will process all applications for development in the Specific Plan area, in accordance with the General Plan, this Specific Plan, applicable provisions of Cloverdale Municipal Code (including but not limited to Titles 17 (Subdivisions) and 18 (Zoning) of the Municipal Code), any development agreement that has been approved for the Specific Plan area, and the requirements of CEQA. To the extent that development proposals are consistent with the development proposal evaluated in the EIR, CEQA provides for approval of such proposals based on the environmental evaluation in the EIR, without further environmental review. To the extent that such proposals are not consistent with the development proposal evaluated in the EIR, further environmental review may be required. In addition, permits may be required by other federal, state and regional agencies.

Upon submission of any application for a development approval, the City shall expeditiously commence and complete all steps necessary to act on the application. To this end, the applicant shall promptly provide to the City all information that is reasonably requested by the City and is reasonably necessary to assist the City in its consideration of any such application.

The City, in any landowner development agreement or on its own initiative, may commit to implementing fast-track municipal development approval procedures, for the purpose of allowing development to proceed on an expedited basis.

The City may employ contract personnel, at the applicant's expense, to process and review applications, to perform plan checking, inspection of public improvements, engineering services, building inspection services and other similar services.

2. Precise Development Plans

As provided in Section 18.08.040 of the Zoning Ordinance, a Precise Development Plan (PDP) shall be required prior to any development in each of the six (6) designated Land Use Areas in this Specific Plan: Resort/Resort Residential, Recreation/Open Space, Estate Residential, Single-Family Residential, Entry Commercial, and Resort Mixed-Use. Each PDP shall be consistent with this Specific Plan and shall be approved simultaneously with, and/or prior to, any tentative subdivision map proposed for the same Land Use Area. A visual "gateway" or entrance theme shall be submitted by the Developer and approved by the City with the first PDP approval.

A PDP amendment, in accordance with Section 18.03.100(F) of the Zoning Ordinance, shall be required for any change to an approved PDP, except for minor changes to golf course design and alignment, if applicable.

3. Subdivisions

The subdivision process will be governed by the State Subdivision Map Act and Title 17 (Subdivisions) of the City of Cloverdale Municipal Code. Tentative maps must be consistent with the Specific Plan. The initial site subdivision ("Master Site Subdivision") may be accomplished by either a Tentative and Final Map, or using a combination of a concurrent lot line adjustments for the twelve(12) existing parcels of record on the Property and a Tentative and Final Parcel Map, at the discretion of the Developer. In the concurrent Lot Line Adjustment and Parcel Map approach, all mitigation measures, conditions and improvements which would be accomplished with the initial Final Map shall be accomplished with the Master Site Subdivision Final Parcel Map. A lot line adjustment will be allowed without an accompanying parcel map for the purposes of securing financing for the development/construction of the land only; no sale or development of buildings shall occur until the Master Site Subdivision Map is approved and recorded.

A series of subsequent subdivision maps will be filed for the Single-Family, Estate and Resort Residential neighborhoods and other areas as needed. The individual Tentative and Final Maps will trigger a number of policies, programs, regulations, mitigation measures and conditions of approval established by the Specific Plan and the EIR.

D. PHASING PROGRAM

Developer shall have the right to develop the Project at such times and at such rates as the Developer deems appropriate; provided, however, that no temporary or permanent occupancy permits shall be issued for any residential units in the Specific Plan area (Resort Residential, Estate Residential, or Single-Family Residential units) until the following requirements have been met:

a. The Resort is substantially complete, as determined by the Director of Community Development;
b. Trails from the Resort/Resort Residential area to the Property's Russian River frontage, and along the length of the Property's Russian River frontage, are, to the extent feasible and subject to the issuance of necessary approvals and permits by other public agencies, substantially complete, as determined by the Director of Community Development; and
c. The City Council has approved a PDP for the Recreation/Open Space Area that sets forth and describes Developer's proposed use(s) for the Recreation/Open Space Area and a phasing plan for the construction and completion of such uses.

E. INFRASTRUCTURE

1. Administration

The Developer may request either changes to the initial infrastructure phasing plan shown in Exhibit 6 (Domestic Water System Plan), Exhibit 7 (Sewer System Plan) and Exhibit 8 (Drainage Plan), or the establishment of sub-phases. Changes to the initial infrastructure phasing plan or the establishment of sub-phases are explicitly allowed without amendment to the Specific Plan, provided the Developer demonstrates, to the satisfaction of the City Engineer and Community Development Director, that infrastructure improvements necessary to adequately serve the developing portion of the site will be provided in a timely manner and will be sufficient if no further development occurs.

The Developer may also request that changes be made to the backbone infrastructure required to serve the Project in order to respond to changing conditions of development or the availability of new technologies to address the infrastructure needs created by development. Such changes in the backbone infrastructure plan are explicitly allowed without amendment to the Specific Plan, provided the Developer demonstrates, to the satisfaction of the City Engineer and Community Development Director, that the proposed changes meet certain performance or level of service standards prescribed in a development agreement or, where applicable performance or level of service standards are not prescribed, results in a level of service that is at least comparable to the level of service that would have been provided had the changes not been proposed.

2. Required Facilities

Development of the Alexander Valley Resort will require extension of basic infrastructure and public facilities, as listed below.

a. Domestic Water

The City of Cloverdale shall make available sufficient volumes of domestic potable water for the project, with the exception of open space irrigation (see Policies R/OS3.1, R/OS3.2 and DWP1.3). The costs of certain infrastructure improvements may be eligible for reimbursement in accordance with the policies and programs in place at the time of construction, or as otherwise agreed to in a development agreement between Developer and the City.

It is anticipated that the water system will need to serve elevations up to 390 feet within the Project area. The new Zone 1 reservoir pump station, and pressure-reducing valve will be located to provide for these elevations accordingly. Additionally, the primary water mains within the Project will need to be looped to provide the required fire flow.

b. Sewer

The City shall make available sufficient treatment capacity to support the Project. Sewer service will be provided by extending new sewer mains into the Project from the existing 12" sewer line located in Santana Drive. The City's 2009 Sewer System Master Plan Update anticipated that the northeasterly portion of the site would not be able to be served by gravity sewer, and a force main was stubbed from the lower end of Santana Drive to the Project's northern boundary.

c. Recycled Water

Development of a golf course or other equally water-intensive use on the Property shall require the construction of certain infrastructure to deliver Recycled Water to the Property. If Developer elects to construct a golf course on the Property, Developer shall be required to fund and/or construct such infrastructure, as described herein, and upon completion of such infrastructure, Developer shall be entitled to all of the Recycled Water produced by the City's Treatment Facility in compliance with the City's waste discharge requirements. If Developer does not elect to construct a golf course on the Property, Developer shall

have the option to fund and/or construct such infrastructure as Developer and City determine is necessary or appropriate to deliver Recycled Water to the Property for irrigation, landscaping, and other such uses desired by Developer (which may include but is not limited to the Recycled Water infrastructure described herein), and upon completion of such infrastructure, Developer shall be entitled to all Recycled Water produced by the City's Treatment Facility.

If Developer elects to fund and/or construct Recycled Water infrastructure, Developer and City shall jointly prepare a Recycled Water Infrastructure Plan that provides for all of the following:

i. Determination by City of a point of connection at the City's Treatment Facility for installation of a Recycled Water transfer line and related transfer facilities to convey Recycled Water from the Treatment Facility to the Property.

ii. Determination by Developer of the location of the Recycled Water transfer line from the point of connection at the City's Treatment Facility to the Property, and of any required additional treatment facilities or improvements for the Project.

iii. Upgrades, adjustments, additions, or modifications to City facilities required to deliver Recycled Water to the Property, which upgrades, adjustments, additions or modifications shall be the responsibility of the Developer.

iv. The transfer of Recycled Water in compliance with regulatory agency requirements and the appropriate requirements of Title 22, on an "on demand, as available" basis for storage and reuse as irrigation or other purposes on the Property.

v. Electrical power, pumping and pressurization, controls, metering, and related equipment sufficient to transfer Recycled Water to the Property.

vi. All permitting required for Developer's use of the Recycled Water, transfer pipelines from the City's Treatment Facility boundary, and use of Recycled Water on the Property shall be obtained by the Developer.

F. CAPITAL IMPROVEMENT AND OPERATION / MAINTENANCE RESPONSIBILITIES

The responsibilities for providing, operating and maintaining capital improvements and providing services are another important element of the Specific Plan implementation program. In general, the City is to operate and maintain all public facilities in the Specific Plan area, with the exception of those operated and maintained by special service providers, such as the Sonoma County Water Agency maintaining the levee. A summary of project elements which require ongoing maintenance, and the party responsible for such maintenance, is attached [see Exhibit 10 (Maintenance Matrix)].

G. FINANCING MEASURES

This section addresses sources and methods for financing the programs, facilities, and measures necessary to carry out the construction of major or "backbone" infrastructure for the Project. This section does not address the on-site infrastructure required to serve specific and discrete building parcels within the overall plan area. These are often referred to as "hook-up" or "in-tract" costs that normally are included as part of subdivision construction. This section also does not include ongoing or recurring operations and maintenance costs associated with public services such as law enforcement, fire suppression, street maintenance, etc.

1. Financing Plan Required

As one of the implementation measures of the Specific Plan, Developer shall submit for the City's review and reasonable approval a Financing Plan. Such Financing Plan shall be submitted and approved prior to the City's approval of the first Precise Development Plan for the Project, and shall address the goals and objectives described below. Such Financing Plan may also provide for the funding of public infrastructure and facilities through the financing mechanisms described in Section III.G.3 below, as well as the creation and enforcement of CC&Rs to assure the performance of ongoing operational and maintenance responsibilities once the development has been completed and occupied.

2. Goals and Objectives of the Financing Plan

The goals of the proposed Financing Plan are to accurately delineate the costs of public infrastructure and facilities contemplated by this Specific Plan, definitively assign financial responsibilities for such costs, and ensure that funding is available on a timely basis to facilitate development in accordance with the Specific Plan's phasing requirements. To effectively achieve these goals, the Financing Plan must meet the following objectives:

- The financing mechanisms must be acceptable to all participants in the specific planning and implementation processes;
- The cost of each capital improvement should be allocated in proportion to the benefit received, and any advance of funds should be subject to equitable reimbursement agreements;
- The final estimates of required public improvements should be made in accordance with this Specific Plan and subsequent conditions of approval, and all improvement plans and parcel maps derived therefrom;

3. Financing Alternatives

Financing alternatives for the Project may include, but are not limited to, the following measures.

Impact Fees and Exactions – dedications of land and fee payments can be required of developers by local governments to lessen the impacts of new development resulting from increased population or demand on services. Fees and exactions are commonly used to finance on-site (in-project), parcel specific improvements, where the developer is considered the only beneficiary in the short term. Development impact fees are also used for citywide facilities to accommodate population growth in the larger area or sub-region. These are usually paid by individual developers at the time permits are issued. Often, the first developers into an emerging growth area may have to provide substantial front-end funds (i.e., more than fair share) to assure the continuity and completeness of infrastructure, in which case those developers are reimbursed out of impact fees that are collected later. Effectively, impact fees are special purpose taxes, and the revenue can be assigned to the general fund of the city if not allocated by agreement to special reimbursement accounts.

Local governments derive their authority to impose fees and exactions from the police power granted to them by the State Constitution and specific enabling statutes such as the Subdivision Map Act. As described in the Government Code (Section 66001 et seq.), local governments must specify the nexus between projects and the improvements being financed, and must further establish that the amount of funds being collected will not exceed that needed to pay for improvements.

Fees can also be charged to cover the costs of the city's staff review and processing of entitlements related to development.

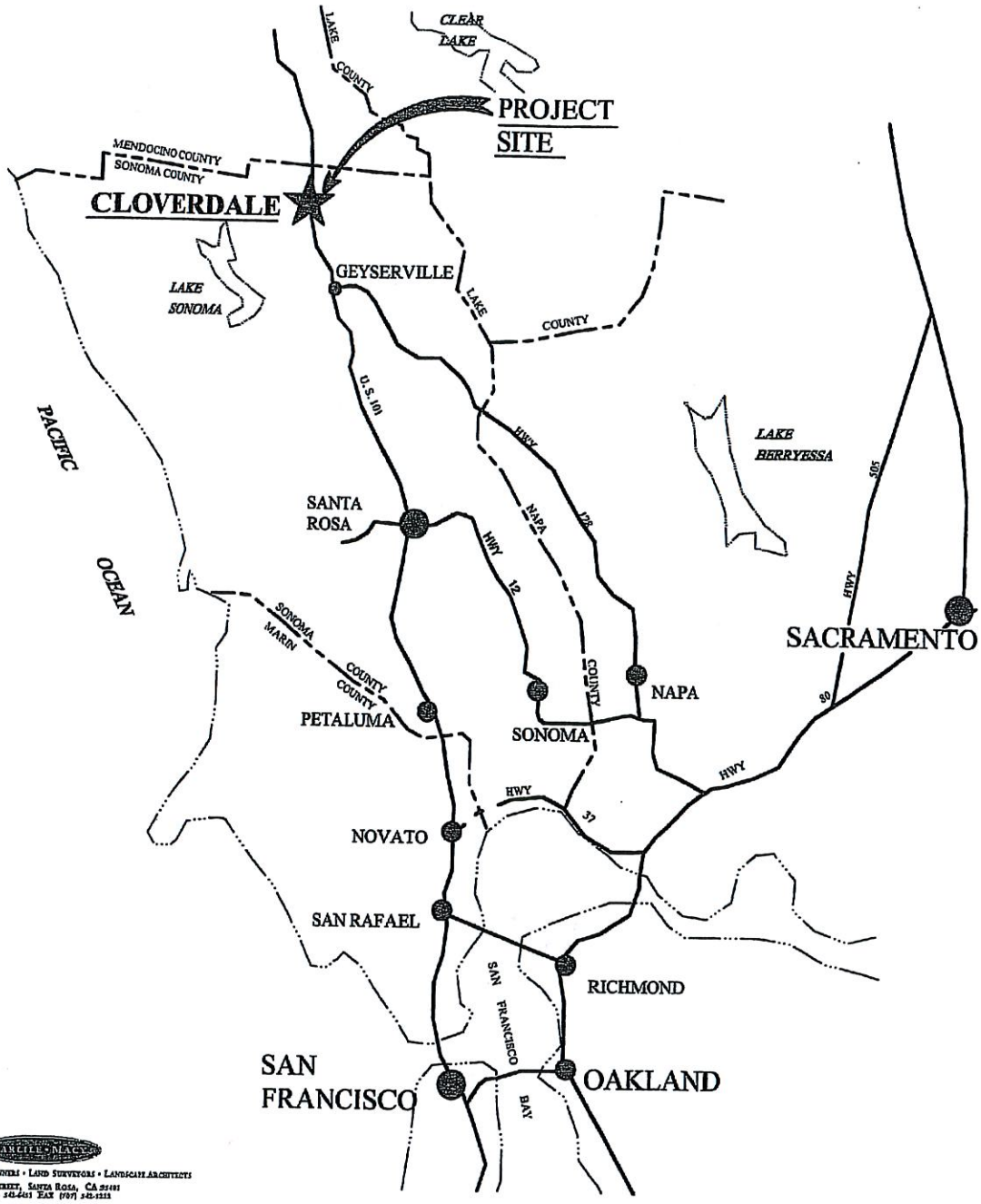
Development Agreements – As explained in Section III.B.1 above, the City and Developer may enter into a development agreement vesting Developer's rights to develop the Property subject to terms and conditions set out in the development agreement. Such terms and conditions may include financial participation by the Developer in the funding and

construction of public improvements and facilities. A development agreement typically runs with the land for a specified term of years, and is usually reviewed and amended, if necessary, on an annual basis.

Special Assessment Districts – special-purpose assessment districts are defined geographical areas within which local governments can levy special taxes for infrastructure and community facilities projects. The assessments are typically related to the amount of benefit received by each property in the district, although the tax can be structured so that it varies depending on the zoning or development intensity of the property being assessed. Cities often use the proceeds generated from assessment districts to secure the repayment of bonds. Landscaping and lighting districts are perhaps the most common type, but such specialized types as parking districts, park/playground districts and geologic hazard abatement districts are also in evidence throughout the State. In tax terms, assessments for maintenance purposes may be thought of as on-going special taxes, and can be evaluated annually to insure they are sufficient to cover costs.

Bonds – Two types of bonds are common in California. General Obligation ("GO") bonds are used to fund capital facilities such as schools, libraries, and fire stations. GO bonds are repaid through property tax levys. Revenue bonds are used to finance facilities for revenue-producing public improvements such as airports, wastewater treatment plants, and parking garages. They are typically repaid out of user charges, not property taxes.

Exhibit 1



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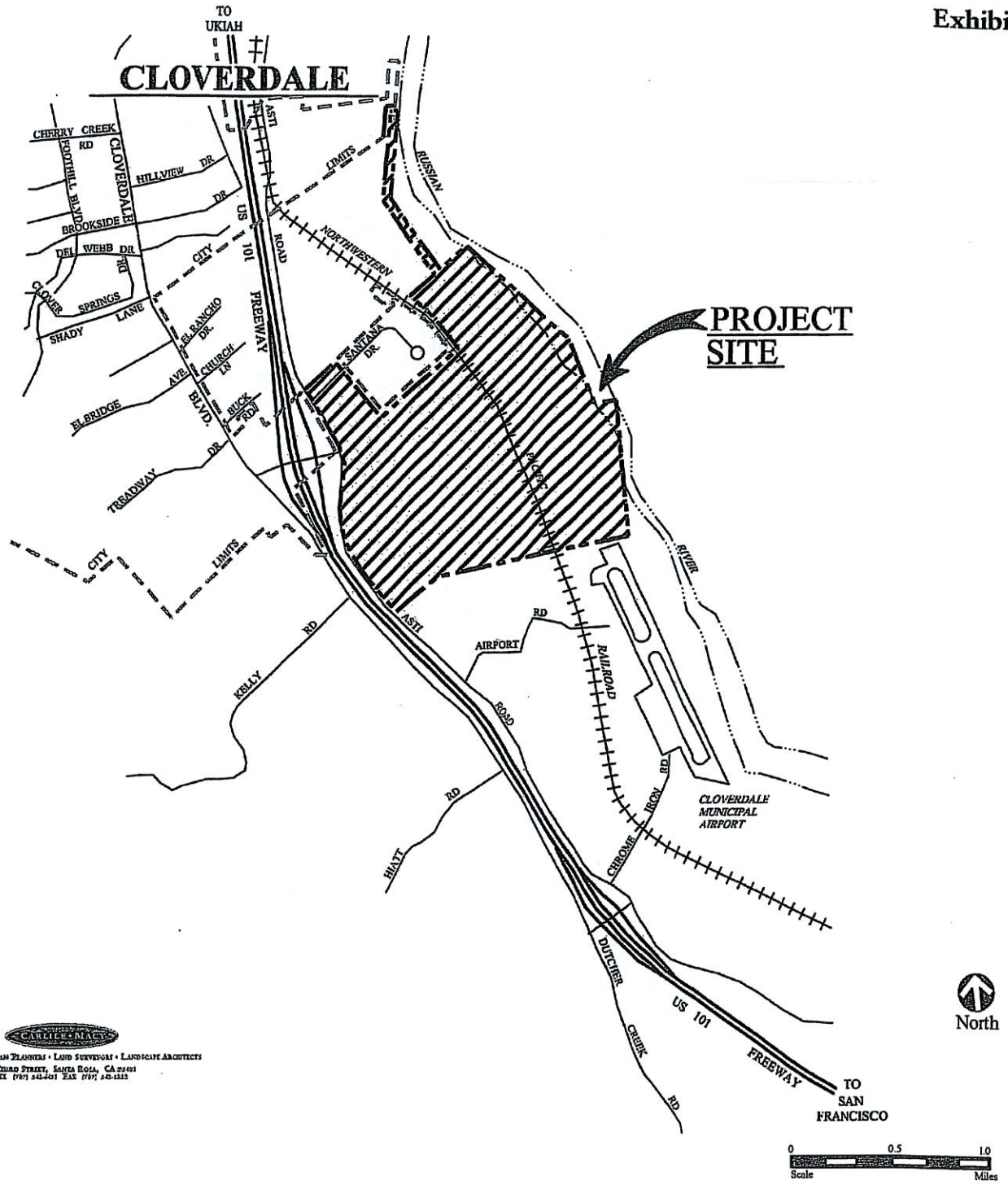
REGIONAL LOCATION MAP

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 2



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SITE LOCATION MAP

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 3

LAND USE CLASSIFICATIONS

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 4

prepared for:

Tyris corporation

by:

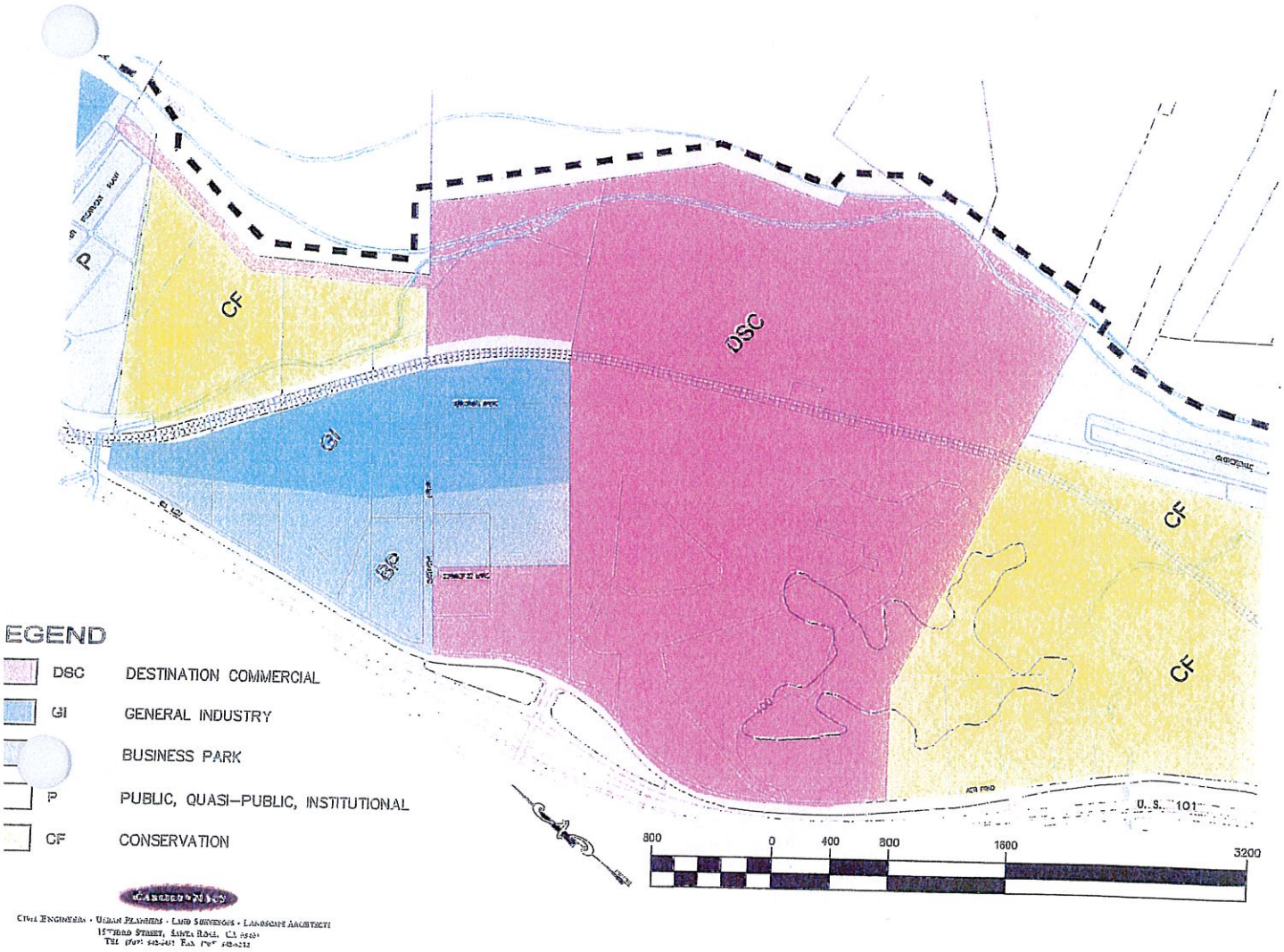
Civil Engineers • Urban Planners • Land Surveyors • Landscape Architects
20 Bush Street, Santa Rosa, CA 95401
Tel (707) 542-6401 Fax (707) 545-5210

ILLUSTRATIVE SITE PLAN - GOLF COURSE OPTION

ALEXANDER VALLEY RESORT
CLOVERDALE, CALIFORNIA

NOVEMBER, 2015

Exhibit 5



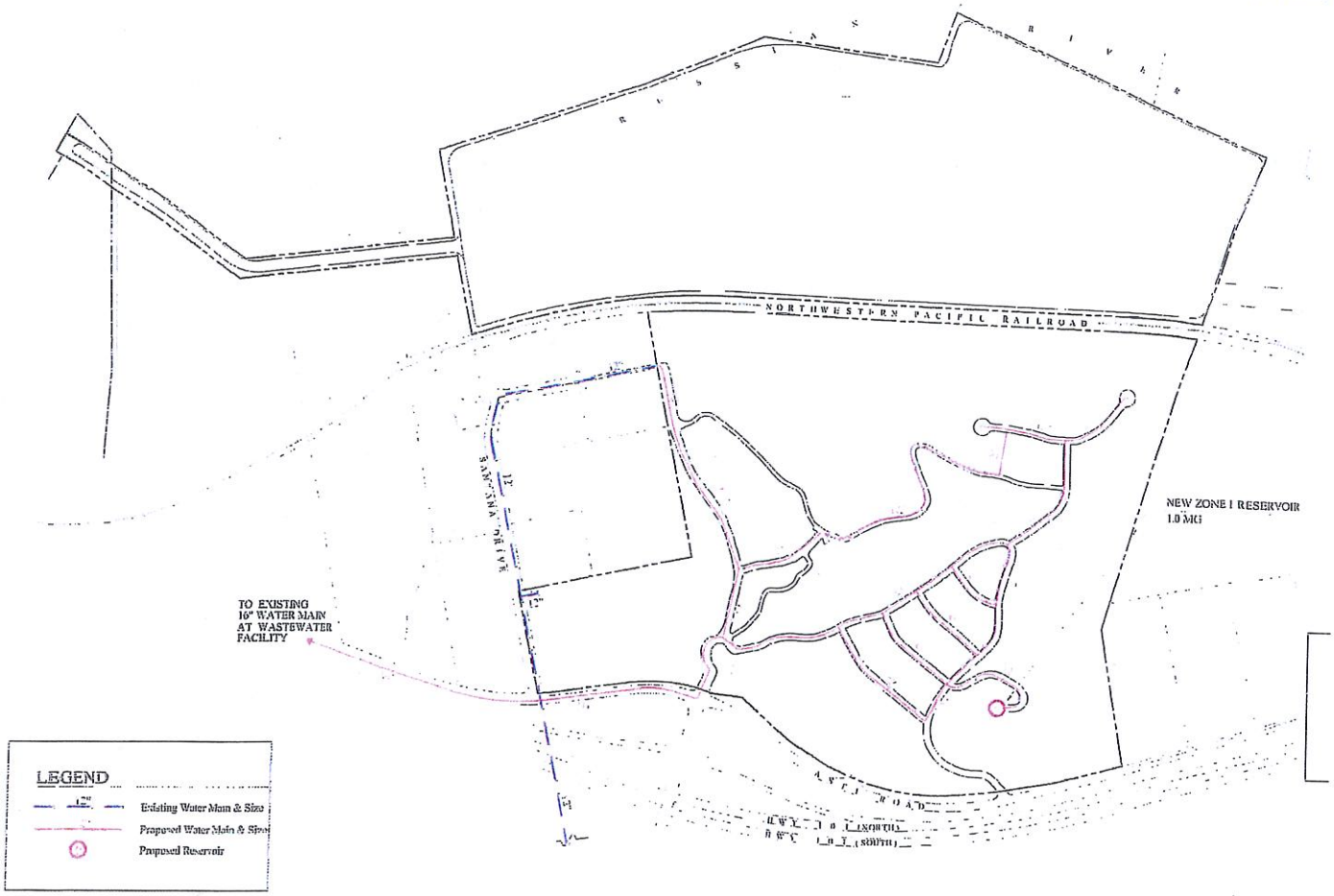
CITY OF CLOVERDALE

GENERAL PLAN LAND USE MAP

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 6



North

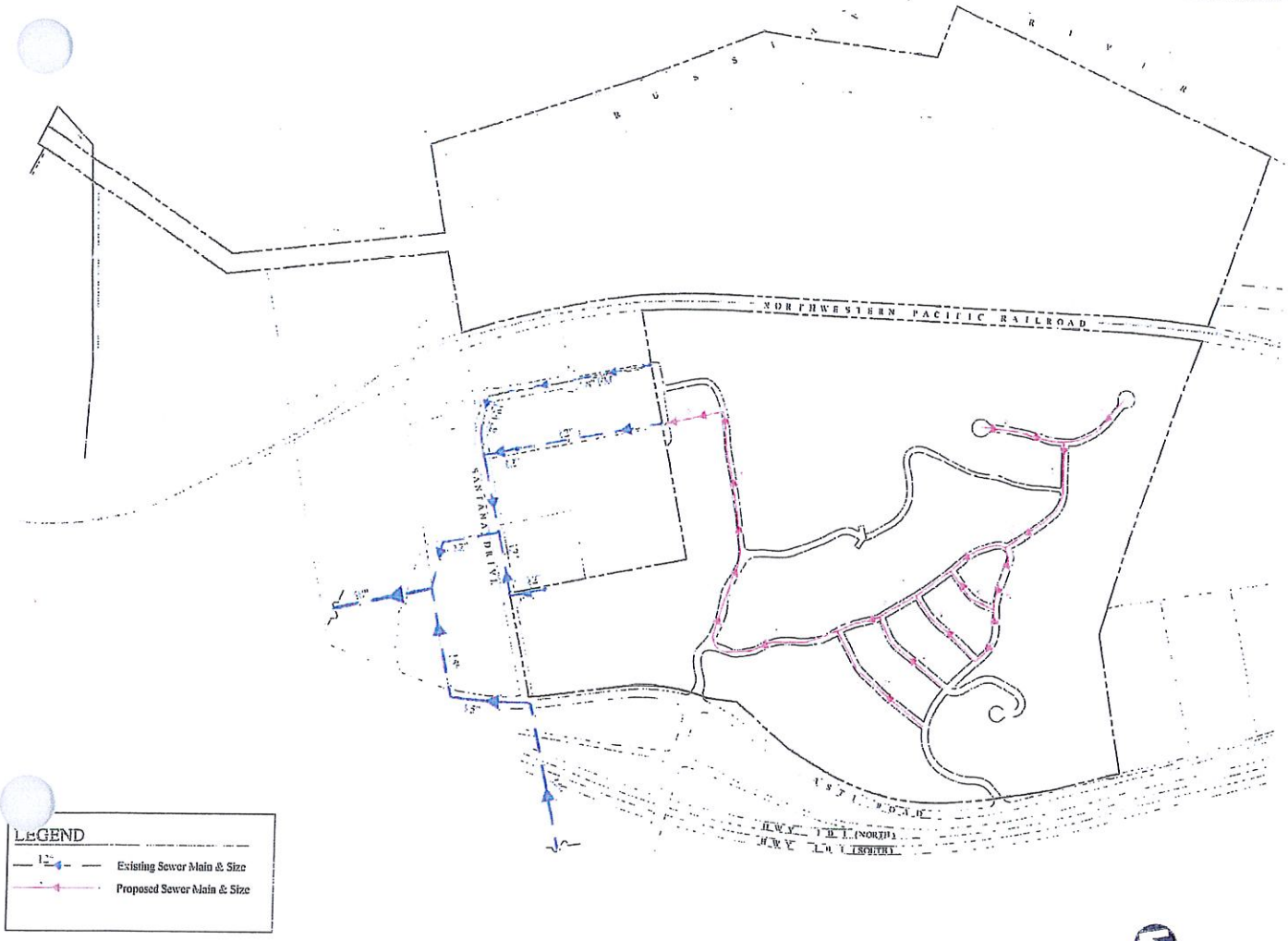
0 250 500 750 1,000
Scale Feet

DOMESTIC WATER SYSTEM PLAN

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 7



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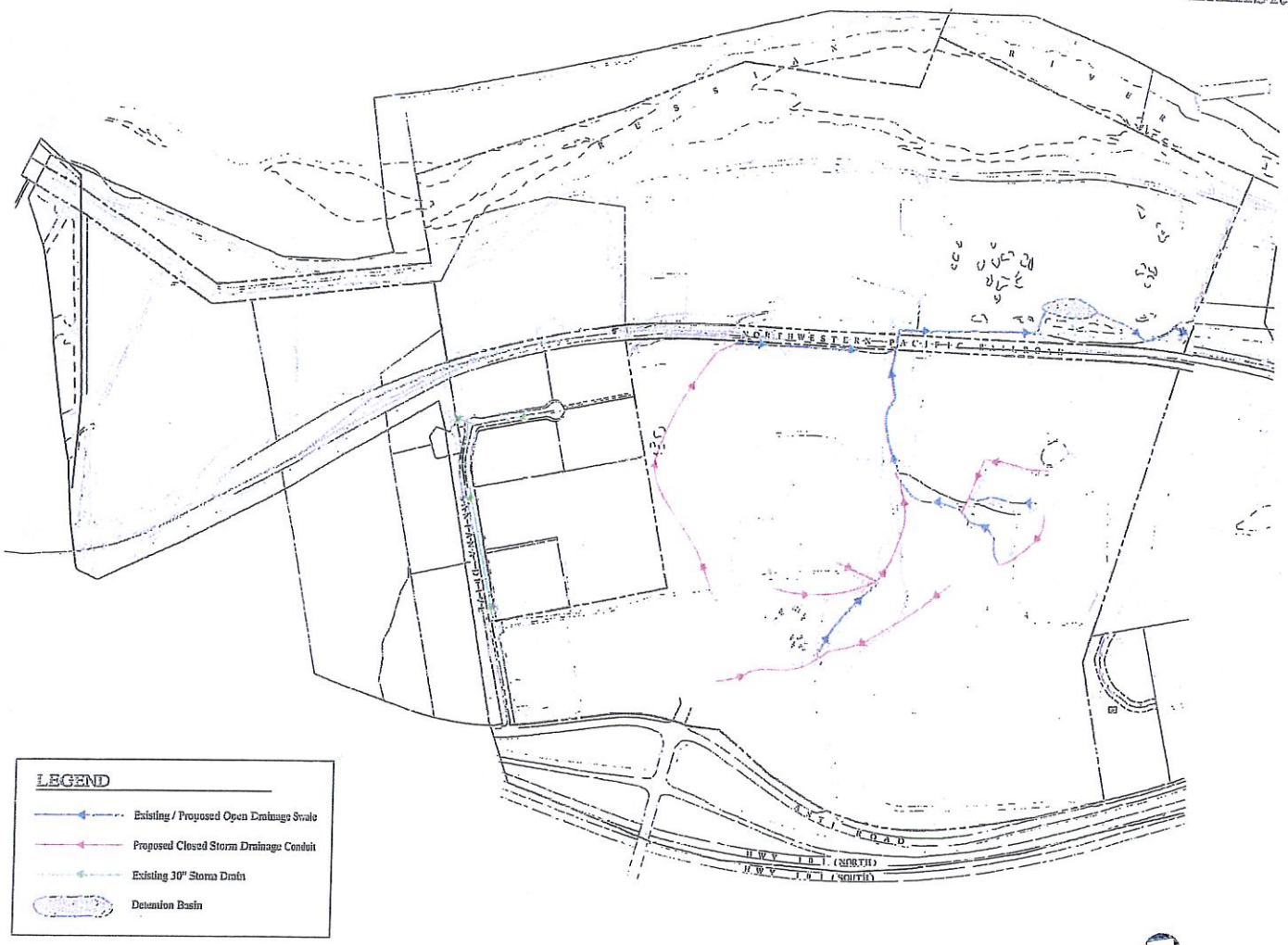
SEWER SYSTEM PLAN

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 8



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DRAINAGE PLAN

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 9

North

0 250 500 750
Scale Feet

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NATURAL RESOURCE PRESERVES

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

Exhibit 10

ITEM	City of Cloverdale	Homeowners' Association	Other
PUBLIC STREETS (1)			
Street Paving and Striping	X		
Street Signs	X		
Street Signs (Special Design)		X	
Street Lights	X (2)		
Sidewalks	X		
Traffic Signals	X		
Traffic Control Signs	X		
Landscape / Hardscape (Median)	X		
Landscape / Hardscape (Parkway)	X		
Landscape / Hardscape (Sidewalks)	X		
Transit Benches / Appurtenant Structures	X		
PROJECT UTILITIES			
Major Water / Sewer Infrastructure	X		
On-Site Water/Sewer Facilities	X (3)		
Recycled Water System (Project Property)		X	
Recycled Water System (City Property)	X		
Major Drainage Facilities	X (3)		
Interim Drainage Facilities		X	
Natural Gas			X
Electricity			X
Telephone			X
Cable			X
OPEN SPACE AREAS			
Recreation/Open Space (R/OS)		X	
Project Entry Signs		X	
Landscape/Hardscape		X	
Pedestrian / Bicycle Trail (R/OS)	X (3)		
Pedestrian / Bicycle Trail (Public)	X		
Benches / Appurtenant Structures (R/OS)		X	
Benches / Appurtenant Structures (Residential)		X	
Benches / Appurtenant Structures (Private Trail)		X	
Benches / Appurtenant Structures (Public Trail)	X		
Lighting		X	
Fencing		X	
Levee			X
Woodlands		X	
Wetlands		X	
Detention Ponds		X	
Landscaping Adjacent to Asti Road		X	

(1) Private streets to be maintained by the Property Owner/Developer.

(2) Property Owner/Developer to provide light fixtures. City to provide maintenance functions.

(3) City to maintain on-site facilities if placed in public rights-of-way or dedicated easements.

MAINTENANCE MATRIX

ALEXANDER VALLEY RESORT SPECIFIC PLAN

NOVEMBER, 2015

aSection 18.08.040 Alexander Valley Resort Specific Plan Zoning District Development Standards

A. SP-1 Alexander Valley Resort Specific Plan

This Section provides regulations and standards for the development of the Alexander Valley Resort Project site and the SP-1 Zoning District. All capitalized terms used in this Section 18.08.040 that are not specifically defined herein shall have the meanings set forth in the Alexander Valley Resort Specific Plan, as amended.

B. Precise Development Plan Required

1. A Precise Development Plan ("PDP") shall be required prior to any development in each of the six (6) land use areas in this Plan: Resort/Resort Residential, Recreation/Open Space, Single-Family Residential, Estate Residential, Entry Commercial, and Resort Mixed-Use. Each PDP shall be consistent with the General Plan, the Alexander Valley Resort Specific Plan, and this Section 18.08.040. For purposes of Section 18.03.100A of this Title, the Alexander Valley Resort Specific Plan is deemed to be, and shall be considered as, the approved Preliminary Development Plan that would otherwise be required, and no other Preliminary Development Plan shall be required for development in the Alexander Valley Resort Specific Plan area.

2. A visual "gateway" or entrance theme shall be submitted by the Developer and approved by the City prior to or with the first PDP approval. A visual analysis of the rough grading plan for the site, including the grading for the proposed western hill with the serpentine outcropping shall be prepared prior to or with the first PDP, together with the proposed "gateway" theme.

3. A PDP amendment, in accordance with this Section, shall be required for any change to the approved PDP, except for minor changes in golf course design and alignment, if applicable.

4. PDPs for all phases of the development may be submitted and approved simultaneously, provided that no temporary or permanent occupancy permits for the Resort Residential, Single-Family Residential and Estate Residential Units shall be issued until (i) the Resort is substantially complete, as determined by the Director of Community Development, and (ii) a PDP has been submitted to the City for the Recreation/Open Space Area that describes the Developer's proposal for use of the Recreation/Open Space.

5. Construction of any golf course (either a Regulation Course or a Nine-Hole Course) is dependent on the availability of Recycled Water and transportation of that water to the west side of the NWP tracks.

   If the Developer is unable to obtain sufficient Recycled Water to develop any golf course, or if Developer elects not to develop any golf course, Developer shall propose an alternate use for the remaining acreage as provided herein. Such use may require an amendment to the Alexander Valley Resort Specific Plan.

C. Relationship to the Zoning Ordinance

All otherwise applicable provisions of this Title shall apply in the SP-1 Zoning District, except as specifically modified by this Section. In the event of a conflict between other provisions of this Title and the provisions of this Section, the provisions of this Section shall prevail.

D. Pedestrian/Bicycle Trails

Each PDP shall provide for a linked pedestrian/bicycle trail to connect the various development areas of the Specific Plan, and to connect the Specific Plan area to the remainder of the City.

E. Resort/Resort Residential Area

1. The 100-150 room hotel and a full-service spa facility will function together as a wine country destination resort ("Resort") and as the anchor of the Alexander Valley Resort Project. Amenities will include those normally found in a resort complex, including, but not limited to, a restaurant, conference center and gift shop. The Resort shall be consistent with all aspects of the Cloverdale General Plan Destination Commercial land use designation and applicable goals of the Land Use Element.

2. The Resort will be sited on a knoll overlooking Resort/Resort Residential and Recreation/Open Space Areas, capitalizing on Alexander Valley/Russian River vistas. The Resort is assigned a visually prominent location on the Project site and shall be designed to quality resort style standards.

3. The mass of the building(s) shall be broken up by favoring terraced roofs and offsets in wall planes. The maximum height of buildings for the Resort complex shall be 62 feet above ground level, including towers and similarly distinct architectural elements.

4. The spa shall be confined within the Resort complex. Outdoor facilities, to include a swimming pool and other recreational activity areas, shall be sited and buffered to reduce noise intrusion on the Resort.

5. Parking areas shall be off-street, landscaped and screened from view. The Resort complex, the Resort Residential Units and the Recreation/Open Space Area facilities may share parking areas, based on and subject to a shared parking analysis, using Urban Land Institute or similar methodologies, that has been approved by the City's Community Development Department Director.

6. Resort Residential Units shall meet the requirements of the R-2 or R-3 Multi-Family Residential Zoning Districts as they exist or may be modified.

7. The PDP for the Resort/Resort Residential Area shall conform to Specific Plan policies to mitigate impacts from the adjoining industrial area.

8. An Acoustic Study shall be submitted with the PDP for the Resort Residential Units, and building assemblies shall be designed so that interior noise levels shall not exceed 45dBA inside all living units.

F. Recreation/Open Space Area

1. The Recreation/Open Space Area may be developed with a golf course (either a

Regulation Course or a 9-Hole Course as described in Section II.B.13 of the Alexander Valley Resort Specific Plan), or with an alternate recreation use approved by the City Council, or preserved as open space.

2. If the Recreation/Open Space Area is developed with a Regulation Course, it should include multiple tee areas providing varying lengths up to 6,500 yards, a clubhouse, practice facilities, and maintenance areas. Any golf course should be open to golf club members, guests of the Resort and the general public on a daily fee basis.

3. Recreation/Open Space Area uses and building structures

   a. Maximum height of the any Recreation/Open Space Area building shall be 35 feet.

   b. Allowable uses are golf course facilities, including golf course management offices, pro shop, men and women's locker rooms, restaurant and banquet facilities, and golf cart storage; picnic areas; other resort-compatible uses that the City Council may approve subject to a conditional use permit; and preserved open space. Any expansion or change after PDP approval shall require a PDP amendment.

   c. The PDP shall provide adequate parking to serve peak demand for banquet or similar activities, if applicable. The Recreation/Open Space Area may share parking areas with the Resort complex and the Resort Residential Area based on and subject to a shared parking analysis, using Urban Land Institute or similar methodologies, that has been approved by the City's Community Development Department Director.

4. Maintenance facilities:

   a. Maximum height of any maintenance building structures shall be 24 feet.

   b. All maintenance and activity equipment storage shall be within enclosed buildings, except for sand, gravel and similar bulk construction materials, which shall be screened from public view with fences, landscaping, buildings or similar features.

5. The Natural Resource Preserve Area shall meet all applicable requirements of the Alexander Valley Resort Specific Plan.

6. Accessory structures, including snack shop, restrooms and a maintenance building shall be allowed.

7. All improvements shall conform to the "gateway" design concept.

8. A minimum 20-foot front setback with City-approved landscaping is required for all development along Asti Road.

G. Single-Family Residential

1. Single-Family Residential Units shall meet the requirements of the R-2 Zoning District, as it exists or may be amended, except that lot sizes may be reduced to 4,000 square feet and the lot width, depth and setback requirements reduced based on the Zoning Ordinance PUD Permit provisions in Section 18.03.130. No

more than one dwelling unit may be built on each lot.

2. A visual analysis shall be submitted with the PDP application for the Single-Family Residential Area. Steps to minimize views of houses from the City shall be detailed.

3. Site and building design shall conform to the gateway design concept.

4. A PDP amendment shall be required for any addition to or expansion of housing units after initial construction, including accessory structures.

H. Estate Residential

1. Estate Residential Units shall meet the requirements of the R-1 Zoning District, except that setbacks and lot sizes may be modified to save significant trees and oak forest groupings.

2. A visual analysis shall be submitted with the PDP application for the Estate Residential Area. Steps to minimize views of houses from the City and Alexander Valley shall be detailed.

3. An arborist report shall be provided with PDP submittal. The report shall identify significant individual trees and significant groupings of trees (oak forest). Houses and lots shall be sited to preserve trees and forest groupings to the extent possible.

4. A PDP amendment shall be required for any addition to, or expansion of, housing units after initial construction, including accessory structures and removal of significant trees identified in the arborist report.

I. Entry Commercial

1. An entry design theme and visual analysis shall be submitted with the PDP application for the Entry Commercial Area. Design shall include a visual buffer, such as landscape and berms, between Asti Road and the development on the site.

2. Design shall conform to the "gateway" design concept.

3. Entry Commercial development shall meet the requirements of the G-C Zoning District, except that a minimum 20-foot front setback with City-approved landscaping is required for all development along Asti Road. Additionally, the following uses shall be permitted by right:

   a. Administrative and Executive Offices

   b. Clerical and Professional Offices

   c. Restaurants (with alcoholic beverage service; with indoor and outdoor seating; with catering operations; no on-site entertainment without City approval)

   d. Wine Tasting Facility

   Service stations, drive-through uses and internally illuminated signs shall not be allowed.

4. A PDP amendment shall be required for any expansion of buildings after initial construction. A use permit shall be required for any uses that require a use permit in the G-C Zoning District (or any successor zoning district), with the exception of the permitted uses listed in the preceding subsection I.3 of this Section.

J. Resort Mixed-Use

1. A design compatibility analysis shall be submitted with the PDP application for development in the Resort Mixed-Use Area, to ensure that development in the Resort Mixed-Use Area is compatible with the Resort/Resort Residential and Entry Commercial Areas.

2. Uses.

   A. The following uses shall be permitted by right in the Resort Mixed-Use Area, subject to the PDP requirement set forth in subsection B.1 above:

      i. Automobile rental agencies (excluding outdoor storage of vehicles not for on-site rental)

      ii. Educational Institutions involving culinary, viticulture and brewing arts, schools and instructional programs

      iii. Gymnasiums, Athletic and Health Clubs, Spas and similar commercial recreation uses

      iv. Hotels (13 rooms or more)

      v. Restaurants with Bar/Cocktail Lounges (but not including fast-food restaurants or drive-thru restaurants)

      vi. Specialty grocery markets and food stores up to 5,000 square feet

   B. In addition, and except as otherwise set forth above, those uses set forth in Table 18.06.030-A of Chapter 18.06 of the City of Cloverdale Zoning Code for the Industrial Park (M-P) Zoning District shall be permitted in the Resort Mixed-Use Area, subject to applicable conditional use permit requirements as set forth therein. Where a Plot Plan is required for any use allowed under the M-P zoning requirements, the PDP required under this SP-1 zoning designation shall serve as the required Plot Plan, and no other Plot Plan shall be required.

   C. In addition, and except as otherwise set forth above, the following uses shall also be permitted subject to the limitations set forth in Table 18.05.030-A of the City of Cloverdale Zoning Code for the General Commercial (G-C) Zoning District, and subject to applicable conditional use permit requirements as set forth therein:

      i. Antique collections and shops

      ii. Arts and crafts stores

      iii. Artist and photographic studios and galleries (including the accessory sale of artwork)

      iv. Bakeries

v. Barber and beauty shops

vi. Bicycle shops

vii. Book shops and stationary stores

viii. Candy stores

ix. Clothing stores

x. Commercial recreation facilities (outdoor)

xi. Flower shops

xii. Furniture and home goods

xiii. Gift shops

xiv. Jewelry stores

xv. Liquor stores

xvi. Medical Services

xvii. Off-Street Parking Facilities (subject to conditional use permit)

xviii. Outside Sales or Display Areas (for uses allowed in the underlying Zoning District)

xix. Toy stores

xx. Transportation terminals and providers, including livery and shuttle services (subject to conditional use permit)

xxi. Wine/Beer Tasting/Sampling and Sales

xxii. Accessory uses (located on the same site as a permitted use)

xxiii. Other uses similar to, and no more objectionable than the uses identified above, as determined by the Planning Commission

Where a Plot Plan is required for any of the above uses under the G-C zoning requirements, the PDP required under this SP-1 zoning designation shall serve as the required Plot Plan, and no other Plot Plan shall be required.

D. The following uses are NOT permitted in the Resort Mixed-Use Area:

i. Automobile Service Stations/Gasoline Service Stations

ii. Sales and repair of automobiles, light trucks, boats, campers, and motorcycles; car washes; tire sales & service

iii. Bar/Cocktail Lounges without food service

iv. Bowling alleys

v. Drive-In Restaurants

vi. Drive Through Facilities

vii. Hardware stores

viii. Internally-illuminated signs

ix. Motion picture theaters

x. Multi-line traditional shopping centers with major anchor tenants

xi. Multi-tenant, freeway-oriented strip mall type facilities

xii. Drug Store/Pharmacies not related to medical, dental or related health services permitted above

xiii. Residential (temporary lodging permitted as provided herein)

xiv. Variety superstores and big box stores

3. The development standards for the Resort Mixed-Use Area shall be those set forth below in Table 18.08.040-A of the City of Cloverdale Zoning Code. Where the applicable development standard is set forth below as a range, the applicable standard shall be a specific standard within the range, as determined by the City Council at the time of approval of the required PDP.

Table 18.08.040-A
Site Development Standards for Resort Mixed-Use District

Lot Area (minimum)	6,000 – 20,000
Lot Width (minimum)	60' – 100'
Lot Depth (minimum)	100'
Front Setback (minimum) • Asti Road (must include City-approved landscaping)	15' 20'
Side Setback (minimum) • Interior • Street Side • Asti Road (must include City-approved landscaping)	 0' 10' – 15' 20'
Rear Setback (minimum) • Asti Road (must include City-approved landscaping)	10' 20'
Lot Coverage (maximum)	60%
Building Height (maximum)	35' – 50'

4. A PDP amendment shall be required for any expansion of buildings after initial construction.

General Plan Consistency Analysis
Alexander Valley Resort
October 28, 2015

Policy	Text/Intent	Consistency Analysis
LU 1-4b.	Encourage major destination commercial uses, such as resort/conference facilities, on an opportunity-presented basis.	Consistent.
LU 2-4	Discourage the creation of retail commercial areas outside the downtown that would adversely affect the viability of the downtown, including freeway frontages south of the City, freeway frontages east of Highway 101, and areas around the central Highway 101 interchange.	Consistent. The Project proposes to: (i) add 12.3 acres of land currently zoned for industrial uses to the Project; and (ii) re-zone the 12.3 acres to allow both light-industrial uses and commercial/retail uses on that parcel. To ensure General Plan consistency, the Project proposes to amend this Policy by adding the following text to the end of the existing Policy: "This policy shall not apply to areas designated as Destination Commercial areas, which are intended to provide recreation and commercial uses, including retail uses, that may be expected to attract tourists and visitors from other cities and regions to Cloverdale, and ultimately to Cloverdale's downtown core."
LU 4-1	Maintain and improve the design of the built environment. Improve the appearance of entries and approaches to the downtown and the community. Maintain attractive highway frontages, well designed streetscapes and sidewalks.	Consistent. The Project would replace the existing industrial parcel and existing Soil King warehouse operation with uses that would conform with the approved Resort proposal, which would be subject to an "entry design theme and visual analysis" to ensure that the Project provides for an attractive street and highway frontage.
DC Land Use Designation	The "Destination Commercial" land use designation currently reads as follows: This designation is intended to encourage recreation and tourist-commercial uses to serve as a distinctive entry into the City. Primary uses include golf courses, hotels, motels,	Consistent. The Project proposes to: (i) allow recreation uses other than a golf course on the site (if determined by the City Council to be compatible with the approved Resort); (ii) add 12.3 acres of land currently zoned for industrial uses to the Project; and (iii) re-zone the 12.3 acres to allow both light-industrial uses and commercial/retail uses on that parcel. To

	recreation vehicle campgrounds, bed and breakfasts, parklands, destination resorts, and retail uses, if similar and compatible. Secondary uses include residential developments (if associated with a recreational amenity or visitor serving facility), convenience stores, community centers, service stations and art, craft or music schools.	ensure General Plan consistency, the Project proposes to amend the Destination Commercial Land Use Designation as follows: "This designation is intended to encourage recreation and tourist-commercial uses to serve as a distinctive entry into the City. Primary uses include golf courses, other recreation uses and related amenities, hotels, motels, recreation vehicle campgrounds, bed and breakfasts, parklands, destination resorts, and commercial and light-industrial uses determined to be ~~retail uses, if similar and~~ compatible. Secondary uses include residential developments (if associated with a recreational amenity or visitor serving facility), convenience stores, community centers, service stations and art, craft or music schools."
CDO 3-10	Emphasize street trees and landscaping along Asti Road, Cloverdale Boulevard, and Foothill Boulevard.	Consistent. Specific Plan Policy LU 1.4 provides: "The entire site shall meet the applicable General Plan goals and policies as well as the provisions for the Destination Commercial land use designation."

RECORDING REQUESTED BY: City Clerk City of Cloverdale 124 N. Cloverdale Blvd. Cloverdale, CA 95425 AND WHEN RECORDED MAIL TO: City of Cloverdale 124 Cloverdale Blvd. Cloverdale, CA 95425 Attn: City Manager	**ATTACHMENT 9**

APN: 116-260-012

APN: 116-310-013
APN: 116-310-014

APN: 117-050-010
APN: 117-050-011
APN: 117-050-012
APN: 117-050-017
APN: 117-050-024
APN: 117-050-026
APN: 117-050-027
APN: 117-050-028
APN: 117-050-029

Space Above for Recorder's Use

This Agreement is recorded at the request and for the benefit of the City of Cloverdale and is exempt from the payment of a recording fee pursuant to Government Code §§ 6103 and 27383

DEVELOPMENT AGREEMENT

between

CITY OF CLOVERDALE

and

SPIGHT PROPERTIES II LLC

ALEXANDER VALLEY RESORT

[Ordinance No._____Adopted on_____, 20___]

DEVELOPMENT AGREEMENT
between
CITY OF CLOVERDALE
and
SPIGHT PROPERTIES II LLC

This DEVELOPMENT AGREEMENT ("**Agreement**") is made and entered into on this __ day of _____, 2016, by and between the CITY OF CLOVERDALE, a political subdivision of the State of California ("**City**") and SPIGHT PROPERTIES II LLC, a California limited liability corporation ("**Landowner**"). Landowner and City each may be referred to herein individually as a "Party" and collectively as the "Parties." This Agreement is entered into with reference to the following facts:

RECITALS

A. In order to strengthen the public land use planning process, to encourage private participation in comprehensive planning, to reduce the economic risk of development and to reduce the waste of resources, the Legislature of the State of California adopted the "**Development Agreement Statute**" (Government Code Section 65864 et seq.). The Development Agreement Statute authorizes the City and an applicant for a development project, having legal or equitable interest in the real property, to enter into a development agreement establishing certain development rights in, and obligations with respect to, the property which is the subject of a development project application. Pursuant to the Development Agreement Statute, the City adopted rules and regulations establishing procedures and requirements for consideration of development agreements on January 5, 1987 ("**Development Agreement Resolution**"). This Agreement has been processed, considered, and executed in accordance with those City rules and regulations.

B. The Development Agreement Statute permits cities and counties to contract with private interests for their mutual benefit in a manner not otherwise available to the contracting Parties. Such agreements, as authorized by the Development Agreement Statute, can assure property owners and developers that development approvals granted by public agencies will not change during the period of development of their projects. Cities and counties are equally assured that costly infrastructure such as roads, sewers, schools, fire protection facilities, etc. will be available at the time development projects come on line.

C. Pursuant to Government Code Section 65865(a), Landowner is the owner of approximately 267 acres in the City of Cloverdale more particularly described in **Exhibit A** hereto.

D. On June 10, 2009, the City Council of the City took the following actions with respect to the Property (collectively, the "**2009 Approvals**"):

1. By Resolution 027-2009, approved a Water Supply Assessment for the Alexander Valley Resort Project;

2. By Resolution 028-2009, certified the Final Environmental Impact Report consisting of a 2004 Draft Environmental Impact Report, a 2008 Recirculated Draft Environmental Impact Report and a 2009 Final Environmental Impact Report (collectively the "**FEIR**") and adopted a Mitigation Monitoring and Reporting Program for the Alexander Valley Resort Project;

3. By Resolution No. 029-2009, adopted the Alexander Valley Resort Specific Plan (the "**2009 Specific Plan**") and directed staff to file an annexation application for the Alexander Valley Resort Project; and

4. By Ordinance No. 671-2009, amended Chapter 18 of the City of Cloverdale Zoning Ordinance and prezoned the Property to the SP-1 Zoning District for the Alexander Valley Resort Project.

E. On February 10, 2010, the City Council of the City, by Resolution No. 014-2010, approved a revised Mitigation Monitoring and Reporting Program (the "**MMRP**") for the Alexander Valley Resort Project.

F. On April 7, 2010, the Sonoma County Local Agency Formation Commission, by Resolution No. 2579, approved a Sphere of Influence Amendment and a Reorganization of Territory designated as Cloverdale Reorganization No. 2009-001 (Alexander Valley Resort) approving the annexation of the Property to the City of Cloverdale. Such approval resulted in confirmation of the SP-1 zoning.

G. Since then, Landowner has completed the clean closure of the 22-acre wood waste landfill area which contained approximately 600,000 cubic yards of non-hazardous wood chips, bark, sawdust, soil, and rock. Owner's clean closure has accomplished the following: (i) removal of potential future environmental liability associated with groundwater and surface water quality issues; (ii) elimination of future monitoring and maintenance activities associated with the disposal site cap and drainage controls; (iii) removal of the wood waste landfill from regulatory oversight; (iv) reuse of the materials for beneficial purposes; and (v) preparation of the site for future uses, including the Project. The North Coast Regional Water Quality Control Board ("**RWQCB**") issued the final Waste Discharge Requirements ("**WDRs**"), Order No. R1-2005-0032, in June 2005, and Owner received clean closure certification in June 2012.

H. Landowner also completed extensive soil and groundwater remediation activities for the petroleum hydrocarbon-affected soil and groundwater east of the former head rig and for the affected soil south of the former mechanic shop in order to remove the source of petroleum hydrocarbons and to minimize future impacts to groundwater. PES Environmental, Inc. ("**PES**") performed these remediation activities and has requested that the Regional Water Quality Control Board consider "no further action" with regard to the hydrocarbons in soil and groundwater in these areas.

I. In addition, International Paper, Inc., as the successor in interest to Masonite Corporation, a former site operator, has been working with the RWQCB to investigate and remediate groundwater contamination at the site, including contamination of a deep aquifer under a portion of the Site. In August 2013, the RWQCB concurred with International Paper's

proposed final cleanup remedy of Monitored Natural Attenuation ("**MNA**") for shallow and bedrock groundwater in certain areas of the Property. The Remedial Action Work Plan approved by the RWQCB includes: (1) verification groundwater monitoring until the site groundwater achieves the cleanup goals; (2) deed restriction on a portion of the site where residual levels of wood treatment chemicals are present in soil; (3) a restricted area where groundwater use is prohibited; (4) destruction of certain groundwater monitoring wells and an old water supply well; and (5) a soil management plan to identify and address any contamination found during redevelopment. In accordance with Monitoring and Reporting Program No. R1-2013-0057, different MNA processes are occurring in different areas on the Property and reports are to be submitted to the RWQCB semi-annually. The five (5) remaining monitoring wells on the Property are not expected to impact Project development.

J. In 2015, Landowner applied to the City for certain revisions to the City's General Plan, the 2009 Specific Plan, and the Zoning Ordinance; and, as contemplated by the 2009 Specific Plan, Landowner also applied to the City for a development agreement to govern future development of the Property (collectively, the "**Proposal**"). The Proposal requests revision of the Specific Plan to make the golf course component an allowed rather than required use, and to provide for the possibility of an alternate recreation use if approved by the City Council. The Proposal also seeks to re-introduce a 12.3-acre parcel into the planning area that had been part of the original project assessed by the Draft Environmental Impact Report, and provides land use development standards for those 12.3 acres consistent with the existing zoning (M-P, Industrial Park) and the originally-proposed zoning (G-C, General Commercial).

K. In response to the 2015 application, the City undertook review of the FEIR prepared for the 2009 Approvals and determined that an addendum to the FEIR was appropriate for consideration and action on the 2015 application ("**2015 Addendum**").

L. On December 2, 2015, at a duly-noticed public hearing, the City's Planning Commission considered the FEIR and the 2015 Addendum; Landowner's application for certain General Plan, 2009 Specific Plan, and Zoning Ordinance amendments; and this Agreement. Following due consideration, by Resolution No. _____, the Planning Commission recommended to the City Council that the City Council approve Landowner's application. **[To be revised to conform to action taken at PC meeting.]**

M. On January 6, 2016, at a duly-noticed public hearing, the City Council of the City took the following actions relating to the Landowner's application:

1. By Resolution No. _____, approved and adopted the 2015 Addendum to the FEIR;

2. By Resolution No. _____, amended the City of Cloverdale General Plan;

3. By Resolution No. _____, amended the 2009 Specific Plan (as amended, the "**Specific Plan**"); and

4. By Ordinance No. _____, amended Chapter 18 of the City of Cloverdale Zoning Ordinance.

5. By Ordinance No. _____, approved this Agreement.

Approvals 2, 3, 4, and 5 above are collectively referred to herein as the "**Project Approvals**."

N. Landowner desires to sell the Property to a developer with the qualifications, expertise, and experience to develop the Property in accordance with the Project Approvals and as contemplated in this Agreement. The development of the Property in accordance with this Agreement and the Project Approvals will provide for orderly growth within the City, consistent with the goals, policies, and other provisions of the City's General Plan and the Specific Plan.

O. City recognizes that the economic success of the Project depends greatly upon the certainty and timing of the City's regulations and fees.

P. As contemplated by the Specific Plan, the City and Landowner desire to enter into a Development Agreement to identify and assign key implementing responsibilities, including but not limited to, vesting of entitlements, the construction of infrastructure, and continuing maintenance responsibilities and agreements.

Q. For the reasons recited herein, Landowner and City have determined that the Project is the type of development for which this Agreement is appropriate. This Agreement will eliminate uncertainty in planning and provide for the orderly development of the Property and otherwise achieve the goals and purposes for which the Development Agreement Statute and the Development Agreement Resolution were enacted.

R. In exchange for these benefits to the City, together with the public benefits that will result from the development of the Property pursuant to the Project Approvals, Landowner desires to receive the assurance that it may proceed with development of the Property, including receipt of building permits and all other permits and approvals required to complete construction of the Project in accordance with the terms and conditions of this Agreement.

S. The Parties shall cooperatively collect this Agreement, all documents mentioned in Recital M and elsewhere in this Agreement, and place them in a three ring binder to be maintained at all times by the City Clerk. Two (2) true and correct conformed copies of such binder shall be prepared and given to Landowner and to the Director of Community Development of the City. The Parties shall rely on the documents in such binder to determine the approvals granted by the City and the ordinances, policies and regulations in effect on the Effective Date of this Agreement, as defined below.

NOW, THEREFORE, it is agreed by and between the Parties as follows:

ARTICLE 1
GENERAL PROVISIONS

1.1. The Property. Landowner represents and warrants that it owns the fee interest in that certain real property consisting of approximately 267 acres, located in the City of Cloverdale and Sonoma County, and more particularly described in Exhibit A attached hereto (the "**Property**").

1.2. The Project. The Landowner proposes to develop, and the Parties desire to provide for the development, subject to the provisions of this Agreement and the Specific Plan, of a project (the "**Project**") on the Property that includes:

- A multi-story, 100-150 room resort hotel with a restaurant, other retail facilities complimentary to the destination resort theme, conference and meeting facilities, and a full-service spa (the "**Resort**");

- Approximately 218 acres of recreational and/or open space uses compatible with the Resort, which may include a golf course, an alternate recreation use, or preserved open space. Development of an alternate recreation use is not a vested right under this Agreement and is subject to such review and approval as described in Section II.B of the Specific Plan;

- Up to 40 attached residential units adjacent to the Resort area (the "**Resort Residential Units**");

- Up to 105 single-family detached residential units (the "**SingleFamily Residential Units**");

- Up to 25 Estate Residential units (the **"Estate Residential Units**");

- An entry commercial parcel at the main entry to the Project which may include a wine tasting facility, related food service uses, and retail uses complimentary to the destination resort theme and associated uses pursuant to the process outlined in the Specific Plan (the "**Entry Commercial Area**"); and

- A mixed-use parcel at the main entry to the Project immediately to the north of the Entry Commercial Area, which may include resort-compatible commercial and/or light industrial uses pursuant to the process outlined in the Specific Plan (the "**Resort Mixed-Use Area**").

1.3. Definitions

Unless the context requires otherwise, any word or phrase defined by the introductory paragraph and Recitals of this Agreement, the following words and phrases hereinafter defined shall apply throughout the Agreement:

"Administrative Amendment" means: (1) any change to an exhibit to this Agreement; and (2) any amendment to this Agreement which does not relate to (a) the term of the Agreement, (b) the permitted uses of the Property, (c) the reservation or dedication of land, (d) the location and maintenance of off-site improvements, (e) the density or intensity of uses of the Property, (f) the maximum height or size of proposed buildings, (g) the fees payable by Landowner as provided in Section 2.10 of this Agreement, (h) monetary contributions by Landowner required by this Agreement; or (i) the phasing or timing of development and construction of the improvements.

"**Certificate of Occupancy**" means a certificate issued after inspections by City authorizing a person or persons in possession of residential property to dwell or otherwise use a specified building or dwelling unit.

"**CEQA**" means the California Environmental Quality Act, Sections 21000, et seq., of the Public Resources Codes of the State of California, and its implementing regulations, Title 14, Chapter 3, Sections 15000, et seq., of the California Code of Regulations (also referred to as the "**CEQA Guidelines**").

"**City Council**" shall mean the duly elected legislative body governing the City of Cloverdale, CA.

"**Development Impact Fees**" means those fees that are set forth in City's "2015 Development Impact Fee Schedule- Effective July 1, 2015," attached hereto as **Exhibit B**, with any adjustments required pursuant to this Agreement.

"**Development Notice**" has the meaning described in Section 2.5 of this Agreement.

"**Director of Community Development**" shall mean the acting Director of the Community Development Department for the City of Cloverdale.

"**Effective Date**" shall mean the 30th day following (a) the date of adoption by the City Council of the ordinance approving this Agreement, (b) publication of the ordinance pursuant to Government Code Section 25214, or (c) date upon which this Agreement is executed by Landowner and by the City, whichever is later.

"**Existing Standards**" means the ordinances, resolutions and regulations adopted by the City Council of the City of Cloverdale in effect and applicable to the Property on the Effective Date, including the adopted ordinances that govern the permitted uses of land, the density and intensity of use, the timing of development, and the design, improvement, construction standards, the General Plan, the zoning ordinance and all other ordinances, codes, rules, and regulations of the City establishing subdivision standards, park regulations, impact or development fees and building standards, but subject to the limitations set forth in Section 2.3.1 and only to the extent that such ordinances, resolutions and regulations are not inconsistent with this Agreement and the Specific Plan. Existing Standards do not include design and/or construction requirements for public improvements or improvements to be acquired by a public entity, except where such requirements are explicitly addressed by the Specific Plan. Existing Standards do not include non-land use regulations, which include taxes. Existing Standards do not include prior CEQA review.

"**General Plan**" means the General Plan of the City of Cloverdale including the text and maps, as amended in connection with the Project.

"**Infrastructure Improvements**" are the water, recycled water, sewer, drainage and street improvements, necessary to serve the Project area as set forth in the Specific Plan and Section 2.8 of this Agreement.

"**Landowner**" means Spight Properties II LLC and any "Transferees" as defined in Section 8.5.1 of this Agreement.

"**Mortgagee**" means the holder of any mortgage or the beneficiary of any deed of trust covering all or part of the Property or any successor or assignee of any such mortgage holder or beneficiary, identified by name and mailing address in a written notice received by City by personal delivery or overnight mail, mailing costs prepaid. Such notice shall state whether such mortgagee desires to receive a notice of default as provided by this Agreement.

"**Planning Commission**" means the Planning Commission of the City of Cloverdale, California.

"Project" means the development of the Property as described in Section 1.2 of this Agreement.

"Project Approvals" has the meaning described in Recital M of this Agreement.

"Regulatory Processing Fees" means any and all fees, costs and charges adopted or otherwise imposed by City as a condition of regulatory approval of the Project for the purpose of defraying City's actual costs incurred or to be incurred in the processing and administration of any form of permit, approval, license, entitlement, or formation of a financing district or mechanism, or any and all costs adopted or otherwise imposed by City for the purpose of defraying City's actual costs of periodically updating its plans, policies, and procedures, including, without limitation, the fees and charges referred to in Government Code Section 66014.

"**Resort**" has the meaning set forth in Section 1.2 of this Agreement.

"**Specific Plan**" means the amended Alexander Valley Resort Specific Plan adopted by the Cloverdale City Council by Resolution No. _____ on January 6, 2016.

"**Term**" has the meaning set forth in Section 1.6 of this Agreement, and includes any extension of the initial Term agreed to by the Parties in accordance with the requirements of this Agreement.

"Transferee" has the meaning described in Section 8.5.1 of this Agreement.

"Vested Components" has the meaning described in Section 1.15 of this Agreement.

1.4. Incorporation of Recitals and Exhibits. The Parties agree that the Recitals and Exhibits to this Agreement are true and correct and are incorporated into the Agreement as if

they were set forth in the Agreement. In the event of inconsistency between the Recitals and the provisions of Articles 1 through 8, the provisions of Articles 1 through 8 shall prevail.

1.5. Public Benefits. The completion of the Project will provide long-term benefits for the residents of the City and its visitors in furtherance of the planning objectives contained in the City's General Plan, and will, in conjunction with other approved developments within the City: (a) maintain an economic and social balance between housing supply and employment opportunities; (b) provide to the City additional revenues to pay expenditures necessary to provide an adequate level of municipal services; (c) promote tourism to the area; and (d) establish a balance of land uses on the Property that will enable the City to provide municipal services not only to the Property, but to all residents of the City.

1.6. Term. The term of this Agreement shall commence on the Effective Date and shall extend for a term of fifteen (15) years thereafter ("**Term**") unless otherwise terminated, modified, or extended as provided by this Agreement.

1.7. Project is a Private Undertaking. It is agreed among the Parties that the Project is a private development and that City has no interest therein except as authorized in the exercise of governmental functions. Nothing in this Agreement shall preclude the Landowner from forming any form of investment entity for the purpose of completing any portion of the Project.

1.8. Consistency with General Plan. City hereby finds and declares that this Agreement furthers the public health, safety, and general welfare of the community and that the provisions of this Agreement and all Project Approvals are consistent with the General Plan and the Specific Plan.

1.9. Orderly Growth and Development. Development of the Project pursuant to the terms and conditions of this Agreement and the Project Approvals will provide for orderly growth and development consistent with the General Plan and the City's other developmental policies and programs.

1.10. Need for Services and Facilities. Development of the Project pursuant to this Agreement will create a need for municipal services and facilities, some of which services and facilities will be provided by the City, subject to the performance of Landowner's obligations hereunder.

1.11. Exercise of City Contracting Authority. The City, by electing to enter into this Agreement, acknowledges that the obligations of the City shall survive beyond the term or terms of the present City Council and that such action will serve to bind the City and future city councils to the obligations thereby undertaken. By approving this Agreement, the City Council has elected to exercise certain governmental powers at the time of entering into this Agreement rather than deferring its actions to some undetermined future date. The terms and conditions of this Agreement have undergone extensive review by both the City and the City Council and have been found to be fair, just and reasonable, and the City has concluded that the pursuit of the Project will serve the best interests of its citizens, and the public health, safety and welfare will be best served by entering into this obligation.

1.12. Development Agreement Regulations. City and Landowner have taken all actions mandated by, and fulfilled all requirements set forth in, the Development Agreement Statute and the Development Agreement Resolution.

1.13. Substantial Costs to the Parties. The Parties, at their sole cost and expense, have incurred and will incur substantial costs in order to process the Project Approvals, to comply with conditions of approval and environmental mitigation measures of the Project Approvals, and to assure development of the Property in accordance with the Project Approvals and the terms of this Agreement.

1.14. Priority of Enactment. In the event of conflict between the Agreement and the Existing Standards, the Parties agree that the following sequence of approvals establishes the relative priority of the approvals, each approval superior to the approvals listed thereafter: (1) the General Plan, as existed on the Effective Date; (2) this Agreement, the other Project Approvals, and all other exhibits attached hereto, and (3) the Existing Standards.

1.15. Vested Rights of Landowner. During the Term of this Agreement, and any extension or modification thereto, the Project Approvals and the Existing Standards are declared fully vested in the Landowner and Landowner Transferees and are referred to herein as the "**Vested Components**." No part of the Vested Components, including without limitation, the applicable Fees as set forth in Section 2.10, may be modified or changed by the City during the duration of this Agreement without the express consent of the Landowner of the Property to which the modification or change is applicable thereto, except as provided in Sections 2.3.1, 2.8 and 2.10 herein. The Vested Components shall be effective against, and shall not be amended by, any subsequent ordinance or regulation, whether adopted or imposed by the City Council or through initiative or referendum. Nothing herein shall be construed to limit the City's power of eminent domain.

1.16. Assignment and Transfer of Development Rights. Subject to the provisions of Section 8.5, this Agreement shall not prevent the Landowner from assigning or delegating, in any way, its rights and duties under this Agreement in connection with the sale, assignment, or other transfer of the Property, in whole or in part, with all its right, title and interest therein to any person, partnership, joint venture, firm or corporation at any time during the term of this Agreement. Landowner shall provide City with notice of the assignment and delegation within thirty (30) days of such sale or delegation as provided for in the Notice provisions of this Agreement. Landowner shall be deemed relieved of the rights assigned, and released from the duties delegated, under an assignment and assumption agreement, provided that the City Clerk receives a copy of the express written assignment and assumption agreement by such purchaser, assignee or transferee of the benefits and obligations of this Agreement.

1.17. Successors in Interest/Covenants Run With Land. The conditions and covenants set forth in this Agreement and incorporated herein shall run with the land and the benefits and burdens shall bind and inure to the benefit of the Parties. Each and every purchaser, assignee, or transferee of an interest in the Property, or any portion thereof, shall be obligated and bound by the terms and conditions of this Agreement, and shall be the beneficiary thereof and a Party thereto, but only with respect to the Property, or such portion thereof, sold, assigned, or transferred to it. Any such purchaser, assignee, or transferee shall observe and fully perform

all duties and obligations of a Landowner contained in this Agreement, as such duties and obligations pertain to the portion of the Property sold, assigned, or transferred to it. Provided, however, notwithstanding anything to the contrary above, if any such sale, assignment or transfer is related to a completed residential unit that is not owned and operated by the Resort operator and that has been approved by the City for occupancy, the automatic termination provisions of Section 8.3.2 herein shall apply thereto and the rights and obligations of Landowner hereunder shall not run with respect to such portion of the Property sold, assigned, or transferred in connection with such completed residential unit and shall not be binding upon such purchaser, assignee or transferee.

1.18. Amendment.

a) This Agreement may be modified, amended, changed, added to or subtracted from by the mutual consent of the Parties or their successors in interest, after notice and public hearing in conformance with, and pursuant to, the provisions of Government Code Section 65868. Any duly adopted amendment or change shall be in written form, executed with the same formalities as this Agreement, and attached to the original Agreement to maintain continuity.

b) Notwithstanding the provisions of subsection a) above, the Director of Community Development shall have authority, in its sole and exclusive discretion, to approve and agree to Administrative Amendments to this Agreement, which shall not require a noticed public hearing and shall not require approval of the Planning Commission, the City Council, or any further City approval; all other changes to the Agreement shall require approval of the City Council.

1.19. Recordation. Pursuant to Government Code Section 65868.5, the Clerk of the City Council shall record a copy of this Agreement with the Office of the County Recorder no later than ten (10) days after the ordinance approving this Agreement takes effect.

ARTICLE 2
PROJECT DEVELOPMENT

2.1. General Permitted Uses. Consistent with the requirements of Government Code Section 65865.2, the Project's permitted uses, density and intensity of use, the maximum height and size of the proposed buildings, provisions for reservations and dedications of land, payment of fees, payment of fees in lieu of dedications for public purposes, the location, construction, installation and extension of public improvements and utilities, and other terms and conditions of development applicable to the Project shall be those set forth in this Agreement and the Project Approvals, as they pertain to the Project, and any amendments thereto, as permitted herein.

2.2. Subsequent Approvals. The Parties acknowledge that in order to develop the Project on the Property, Landowner will need to obtain various ministerial and discretionary approvals from City in the future (**"Subsequent Approvals"**), which may include, without limitation, tentative and final subdivision maps, parcels maps, lot line adjustments, use permits and conditional use permits, precise development plans, development review, site plan review, building permits, grading permits, encroachment permits, specific plan amendments and certificates of occupancy. For any Subsequent Approval proposed by Landowner, Landowner shall file an application with City for the Subsequent Approval at issue in accordance with the

Existing Standards, and shall pay such Regulatory Processing Fees as are in effect at the time of the application except as expressly provided herein. Provided that such application(s) are in a proper form and include all required information and payment of any applicable Regulatory Processing Fees in the amount in effect at time of payment, City shall diligently and expeditiously process each such application in accordance with the Existing Standards, the Project Approvals, and this Agreement, and shall exercise any discretion City has in relation thereto in accordance with the terms and conditions of this Agreement. In reviewing and approving such applications, the City reserves the right to exercise its discretion as set forth in the City's General Plan and Municipal Code in effect on the Effective Date.

2.3. Subsequently Enacted Standards.

2.3.1. Application of Subsequently Enacted Standards. City may apply to the Property and the Project such new or modified rules, regulations and policies adopted after the Effective Date (**"Subsequently Enacted Standards"**), only to the extent that such Subsequently Enacted Standards are generally applicable to other similar residential and non-residential (as applicable) developments in the City of Cloverdale and only to the extent that such Subsequently Enacted Standards:

(a) Are not in conflict with Existing Standards and would not prevent or delay development of the Project or increase the cost of development or building; or

(b) Are consistent with the most recent version of the California Building Standards Codes, Title 24, California Code of Regulations.as adopted by the California Building Standards Commission and as adopted in an unmodified form by the City; or

(c) Are subsequent city-wide changes to construction or technical design standards or specifications for public improvements which are reasonably and directly related to durability or longevity of the public improvements; or

(d) Are changes in City laws, regulations, plans, or policies, the terms of which are specifically mandated and required by changes in state or federal law or regional application thereof;

(e) Are properly-adopted updates to city-wide utility infrastructure master plans, in which case each Precise Development Plan submitted to the City for development of the Project shall be subject to a final determination of consistency with the most recent version of the applicable city-wide utility infrastructure master plan; or

(f) Are otherwise unambiguously and expressly authorized in this Agreement.

Upon discovery of a subsequently enacted federal or state law which may require changes pursuant to subsection (d), City shall provide Landowner with written notice of the state or federal law or regulation, provide a copy of the law or regulation, and a

written statement of conflicts with the provisions of this Agreement. Promptly thereafter, City and Landowner shall meet and confer in good faith in a reasonable attempt to determine whether a modification or suspension of this Agreement, in whole or in part, is necessary to comply with such federal or state law or regulation. In such conferences, City and Landowner agree to preserve the terms of this Agreement and the rights of Landowner as derived from this Agreement to the maximum feasible extent while resolving the conflict. City and Landowner agree to cooperate in resolving the conflict.

2.3.2. Future Growth Control Ordinances, Policies, Etc. Except as otherwise expressly provided in Section 2.3.1 herein or other provision of this Agreement which unambiguously and expressly authorize the City to make such pertinent changes, no ordinance, policy, rule, regulation, decision, or any other City action, or any initiative or referendum voted on by the City's electorate, which would otherwise be applicable to the Project and would affect in any way the rate of development and construction of the Project, alter construction standards relating to the Project, limit the number of building permits issued by the City for the Project, including, but not limited to, development no-growth or slow-growth moratoria, and/or limit the Project's ability to connect to the City's sewer system, water system, storm drainage system or recycled water system, or to receive any other City service, shall be applicable to any portion of the Project during the term of this Agreement, whether such action is by ordinance, enactment, resolution, approval, policy, rule, regulation, decision or other action of City or by public initiative or referendum by the City's electorate. To the extent allowed by the laws pertaining to development agreements, however, Landowner will be subject to any growth limitation ordinance, resolution, rule, regulation, or policy which is adopted on a uniformly applied, city-wide basis, and directly concerns an imminent public health or safety issue, in which case City shall treat in a uniform, equitable and proportionate manner all properties, public and private, which are impacted by that public health or safety issue. If Landowner becomes subject to any such growth limitation, the Term of this Agreement shall be tolled for the duration of the effect of such growth limitation, such that the length of time such growth limitation remains in effect shall be added to and become part of the Term of this Agreement.

2.3.3. Subsequent Zoning Ordinance Amendment. If the City's zoning ordinance is amended after the Effective Date to authorize greater densities and intensity of use or greater maximum height and size of buildings, the amended provisions may be applied to the development of the Property at the option of the Landowner.

2.4. Police Power and Taxing Power. The City, through the exercise of either its police power or its taxing power, whether by direct City Council action or initiative or referendum by the City's electorate, shall not establish, enact or impose any additional conditions, dedications, fees, and other exactions, policies, standards, laws or regulations which relate or apply, directly or indirectly, to the Project except as provided in Section 2.3.1 herein or other provision of this Agreement which unambiguously and expressly allows the City to make such changes. Further, the City shall not approve a financing district designed to impose bonded indebtedness on any portion of the Project without Landowner's prior written approval, which approval may be given or withheld in Landowner's sole and absolute discretion. Nothing herein prohibits the Project from being subjected to a (i) city-wide bond issue, (ii) city-wide special or

general tax, or (iii) special assessment for the construction or maintenance of a city-wide facility as may be voted on by the electorate or otherwise enacted, provided that such tax, assessment or measure is city-wide in nature, does not discriminate against the Property, and does not distinguish between developed and undeveloped parcels.

2.5. Phasing of Development. The Parties hereby agree that the Landowner shall have the right to develop the Project at such times and at such rates as the Landowner deems appropriate in its sole and subjective business judgment, subject to the terms, conditions and provisions of the Project Approvals and this Agreement. The City acknowledges that such a right is consistent with the intent, purpose and understanding of the Parties, and that without such a right, the development of the Project would be subject to the very uncertainties sought to be avoided by the Development Agreement Statute, the City's Development Agreement Resolution, and this Agreement. Because the Project Approvals provide that no occupancy permits may be issued for the Project's residential units until the Resort is substantially complete, as further described herein and in the Specific Plan, the City agrees that the timing, sequencing and phasing of the Project's residential units is appropriately left to the discretion of, and shall be the sole responsibility of, the Landowner, and shall not be subject to the provisions of the City's Residential Growth Management Program - Cloverdale Municipal Code Section 18.02.100 (the "**GMP**"). The Landowner shall give the City at least sixty (60) days written notice prior to commencing the first phase of the development hereunder, with such notice being the "**Development Notice.**"

2.6. Growth Management Allocations. As stated in Section 2.5 above, the City and the Landowner agree that the construction of the Single-Family Residential Units, the Estate Residential Units and the Resort Residential Units, including model units, will not be subject to the requirements of the City's GMP. Except as otherwise provided herein, each building permit for a Single-Family Residential Unit, an Estate Residential Unit and/or a Resort Residential Unit shall be issued pursuant to the City's policies and procedures governing building permits, as such policies and procedures may, from time-to-time, be amended by the City, provided that any such amendment shall not be applied to any developer of the Single-Family Residential Units, the Estate Residential Units or the Resort Residential Units in a manner that deprives such developer of any material right or other benefit under this Agreement.

2.7. Affordable Housing Requirement. In light of the unique nature of the Project as a destination resort and its potential to promote tourism in the City and the region, and its location outside of the City's downtown core and distant from the City's existing affordable housing projects and neighborhoods, and in consideration of the potential employment opportunities and other benefits provided by this Agreement, the City has determined that Landowner's compliance with the requirements of Chapter 18.13 of the Cloverdale Municipal Code may take any of the following forms, including but not limited to a combination thereof:

- Provision of on-site affordable units;
- Provision of off-site affordable units; and
- Payment of in-lieu fees.

Not later than the City's issuance of the fifth (5th) building permit for a residential unit in the Estate Residential Area and/or the Single-Family Residential Area, Landowner shall submit to the City's Planning Director, for the Planning Director's reasonable approval, an Inclusionary Housing Compliance Plan setting forth Landowner's proposed compliance with Chapter 18.13, consistent with this Section 2.7. Landowner's compliance with an approved Inclusionary Housing Compliance Plan consistent with this Section 2.7 shall constitute Landowner's and the Project's full and complete satisfaction of all of the requirements of Chapter 18.13 as they relate to the provision of affordable housing. Accordingly, the City shall not condition any Subsequent Approval on further compliance with Chapter 18.13 of the Cloverdale Municipal Code or impose on the Project any other requirement for the provision of affordable housing.

2.8. Provisions for Infrastructure Improvements.

2.8.1. Conformance with Applicable City-Wide Infrastructure Master Plans. Subject to the credit and reimbursement provisions of Section 2.10 below, all development of the Project on the Property shall conform to the applicable city-wide utility infrastructure master plan(s) in effect at the time the Precise Development Plan describing such development is submitted to the City.

2.8.2. Dedication of Public Infrastructure Improvements. Title to, and ownership of, all public infrastructure improvements (and easements in favor of the City therefore) shall be dedicated to the City by means of the final map(s). Each such final map shall delineate the areas for the related public infrastructure improvements and shall include an offer to dedicate such areas to the City for public use. The City agrees to accept any such offer of dedication that is made in compliance with applicable law and the provisions of this Agreement at such time as (i) the City approves such final map (if such public infrastructure improvements are then completed); or (ii) such public infrastructure improvements are completed in accordance with the subdivision improvement agreement for such final map (if such public infrastructure improvements are not completed when such final map is approved).

From and after the Landowner's completion of each component of the public infrastructure improvements in accordance with the requirements of the related subdivision improvement agreement and this Agreement, and the City's acceptance thereof, such component of the public infrastructure improvements shall become public facilities and thereafter be operated, maintained and repaired by the City except during any warranty period during which the Landowner is required to undertake any required repairs or maintenance.

2.8.3. Zone 1 Water Reservoir/Tank. The Landowner shall, at Landowner's sole cost and expense, but subject to the credit and reimbursement provisions of Sections 2.10 below, design and construct a water reservoir/tank ("**Water Tank**") as described in the Specific Plan and as provided below.

After Landowner gives the Development Notice, Landowner shall promptly cause: (i) its architect and/or civil engineer to design the Water Tank; and (ii) its engineers to complete the design of the related equipment and systems. The design of,

and construction plans for, the Water Tank shall be subject to the City's review and approval.

The Landowner shall, following the City's approval of the construction plans therefore, cause the Water Tank to be constructed in connection with, and as part of, the construction of the Domestic Water System. The Parties hereto acknowledge and agree that the subdivision improvement agreement to be entered into with respect to the Landowner's construction of the Domestic Water System (including without limitation the warranty provisions thereof) shall apply to and include the Landowner's construction of the Water Tank.

The Landowner shall, within 30 days after the first date on which the Landowner has completed, and the City has accepted, the Water Tank, deliver to the City a recorded easement for the land on which the Water Tank is located, including access thereto. From and after the Landowner's completion, and the City's acceptance, of the Water Tank in accordance with the requirements of any subdivision improvement agreement and this Agreement, the Water Tank shall thereafter be operated, maintained and repaired by the City (subject to any warranty obligations of the Landowner and/or the constructor)

2.8.4. Recycled Water System. The Landowner may, at the Landowner's sole cost and expense, design and construct a recycled water system to serve the Project as described below.

(a) Recycled Water System Required to Serve Golf Course. If Landowner elects to construct a golf course as part of the Project, then Landowner shall construct and install, at Landowner's sole cost and expense, a force main, supply pipeline, and such other infrastructure as necessary to transfer sufficient treated effluent from the City's wastewater treatment plant to the Property to meet the demands of the golf course (the "**Recycled Water System**"). Design of the Recycled Water System, including the locations of connection points and delivery infrastructure, shall first be approved by the City, and permits and all costs related to the Recycled Water System shall be Landowner's sole responsibility (subject to the City's obligation to cooperate as set forth in Section 4.6). If Landowner constructs a golf course and Recycled Water System, the City shall provide, at no cost to Landowner, sufficient treated effluent produced by the City's wastewater treatment plant in compliance with the City's waste discharge requirements, as needed from time-to-time by the Landowner to meet the demands of the golf course on the Property.

(b) Termination of City's Obligation to Provide Recycled Water. If the City has not approved a Precise Development Plan ("PDP") that provides for the construction of a golf course in the Recreation/Open Space Area (as defined in the Specific Plan) within five (5) years of the Effective Date of this Agreement, then the City's obligation to provide treated effluent to serve the Project on the Property, as set forth in Section 2.8.4(a) above, shall be terminated. At any time during the first 5-year period following the Effective Date, or at any time thereafter if the City's obligation to provide treated effluent to serve the

Project terminates according to this Section 2.8.4(b), City shall consider any proposal from Landowner to construct a recycled water system to meet the demands of any alternate proposed use in the Recreation/Open Space Area and, if such alternate use is approved by the City, in its sole and exclusive discretion, City shall provide sufficient treated effluent to meet the demands of the approved alternate use at no cost to Landowner.

2.8.5. (c) Secondary Project Access. If Landowner constructs a Recycled Water System, the City shall grant Landowner an easement from Asti Road through and across a portion of the City-owned property surrounding the City's wastewater treatment plant (Assessor's Parcel Number 116-260-044) for the purpose of: (i) construction and maintenance of elements of the Recycled Water System; and (ii) access to the eastern portion of the Property by maintenance equipment too large to pass through the Project's below-grade crossing of the Northwestern Pacific rail line.**Traffic Infrastructure.** Landowner shall, at Landowner's sole cost and expense, but subject to the credit and reimbursement provisions of Sections 2.10 and 2.11 below, design and construct traffic infrastructure to serve the Project as described below.

(a) Private Roads. Landowner shall design and construct the private roads (**"Private Roads"**) shown on the Private and Public Trail/Road Map attached hereto as **Exhibit C**, which Private Roads may be subject to mutually agreeable modifications during the processing and approval of the final map(s). The exact locations of the Private Roads shall be: (i) generally consistent with the approximate locations shown on Exhibit C, subject to mutually agreeable modifications; (ii) determined based on consideration of topography, drainage, existing vegetation and other physical constraints; and (iii) shown on the final plans and specifications as approved by the City. Landowner shall cause the Private Road labeled as "Hotel Entry Road" on Exhibit C to be completed and open for use not later than the issuance of the first Certificate of Occupancy for the Resort.

Title to and ownership of the Private Roads shall remain with the owner(s) of the Resort and owner of the Recreation/Open Space Area and the City shall not have any easement, license or other interest therein (other than the right to enforce the requirement that there be public access to the Resort and the Recreation/Open Space Area during normal and customary business hours). If not one and the same, the owner of the Resort shall share responsibility for the maintenance, repair and replacement of the Private Road with the owner of the Recreation/Open Space Area, provided, however, that such owner shall have the right, to be exercised in such owner's sole discretion, to delegate such maintenance, repair and replacement to any owner or association that agrees in writing by recorded agreement or covenant (with a copy of such fully signed writing being provided by such owner to the City) to assume such maintenance, repair and replacement responsibility.

(b) Public Roads. Landowner shall design and construct the public roads (**"Public Roads"**) as shown on the Private and Public Trail/Road Map

attached hereto as Exhibit C, which Public Roads may be subject to mutually agreeable modifications during the processing and approval of the final map(s). The exact locations of the Public Roads shall be: (i) generally consistent with the approximate locations shown on Exhibit C, subject to mutually agreeable modifications; (ii) determined based on consideration of topography, drainage, existing vegetation and other physical constraints; and (iii) shown on the final plans and specifications as approved by the City. The Public Roads shall be designed and constructed in accordance with the standards set forth in any tentative subdivision map conditions of approval, or subdivision improvement agreements between Landowner and the City, and the then applicable City Public Works Department standards, including but not limited to applicable city-wide master plans as described in Section 2.3.1 above.

Title to the Public Roads shall be dedicated to the City by final subdivision map(s). Each such final map shall delineate the areas for the related Public Roads for such final map, and shall include an offer to dedicate such areas to the City for public use. The City agrees to accept any such offer of dedication that is made in compliance with applicable law and the provisions of this Agreement at such time as such roads are completed in accordance with the subdivision improvement agreement for each such final map and this Agreement.

The City and Landowner acknowledge that: (i) the Hotel Entry Road shall be subject to one or more easements for the benefit of the Project components; (ii) such easements will allow the use of such public roadway area for access to and from such lands; (iii) Landowner will be required, in order to dedicate title to such public roadway areas to the City as contemplated herein, to cause such easements to remain; and (iv) the owners of such lands may require that the owners and occupants of such land have the right to use such roadway areas (in common with the public) for access to and from such lands (including without limitation, by vehicles transporting supplies and products). Accordingly, Landowner shall cause the roadway to be constructed on such public roadway area to be designed and constructed in a manner that complies with all applicable City standards and is also sufficient to accommodate such use, and the final map by which such public roadway area is dedicated to the City shall include notations and provisions, reasonably acceptable to both the City and Landowner, acknowledging and providing for such use of such roadway.

(c) Off-Site Circulation Improvements (South Cloverdale Boulevard/Highway 101). A number of Mitigation Measures in the FEIR require certain circulation improvements at the South Cloverdale Boulevard/Highway 101 interchange including the installation of traffic signals and certain widening improvements, which shall be implemented as provided in the MMRP.

2.8.6. Park and Recreation Facilities. Landowner shall, at Landowner's sole cost and expense but subject to the credit and reimbursement provisions of Section 2.10 herein, design and construct the following recreational facilities on the Property:

(a) Private Trail. Landowner shall, as part of the construction of the Project, and at Landowner's sole cost and expense, design and construct a private pedestrian trail from the Resort to the Public Trail described in Section 2.8.6(b) below (the "**Private Trail**"). The exact location of the Private Trail shall be determined based on consideration of topography, drainage, existing vegetation and other physical constraints, and shown in the final plans and specifications therefor as approved by the City. Landowner shall cause the Private Trail to be completed and open for use not later than the opening of the Resort for business, but Landowner shall have the right to keep the Private Trail closed for purposes of public safety during construction activity on the Property and after sunset.

Title to, and ownership of, the Private Trail shall remain with the owner(s) of the underlying land, and the City shall not have any other easement, license or other interest therein (other than the right to enforce the requirement that there be public access to the Public Trail described in Section 2.8.6(b) below, during normal and customary business hours). The owner of the land underlying any portion of the Private Trail shall be responsible for the maintenance, repair and replacement of such portion of the Private Trail provided, however, that such owner shall have the right to delegate such maintenance, repair and replacement to any other owner of land underlying any portion of the Private Trail, or to any owner or similar association created for such purpose.

(b) Public Trail. Landowner shall, at Landowner's sole cost and expense, design, construct and dedicate to the City a public pedestrian/bicycle trail on its Property located along the levee adjacent to the Russian River (the "**Public Trail**"), in the approximate location shown on the Public Trail/Road Map attached hereto as Exhibit C, subject to mutually agreeable modifications. The exact location of the Public Trail shall be: (i) generally consistent with the approximate location shown on Exhibit C attached hereto, subject to mutually agreeable modifications; (ii) determined based on consideration of topography, drainage, existing vegetation and other physical constraints; and (iii) shown in the final plans and specifications as approved by the City.

Landowner shall cause the Public Trail to be directly connected to the Private Trail described above and shall have the right to keep the Public Trail closed for purposes of public safety during construction activity on the Property, if and for so long as safety concerns warrant closure. Upon completion and dedication to the City of the Public Trail, the Public Trail shall be open to the public 24 hours per day, 7 days per week or in accordance with the City's policies, rules and regulations.

From and after the date on which the Public Trail is completed, dedicated to the City, and opened for public use, the City shall maintain and repair the Public Trail or cause the Public Trail to be maintained and repaired by a third party selected by the City. The City shall cause any such maintenance and repair to be performed in accordance with the City's normal maintenance and repair policies and procedures and only during such hours and in such manner as

complies with the City's then-applicable noise ordinances. Except in the case of an emergency or other unusual circumstance that precludes giving such notice, the City shall give at least twenty-four (24) hours' oral notice of such maintenance or repair to such representative of the Resort having a telephone number in Sonoma County as may from time-to-time be designated in writing by Landowner or the operator of the Resort to the City.

2.8.7. Statewide Community Infrastructure Program. The Parties acknowledge that portions of the infrastructure for the Project may qualify for the Statewide Community Infrastructure Program, and the City shall, at the Landowner's request and at no out-of-pocket cost to, and with no obligation being undertaken by, the City, cooperate with the Landowner in obtaining such financing.

2.9 Dedications. Landowner shall offer, and the City shall accept, such dedications for all required public lands upon completion of the improvements to be installed therein, or when otherwise provided herein, as follows:

2.9.1. Public Trail. Subject to the provisions of Section 4.5 below, upon completion, Landowner shall dedicate to the City, at no cost to the City but subject to the credit and reimbursement provisions of Section 2.10 herein, the Public Trail described in Section 2.8.6(b) above.

2.9.2. Recreation/Open Space Area Improvements. Any dedications of land designated as "Recreation/Open Space" under the Specific Plan, and any dedication of improvements on such land, shall be credited by the City, to the maximum extent allowed under the applicable ordinance, against Landowner's obligations under Chapter 17A.16, 17A.20 and Chapter 17.20, and to the extent that such Landowner dedications exceed Landowner's minimum obligations under Chapter 17A.16, 17A.20 and 17.20, then Landowner shall be entitled to credits against any and all other applicable fees based on the value of the excess dedications as reasonably determined by the City and Landowner.

2.9.3. Rights-of Way. Landowner shall dedicate its interest in any and all public road rights-of-way, at no cost to the City or any other public agency, and the City shall accept such dedication upon the recordation of the final map for the corresponding subdivision but only after satisfaction of any subdivision improvement agreement or deferred improvement requirements.

2.9.4. Public Utility Easements and Improvements. Landowner shall dedicate to City (i) all improvements constructed by Landowner for public utility purposes, including, but not limited to, water lines, water tanks, sewer lines, storm drains, storm retention basins, and other public utilities for public utility purposes, and (ii) sufficient easements for operation and maintenance of such public utility improvements, as such improvements and easements may be required by the City or the applicable public utility service provider. All such dedications shall be in a form approved by City's Engineer or the applicable public utility service provider,

and shall be made at no cost to the City or any other public agency. All utility easements shall be effective upon recordation of said form.

2.9.5. All Dedications. All easements, rights-of-way, other property interests, and improvements and facilities to be dedicated to the City pursuant to the Project Approvals and this Agreement shall be delivered by Landowner free of any liens, encumbrances, special taxes, or assessments, not approved by City, and shall be excluded from any covenants, conditions and restrictions on the Property. City shall accept each and all such dedications within ninety (90) days of Landowner's offer of dedication so long as all required developer installed improvements to such dedicated land have been completed by Landowner to the City's reasonable satisfaction.

2.10 Fees, Credits and Reimbursements

2.10.1. Fees. Except as otherwise expressly provided herein, Landowner shall pay the following fees:

- School district fees;
- Regulatory Processing Fees; and
- Development Impact Fees (as defined herein), subject to the limitations of this Section 2.10, and subject to such exemptions as are expressly set forth in this Agreement.

Where Landowner is required to pay Development Impact Fees under this Section 2.10, Landowner shall pay such fees in the following amounts:

- For the first five (5) years following the Effective Date of this Agreement, Landowner shall pay such fees in the amounts in effect on the Effective Date of this Agreement;
- For the second five (5) years following the Effective Date of this Agreement, Landowner shall pay such fees in the amounts in effect on the fifth (5th) anniversary of the Effective Date of this Agreement;
- For the third five (5) years following the Effective Date of this Agreement, Landowner shall pay such fees in the amounts in effect on the tenth (10th) anniversary of the Effective Date of this Agreement.

2.10.2. City and Landowner further acknowledge and agree that Landowner's payment of school fees, Regulatory Processing Fees, and Development Impact Fees, subject to and consistent with the provisions of this Section 2.10, shall constitute Landowner's full and complete compliance with the fee payment requirements of Title 17A of the Cloverdale Municipal Code, and no further fee

obligations shall be imposed on Landowner's development of the Project on the Property during the Term of this Agreement. **Limited Waiver of Storm Drain Fees.** City hereby acknowledges, based on the preliminary storm drain infrastructure designs which were the basis of the City's 2009 Project approvals, that Landowner has demonstrated that the Project may be developed and operated in a manner that would not generate any storm water runoff to neighboring properties and would not impact the City's existing and planned storm drain system. City further acknowledges that, to the extent the Project may be developed in a manner that would not impact the City's existing and planned storm drain system, development of the Project on the Property should not be subject to payment of the City of Cloverdale Storm Drain Fee (Municipal Code Chapter 17A.28). Therefore, with each PDP submitted for development of the Property, City shall determine, in its reasonable discretion, whether operation of the development described in such PDP will result in the generation of storm water runoff that will flow to the City's storm water system, as it exists at the time of such PDP submittal. To the extent that the operation of such development will not result in storm water runoff flowing to the City's existing storm water system, such development will not be subject to payment of the City's Storm Drain Fee. The scope of any waiver of the Storm Drain Fee granted under this Section 2.10.2 shall be determined on "per acre" or "per unit" basis, as applicable, consistent with the categories of development described in the City's Development Impact Fees Fee Schedule in effect at the time and consistent with the limitations on fees described in this Section 2.10.

2.10.3. Fee Credits for Park Fees. In addition to Landowner's eligibility for fee credits and reimbursements under other provisions of this Agreement, Landowner shall be eligible for credit against the following City fees, as set forth below:

- Cloverdale Park Land Acquisition Fee (Non-Quimby Act) (Municipal Code Chapter 17A.16), except as provided in Section 2.9 above;

- Parks and Recreation Facilities Construction Fee (Municipal Code Chapter 17A.20), except as provided in Section 2.9 above;

- Quimby Act Parkland Acquisition Fee (Municipal Code Chapter 17.20), except as provide in Section 2.9 above; and

Landowner's credit(s) against the above-listed fees (collectively, the "Park Fees") shall be equal to the mutually-agreed upon value of the following dedications and improvements provided by Landowner:

- The value of the dedications and improvements provided by Landowner for the Private Trail, as provided in Section 2.8.6(a) above (the "**Private Trail Credits**");

- The value of the improvements provided by Landowner for the Public Trail, as provided in Section 2.8.6(b) above (the "**Public Trail Credits**"); and

- The value of any additional improvements provided by Landowner on lands designated as Recreation/Open Space in the Specific Plan (in addition to the Private Trail) plus the value of all dedications provided by Landowner of lands designated as Recreation/Open Space in the Specific Plan, as provided in Section 2.8.6(c) above (together, the "**R/OS Area Credits**").

Landowner shall become eligible for the Private Trail Credits immediately upon Landowner's substantial completion, as reasonably determined by the City's Planning Director, of the Private Trail as provided in Section 2.8.6(a).

Landowner shall become eligible for the Public Trail Credits immediately upon Landowner's submittal to City of an offer to dedicate the Public Trail, as provided in Section 2.8.6(b).

Landowner shall become eligible for R/OS Area Credits immediately upon (a) the City's approval of a Precise Development Plan ("PDP") describing Landowner's use of the balance of the Recreation/Open Space Area (beyond the completion of the Private Trail), including the proposed improvements and land dedications thereon, if any, in sufficient detail to allow the Parties to calculate the value of Landowner's R/OS Area Credits, and (b) Landowner's provision to the City of security to ensure the completion of such improvements (such security may take the form of bonds as described in Government Code Sections 66499 through 66499.2, or any other form of security reasonably acceptable to the City). The City shall take action on Landowner's proposed PDP for the Recreation/Open Space Area not later than ninety (90) days following submittal by Landowner. Such City action shall either approve the PDP, or notify Landowner of modifications sought by the City that will result in City's approval of the PDP. If the City has not approved a PDP for the Recreation/Open Space Area at the time Landowner has applied to the City for the first building permit for a residential unit in the Estate Residential Area and/or the Single-Family Residential Area, then Landowner shall pay the Park Fees applicable for each such residential unit prior to the issuance of, and the City shall issue, building permits for such residential units, consistent with the terms of this Agreement.

2.10.4. Credits and Reimbursements. For each "public facility" (as that term is used in Title 17A of the Cloverdale Municipal Code) designed and/or constructed by Landowner pursuant to this Agreement, Landowner shall, pursuant to and so long as consistent with the provisions of Chapter 17.25 of the Cloverdale Municipal Code, be entitled to a credit against the applicable Development Impact Fee in an amount equal to the estimated cost of the public facility used by the City to adopt the applicable Development Impact Fee, less the Project's fair share of the costs of the public facility, as reasonably determined by the City based on the

City-wide benefits provided by such public facility. If the total costs incurred by Landowner to design and construct (as applicable) the public facility exceed the total amount of applicable Development Impact Fees due from Landowner for development of the Project on the Property, then Landowner shall be entitled to reimbursement of the difference (after application of all fee credits) as provided in Title 17A of the Cloverdale Municipal Code and Section 2.11 of this Agreement.

2.10.5. Changes in Fees and Construction Costs. If any subsequent change in local ordinance, state law or by court decision causes any city-wide fee (including, but not limited to school fees) applicable to the Project to be reduced or eliminated, or a subsequent change in local city-wide ordinance, state law or by court decision change building and/or construction requirements so that those requirements make building and/or construction less expensive to Landowner as determined by Landowner, then the subsequent change shall apply to this Agreement. Provided, however, that no such change shall apply to this Agreement with respect to facilities already financed, under construction, or constructed, unless such change contains a specific provision calling for the retroactive implementation of the change.

2.11 TOT Revenue Sharing. Landowner shall be entitled to share in transient occupancy tax ("**TOT**") revenues generated by the Project on the Property, at the Landowner's election, as follows. If Landowner elects to share in TOT revenues as provided herein, Landowner and the City shall enter into a separate TOT sharing agreement consistent with this Section 2.11.

During the first calendar quarter during which TOT revenues are payable to the City, Landowner (or the Resort operator acting on behalf of Landowner under the TOT Agreement) shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- Fifty percent (50%) of such TOT revenues shall be paid to the City; and
- Fifty percent (50%) of such TOT revenues shall be retained by the Landowner.

During the second, third, fourth and fifth calendar quarters during which TOT revenues are payable to the City, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows and in the following order of priorities:

- The first thirty-one thousand two hundred fifty dollars ($31,250.00) of such quarterly TOT revenues shall be paid to the City;
- To the extent that Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner shall retain all additional TOT revenues generated from the Project necessary to fully reimburse Landowner for such expenditures; and

- To the extent that such quarterly TOT revenues exceed the amounts necessary to meet the above two priorities, then Landowner shall remit fifty percent (50%) of such excess quarterly TOT revenues to the City, and shall retain the balance of such excess quarterly TOT revenues.

During the sixth, seventh, eighth and ninth calendar quarters during which TOT revenues are payable to the City, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- The first sixty-two thousand five hundred dollars ($62,500.00) of such quarterly TOT revenues shall be paid to the City;

- To the extent that Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner shall retain all additional TOT revenues generated from the Project necessary to fully reimburse Landowner for such expenditures; and

- To the extent that such quarterly TOT revenues exceed the amounts necessary to meet the above two priorities, then Landowner shall remit fifty percent (50%) of such excess quarterly TOT revenues to the City, and shall retain the balance of such excess quarterly TOT revenues.

During the tenth, eleventh, twelfth, and thirteenth calendar quarters during which TOT revenues are payable to the City, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- The first ninety-three thousand seven hundred fifty dollars ($93,750.00) of such quarterly TOT revenues shall be paid to the City;

- To the extent that Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner shall retain all additional TOT revenues generated from the Project necessary to fully reimburse Landowner for such expenditures; and

- To the extent that such quarterly TOT revenues exceed the amounts necessary to meet the above two priorities, then Landowner shall remit fifty percent (50%) of such excess quarterly TOT revenues to the City, and shall retain the balance of such excess quarterly TOT revenues.

During the fourteenth, fifteenth, sixteenth and seventeenth calendar quarters during which TOT revenues are payable to the City, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- The first one hundred twenty-five thousand dollars ($125,000.00) of such quarterly TOT revenues shall be paid to the City;

- To the extent that Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner shall retain all additional TOT revenues generated from the Project necessary to fully reimburse Landowner for such expenditures; and

- To the extent that such quarterly TOT revenues exceed the amounts necessary to meet the above two priorities, then Landowner shall remit fifty percent (50%) of such excess quarterly TOT revenues to the City, and shall retain the balance of such excess quarterly TOT revenues.

During the eighteenth, nineteenth, twentieth and twenty-first calendar quarters during which TOT revenues are payable to the City, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- The first one hundred fifty-six thousand two hundred fifty dollars ($156,250.00) of such quarterly TOT revenues shall be paid to the City;

- To the extent that Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner shall retain all additional TOT revenues generated from the Project necessary to fully reimburse Landowner for such expenditures; and

- To the extent that such quarterly TOT revenues exceed the amounts necessary to meet the above two priorities, then Landowner shall remit fifty percent (50%) of such excess quarterly TOT revenues to the City, and shall retain the balance of such excess quarterly TOT revenues.

During each subsequent calendar quarter during which TOT revenues are payable to the City and Landowner is entitled to reimbursement of expenditures made to fund the design and construction of public facilities under Section 2.10.4 above, Landowner or the Resort operator shall collect and remit to the City or retain for itself TOT revenues generated from the Project as follows:

- The first one hundred fifty-six thousand two hundred fifty dollars ($156,250.00) of such quarterly TOT revenues shall be paid to the City; and

- The remaining TOT revenues shall be retained by Landowner to the extent necessary to fully reimburse Landowner for such expenditures.

City and Landowner shall cooperate to determine Landowner's eligibility for reimbursements under Section 2.10.4 above on a sufficiently timely basis to enable Landowner to realize its share of TOT revenues on a quarterly basis as provided in this Section 2.11, and Landowner shall provide City with documentation sufficient, to the reasonable satisfaction of City, to support Landowner's retention of excess quarterly TOT revenues as described above. Any report to the City required to be made by the Landowner or the Resort operator pursuant to Chapter 3.44 of

the Cloverdale Municipal Code or the TOT agreement provided for herein shall include detailed information to support the amount of TOT so retained during that reporting period.

2.12 Public Services Requirements.

2.12.1. Fire Protection Requirements. Landowner shall contribute its fair share to a dedicated fund to purchase fire-fighting apparatus necessary to protect buildings more than 27 feet in height, if and when, such a fund is created by the City or the Cloverdale Fire Protection District.

2.12.2. Police Protection Requirements. Landowner shall pay its fair share of the capital costs of adding two sworn officers and one half-time community service officer to the Cloverdale Police Department prior to the recordation of the first final subdivision map. To facilitate Landowner's payment under this Section 2.12.2, the City shall determine, based on a reasonably detailed analysis supported by substantial evidence, (i) the capital costs of adding two sworn officers and one half-time community service officer to the Cloverdale Police Department, and (ii) Landowner's fair share of such capital costs. The City shall complete such study not later than one (1) year from the date the Development Notice is given. Upon completion of such study, the City shall notify Landowner of Landowner's payment obligation under this Section 2.12.2, and Landowner shall have ninety (90) days to pay its fair share of the above-described capital costs, based on the City's analysis; provided, however, that during such 90-day period, Landowner may request that City reduce Landowner's payment obligation under this Section 2.12.2 if Landowner reasonably determines, based on substantial evidence, that Landowner's fair share of such capital costs is less than the amount of the payment obligation set forth in the City's notice to Landowner. If, at the end of such 90-day period, the Parties are unable to agree on the amount of Landowner's payment obligation under this Section 2.12.2, then the Parties shall submit their disagreement to a mutually-agreeable third-party arbitrator for a binding determination of Landowner's payment obligation.

2.13 Notice of Completion. Landowner shall execute, acknowledge and record in the manner provided by law, a notice of completion of the Infrastructure Improvements and/or other public improvements required as a condition to this Agreement and/or the Project Approvals within ten (10) days after the Department of Public Works for the City provides written notice to the Landowner that the Infrastructure Improvements and/or other public improvements required as a condition to this Agreement and/or the Project Approvals have passed the final inspection. Upon completion of the Infrastructure Improvements or other public improvements, the Landowner's engineer shall supply the City with one set of "as built" drawings. These drawings shall be certified on each page by a Registered Civil Engineer as being "as built" drawings, pursuant to Business and Professions Code Section 6735.6 as may be amended from time-to-time.

2.14 Certificate of Occupancy. After completion of each Single-Family Residential Unit, Estate Residential Unit and Resort Residential Unit in the Project, the City shall provide Landowner with a Certificate of Occupancy for that Unit. The Certificate of Occupancy is conclusive determination that the obligations of the Landowner under this Agreement have been met as to that Unit. The certification shall be in such form as will enable it to be recorded in the official records of the Sonoma County Recorder by the Landowner.

ARTICLE 3
GENERAL OBLIGATIONS OF LANDOWNER

In consideration of the City entering into this Agreement, Landowner agrees and acknowledges as follows:

3.1 Compliance with Agreement and Project Approvals. Landowner agrees that it will comply with this Agreement and all of the Project Approvals.

3.2 Infrastructure Improvements. Landowner acknowledges and agrees that an express condition to the City's issuance of any permits to or for the benefit of the Project shall be the financing and construction by Landowner of the Infrastructure Improvements set forth in the Specific Plan and Section 2.8 of this Agreement.

3.3 Public Services and Facilities Contributions. Landowner agrees that it will contribute to the costs of certain public services and facilities in the manner described and as required herein to mitigate impacts on the community of the development of the Project, and to provide additional benefits to the City. The City agrees to provide such public services and facilities in the manner described and as required herein to assure that the Landowner may proceed with and complete the development of the Project as contemplated by, and in accordance with, the terms of this Agreement, except as may otherwise be precluded by operation of law or applicable regulations.

ARTICLE 4
GENERAL OBLIGATIONS OF CITY

4.1. City Processing and Review. The City is bound to permit the uses on the Property that are permitted by this Agreement and the Vested Components. Subject to the applicable regulations and the Project Approvals, City agrees it will accept for processing and expeditious review and action, applications for the Subsequent Approvals or other entitlements necessary to accomplish the goals and purposes set forth in the Project Approvals, without restriction as to number as set forth in this Article. City agrees that, at Landowner's request and at Landowner's sole cost and expense, City shall hire a dedicated planner or administrator for the sole purpose of reviewing and processing applications for Subsequent Approvals and otherwise facilitate the expeditious planning and permitting of the Project. City and Landowner shall work together in good faith to mutually agree upon said planner or administrator, and neither Party shall unreasonably delay or withhold its consent to the planner's or administrator's hiring. With respect to such Subsequent Approvals, City shall not seek to impose or require any conditions or exactions that are not expressly set forth in the Project Approvals, the Existing Standards, and this Agreement (or otherwise provided for herein), except to the extent necessary to mitigate

environmental impacts that have not been identified and addressed in the FEIR and 2015 Addendum or as may be required to comply with State or Federal laws or as otherwise allowed pursuant to Section 2.3. Notwithstanding any other provisions contained herein to the contrary, failure to meet any of the time lines set forth in this Article shall not be deemed to be a breach of this Agreement by City and shall not relieve Landowner of any obligations under this Agreement, provided that City is operating in good faith hereunder.

4.2. Tentative Subdivision Maps. City shall process in a timely fashion and schedule for approval by the City, all tentative map applications filed by Landowner relating to the Property.

4.3. Final Maps/Improvement Plans. City shall process in a timely fashion and approve any and all improvement plans for any portion of the Property. City shall schedule final maps for City Council approval within 30 days of submission of all materials necessary to City processing.

4.4. Building Permits/Other Entitlements. City shall process in a timely fashion and approve all building permit applications in compliance with applicable laws and this Agreement. City shall inform Landowner, upon request of Landowner, of the necessary submission requirements for each application for a building permit or other entitlement for use, in advance and review said application and schedule the application for review by the appropriate authority not later than 30 days following submission of all materials necessary to issuance of the requested building permit or other entitlement.

4.5. Cooperation Between City and Landowner. The City agrees to cooperate with Landowner in securing all approvals, authorizations, permits, and/or agency action which may be required by the City and/or any other impacted agencies, including but not limited to Sonoma County, the State Water Resources Control Board and its related agencies, the U.S. Environmental Protection Agency, the U.S. Army Corps of Engineers, the U.S. Fish & Wildlife Service, the California Department of Fish & Wildlife, the North Coast Railroad Authority, and the Sonoma-Marin Area Rail Transit agency for development of the Project consistent with this Agreement and the Specific Plan. The City further agrees that it shall, in cooperation with the Landowner, complete all necessary studies and reports, make all necessary determinations, and establish all necessary mechanisms to implement the credit and reimbursement provisions of Section 2.10, above consistent with the requirements of Chapter 17A of the Cloverdale Municipal Code and subject to Landowner's compliance with the terms and conditions of this Agreement. Consistent with the foregoing, the Parties hereby agree that, to the extent that any of Landowner's obligations under this Agreement require any approvals, authorizations, permits and/or other action by any public agency other than the City (collectively, "**Other Agency Approvals**"), including but not limited to Landowner's obligations under Section 2.8.6(b) and Landowner's obligations relating to development of the Recreation/Open Space Area, such Landowner obligations shall be subject to Landowner's obtaining the necessary Other Agency Approvals. In all such cases, Landowner shall make diligent and good faith efforts to obtain all such Other Agency Approvals in a timely manner, and City shall cooperate with Landowner in securing all such Other Agency Approvals. If Landowner is unable to obtain the necessary Other Agency Approvals in a timely manner, despite having made a diligent and good faith effort, then City shall not withhold any approvals or permits (including but not limited to Certificates of

Occupancy for residential units) required for construction and completion of the Project based on Landowner's inability to satisfy such Landowner obligations in accordance with this Agreement and the Specific Plan.

4.6. Annual Review. The City shall review the extent of good faith compliance by Landowner, or its successor(s)-in-interest, with the terms of this Agreement at least every twelve (12) months from and after the Effective Date, at which time the Landowner, or successor(s)-in-interest thereto, shall be required to demonstrate good faith compliance with the terms of this Agreement. The City Council, after a public hearing, shall determine on the basis of substantial evidence whether or not the Landowner has, for the period under review, complied in good faith with the terms and conditions of this Agreement. The failure of any review or annual review of the Agreement to occur shall not terminate, void, make voidable, or otherwise adversely affect this Agreement.

The City shall provide, via electronic mail, to the Landowner a copy of all staff reports and related exhibits concerning Landowner's compliance with this Agreement at least ten (10) days prior to such periodic review. Landowner shall be permitted an opportunity to be heard orally and in writing regarding its performance under this Agreement before the City Council and, if the matter is referred to the Planning Commission, before said Planning Commission.

If the City determines after the hearing that Landowner has not complied in good faith with the terms and conditions of this Agreement, the City shall provide written notice thereof to Landowner. Said notice shall specify the nature of the alleged failure and, where appropriate, the manner and period of time in which the failure might be satisfactorily cured. If the nature of the alleged failure is such that it cannot reasonably be cured within three (3) months, the commencement of the cure within such time period and diligent prosecution to completion of the cure shall be deemed a cure.

During any period of curing, the Landowner shall not be considered in default for the purposes of termination or institution of legal proceedings.

ARTICLE 5
MORTGAGE PROTECTION

5.1. Encumbrances on the Property. The Parties hereto agree that this Agreement shall not prevent or limit the Landowner, in any manner, at the Landowner's sole and absolute discretion, from encumbering the Property or any portion thereof or any improvements thereon with any mortgage or deed of trust securing financing with respect to the construction, development, use or operation of the Project. The City acknowledges that Mortgagee may request certain modifications to this Agreement, and the City agrees, upon request, from time to time, to meet with Landowner and/or any representatives of such Mortgagee to negotiate in good faith any such request for modification. The City further agrees that it will not unreasonably withhold its consent to any such requested modification to this Agreement provided the proposed modification is consistent with the overall intent of the Specific Plan and the Project Approvals and with any agreements between the City and the Landowner. Any Mortgagee and its successor and assigns shall be entitled to the rights and privileges set forth in this section.

5.2. Mortgage Protection. This Agreement shall be superior and senior to the lien of any mortgage or deed of trust. Notwithstanding the foregoing, no breach of this Agreement shall defeat, render invalid, diminish or impair the lien of any mortgage or deed of trust made in good faith and for value, and any acquisition or acceptance of title or any right or interest in or with respect to the Property or any portion thereof by a Mortgagee (whether pursuant to foreclosure, trustee's sale, deed in lieu of foreclosure, lease termination or otherwise) shall be subject to all of the terms and conditions of this Agreement. However, notwithstanding these provisions, no Mortgagee shall have any obligation or duty under this Agreement to perform the obligations of the Landowner or other affirmative covenants of Landowner hereunder, or to guarantee such performance, except that, to the extent that any covenant to be performed by the Landowner is a condition to the performance of a covenant by the City, the performance thereof shall continue to be a condition precedent to the City's performance hereunder.

5.3. Mortgagee Not Obligated. Notwithstanding Section 5.2 above, no Mortgagee shall have any obligation or duty under this Agreement, before obtaining title to the Property by foreclosure or deed in lieu of foreclosure, to construct or complete the construction of any improvements, public or private, described or required herein, or to guarantee such construction or completion, or to pay, perform or provide any fee, cost, charge, dedication, or other exaction or imposition with respect to the Project; provided, however, that a Mortgagee shall not be entitled to devote the Property to any uses or to construct any improvements thereon other than those uses or improvements provided for or authorized by the Project Approvals or by this Agreement.

5.4. Mortgagee Notice and Right to Cure Default. If the City receives written notice from a Mortgagee requesting a copy of any notice of any claimed event of default, or any suspension, cancellation or termination of this Agreement, given to the Landowner hereunder and specifying the Mortgagee's address, then City shall deliver to such Mortgagee, concurrently with service of any such notice to the Landowner, a copy of such notice. Each Mortgagee shall have the right, during the same period available to Landowner, to cure, correct or remedy, or to commence to cure, correct or remedy, the claimed event of default set forth in the City's notice. Upon the request of the Landowner or a Mortgagee, the City, through its City Manager, may extend the cure period for a given claimed event of default for not more than an additional 60 days.

ARTICLE 6
ESTOPPEL CERTIFICATE

Either Party may, at any time, and from time to time, deliver written notice to the other Party requesting such Party to certify in writing that, to the knowledge of the certifying Party: (i) this Agreement is in full force and effect and a binding obligation of the Parties, (ii) this Agreement has not been amended or modified either orally or in writing, or if so amended, identifying the amendments, and (iii) the requesting Party is not known to be in default of the performance of its obligations under this Agreement, or if in default, to describe therein the nature and amount of any such defaults. A Party receiving a request hereunder shall execute and return such certificate within thirty (30) days following the receipt thereof. If either Party fails to execute and deliver such statement to the requesting Party within such time, the requesting Party

shall submit a second request in which the other Party to this Agreement shall have ten (10) days to execute and deliver to the requesting Party a statement certifying the above listed information.

The City acknowledges that a certificate hereunder may be relied upon by assignees and other persons having an interest in the Property, including Mortgagees. The failure to deliver such a certificate within the time limits set forth in this Article shall constitute a conclusive presumption against the Party which fails to deliver such certificate that this Agreement is in full force and effect without modifications and a binding obligation of the Parties and that there are no uncured defaults in the performance of the requesting Party, except as may have been represented by the requesting Party in this written request for the certificate.

Landowner shall be entitled to one estoppel certificate per year without any fee being assessed by the City. For any additional estoppel certificates requested in a single year the City may charge Landowner a reasonable fee directly related to the actual cost to prepare the certificate.

ARTICLE 7
INSURANCE

At all times that Landowner is constructing any improvements that will become public improvements, Landowner shall take out and maintain, or shall have maintained, insurance policies with coverage at least as broad as follows:

a) **General Liability.** Comprehensive general liability insurance covering bodily injury, personal injury, property damage, products and completed operations with limits of no less than Two Million Dollars ($2,000,000) per incident or occurrence and a deductible of not more than Twenty Thousand Dollars ($20,000.00) per claim. If Commercial General Liability Insurance or other form with a general aggregate limit is used, either the general aggregate limit shall apply separately to any act or omission by Landowner under this Agreement or the general aggregate limit shall be twice the required occurrence limit. Such policy shall name the City as an additional insured and shall include either a severability of interest clause or cross-liability endorsement.

b) **Workers' Compensation Insurance.** Workers' Compensation insurance as required by the California Labor Code. In signing this Agreement, Landowner certifies under section 1861 of the Labor Code that the Landowner is aware of the provisions of section 3700 of the Labor Code which requires every employer to be insured against liability for workers' compensation or to undertake self-insurance in accordance with the provisions of that code, and that the Landowner will comply with such provisions before commencing the performance of the work of this Agreement.

c) **Evidence of Insurance.** Prior to commencement of construction of any improvements which will become public improvements, the Landowner shall furnish the City satisfactory evidence of the insurance coverage (including for additional insured's required hereunder) and evidence that the insurer is required

to give the City at least fifteen (15) days prior written notice of the cancellation or reduction in coverage of a policy [ten (10) days in the event of nonpayment of any premium].

ARTICLE 8
EXTENSIONS, CANCELLATION, TERMINATION, DEFAULT, ENFORCEMENT AND REMEDIES

8.1. Automatic Extensions

8.1.1. Automatic Extension of Term Upon Legal Challenge. If any litigation affecting the Property or Project is filed challenging this Agreement, any Project Approval, or any Subsequent Approval granted pursuant to this Agreement (including but not limited to any environmental determinations relating to any of the foregoing), or otherwise raising issues of the validity and binding nature of this Agreement, the Term of this Agreement, or any extension of the Term then in effect, shall be extended for the period of time from the date of the filing of such litigation until the conclusion of such litigation by dismissal or final entry of judgment, and the Landowner and City shall execute an amendment to this Agreement setting forth the period of any such extension and may record a notice to such effect.

Additionally, the Term, as may be modified or extended, shall be extended by the amount of time development of the Project is delayed by the required compliance with federal or state laws or regulations in accordance with Government Code Section 65869.5.

The filing of any third party lawsuit(s) against City or Landowner relating to this Agreement, the Project Approvals, or any Subsequent Approvals shall not delay or stop the development, processing or construction of the Project or approval of any Subsequent Approvals, unless enjoined by a court of competent jurisdiction. City shall not stipulate to the issuance of any such order.

8.1.2. Automatic Extension-Force Majeure. Neither Party shall be deemed to be in default where delays or defaults are due to war, insurrection, strikes, walkouts, riots, floods, drought, earthquakes, fires, casualties, acts of God, governmental restrictions imposed or mandated by governmental entities other than the City, enactment of conflicting state or federal laws or regulations, or new or supplementary environmental regulation enacted by the state or federal government or litigation. An extension of time for such cause shall be granted in writing by City for the period of the enforced delay or longer, as may be mutually agreed upon.

8.1.3. Term of Subdivision Maps, Vested Components and Permits.

(a) The term of any parcel map, tentative subdivision map, vesting parcel map or vesting tentative subdivision map, any subdivision improvement agreement related to the development of the Property or any portion thereof, and

all Vested Components shall automatically be extended, consistent with Government Code Section 66452.6(a)(1), for the longer of:

(i) The Term and any extension of the Term established under Section 8.1.1; or

(ii) The term of the particular map otherwise allowed under the Subdivision Map Act (Government Code Section 66410 et seq.) and the City's subdivision ordinance.

(b) The term of any use permits or other entitlements for development for all or any part of the Property shall be extended, consistent with Government Code Section 65863.9, for the longer of:

(i) The Term and any extension of the Term established under Section 8.1.1;

(ii) The term of that permit or entitlement; or

(iii) The term of a subdivision map or parcel map relating to that portion of the Property that is the subject of the permit or other entitlement.

8.2. Cancellation. This Agreement may be canceled in whole or in part, by mutual consent of the Parties to the Agreement or their successors in interest in conformance with Government Code section 65868.

8.3. Termination

8.3.1. Termination Date. This Agreement shall be deemed terminated ("**Termination Date**") and of no further effect upon the occurrence of any of the following events:

(a) Expiration of the Term or any extended Term; or

(b) Entry, after all appeals have been exhausted, of a final court judgment or issuance of a final court order directed to the City to set aside, withdraw, or abrogate the City's approval of this Agreement or any material part thereof; or

(c) The effective date of a Party's election to terminate the Agreement as provided in this Agreement; or

(d) When the Property has been fully developed and all of the Landowner's obligations in connection therewith are satisfied as determined by the City.

8.3.2. Recordation Upon Termination. Upon termination of this Agreement pursuant to Section 8.3.1, the City shall record a notice of such termination in a form satisfactory to the City Attorney. This Agreement shall automatically terminate and be of no further force or effect as to any lot or parcel containing a structure for which the City has issued a Certificate of Occupancy, provided that all public infrastructure and facilities necessary to serve such structure have been completed and offered for dedication to the City, as reasonably determined by the City.

8.3.3. Effect Upon Termination on Landowner Obligations. Termination of this Agreement as to the Landowner of the Property or any portion thereof shall not affect any of the Landowner's obligations to comply with the General Plan and the terms and conditions of any applicable zoning, or subdivision map or other land use entitlements approved with respect to the Property, nor shall it affect any other covenants or any other development requirements specified in this Agreement to continue after the termination of this Agreement, or obligations to pay assessments, liens, fees or taxes.

8.3.4. Effect of Termination on Vested Rights. Upon any termination of this Agreement as to any portion of the Property, the entitlements, conditions of development, limitations on fees and all other terms and conditions of this Agreement shall no longer be vested hereby with respect to the portion of the Property affected by such termination. However, the entitlements, conditions of development, limitations on fees and all other terms and conditions of this Agreement shall remain vested and in effect for those portions of the Property not affected by such termination. Notwithstanding the foregoing, vesting of such entitlements, conditions or fee limitations may nonetheless be established for such portion of the Property affected by the termination pursuant to then-existing planning and zoning law and common law, as applicable.

8.4. Default

8.4.1. Default by Landowner. Failure or unreasonable delay by Landowner to perform any term, provision, or condition of this Agreement, or creation by Landowner of a condition or circumstance which will render such performance impossible, for a period of three (3) months after written notice thereof from the City shall constitute a default under this Agreement, subject to extensions of time by mutual consent in writing. Said notice shall specify the nature of the alleged default and, where appropriate, the manner and period of time in which said default might be satisfactorily cured. If the nature of the alleged default is such that it cannot reasonably be cured within such three (3) month period, the commencement of the cure within such time period and the good faith diligent pursuit to completion of the cure shall be deemed a cure within such period. During any cure period, the Landowner shall not be considered in default for the purposes of termination or institution of legal proceedings, and City shall continue to process in good faith development applications relating to the Property during any cure period, but need not approve any such application if it relates to a proposal on the Property with respect to which there is an alleged default hereunder. If the default is cured, then no default shall exist and the noticing Party shall take no further action.

Subject to the foregoing, after notice and expiration of the three (3) month period without cure or commencing to cure, the City, at its option, may institute legal proceedings pursuant to this Agreement and/or give notice of intent to terminate the Agreement pursuant to Government Code Section 65868. Following such notice of intent to terminate, the matter shall be scheduled for consideration and review by the City Council in the manner set forth in Government Code Sections 65865, 65867, and 65868.

Following consideration of the evidence presented in said review before the City Council, and a determination by the City Council based thereon, the City, at its option, may give written notice of termination of this Agreement to the Landowner by personal delivery, or overnight mail, mailing costs prepaid.

8.4.2. Default by City. In the event City does not accept, review, approve, or issue development permits, entitlements, or other land use or building approvals for use in a timely fashion as provided in this Agreement or as otherwise agreed to by the Parties, or the City otherwise defaults under the terms of this Agreement, Landowner shall have all rights and remedies provided herein or under applicable law or equity (except as limited herein). Landowner shall provide City with written notice of the default and the City shall have ten (10) days to notify Landowner of City's initial action to cure the default and thirty (30) days from receipt of the Landowner's notice to cure the default.

8.4.3. Waiver of Default. Waiver of any default or breach of any provision of this Agreement by a Party shall not be deemed to be waiver of any subsequent default or breach, and shall not be construed to be a modification of the terms of this Agreement unless this Agreement is modified as provided herein. Either Party's consent to, or approval of, any act shall not be deemed to render unnecessary the obtaining of that Party's consent to, or approval of, any subsequent act by either Party.

8.4.4. Remedies; No Money Damages. In the event either Party is in default under the terms of this Agreement, the non-defaulting Party may elect, in its sole and absolute discretion, to pursue any of the following courses of action: (i) waive such default; (ii) pursue administrative remedies, and/or (iii) pursue judicial remedies consistent with this Agreement.

(a) Except as otherwise specifically stated in this Agreement, either Party may institute legal action to cure, correct, or remedy a default by the other Party to this Agreement, to enforce any covenant or agreement herein, or to enjoin any threatened or attempted violation hereunder or to seek specific performance. For purposes of instituting a legal action under this Agreement, any City Council determination under this Agreement as it relates to an alleged default hereunder shall be deemed a final agency action.

(b) The Parties hereby acknowledge and agree that they would not have entered into this Agreement if doing so would subject either Party to the risk of incurring liability in money damages, either for breach of this Agreement, anticipatory breach, repudiation of the Agreement, or for any actions with respect to its negotiation, preparation, implementation or application. The Parties further

acknowledge that money damages and remedies at law generally are inadequate, and specific performance is the most appropriate remedy for the enforcement of this Agreement and should be available to all Parties for the following reasons:

(1) Money damages are excluded;

(2) Due to the size, nature, and scope of the Project, it may not be practical or possible to restore the Property to its original condition once implementation of this Agreement has begun, and after such implementation, Landowner may be foreclosed from other choices it may have had to utilize the Property or portions thereof. Landowner has invested significant time and resources and performed extensive planning and processing of the Project in agreeing to the terms of this Agreement and will be investing even more significant time and resources in implementing the Project in reliance upon the terms of this Agreement, and it is not possible to determine the sum of money which would adequately compensate Landowner for such efforts.

(c) Therefore, the Parties hereby acknowledge and agree that it is a material part of each Party's consideration to the other Party that neither Party shall be at any risk whatsoever to liability for money damages relating to or arising from this Agreement, and except for non-damages remedies, including the remedy of specific performance, City, on the one hand, and Landowner, on the other hand, for themselves, their successors and assignees, hereby release one another's officers, trustees, directors, agents and employees from any and all claims, demands, actions, or suits of any kind or nature arising out of any liability, known or unknown, present or future, including, but not limited to, any claim or liability, based or asserted, pursuant to Article I, Section 19 of the California Constitution, the Fifth and Fourteenth Amendments of the United States Constitution, or any other law or ordinance which seeks to impose any money damages, whatsoever, upon the Parties because the Parties entered into this Agreement, because of the terms of this Agreement, or because of the manner of implementation or performance of this Agreement.

8.5. Transfers and Assignments.

8.5.1. Transfers Generally. No sale, transfer or assignment of this Agreement, or of any right or interest under this Agreement ("**Transfer**"), shall release Landowner from its obligations under this Agreement without the prior written consent of the City Manager, which consent may not be unreasonably withheld, conditioned or delayed. Within ten (10) days prior to any such sale, transfer or assignment of this Agreement, Landowner shall notify City of such pending sale, transfer or assignment and the name of the purchaser, transferee or assignee ("**Transferee**"), and shall provide to City an executed Assignment and Assumption Agreement in substantially the form of **Exhibit D** to this Agreement, specifying the obligations and requirements to be assumed by Transferee and the effective date of the proposed Transfer. City may request Landowner provide additional information relating to the Transfer or to the proposed Transferee.

The City Manager shall review and approve or disapprove, in writing, Landowner's request for City's consent to release Landowner from its obligations under this Agreement within thirty (30) days following Landowner's satisfactory provision of any such additional information requested by City. Factors that the City Manager may consider with respect to any proposed Transfer may include, without limitation, the financial ability of the proposed Transferee to satisfy the Landowner's obligations under this Agreement, and the experience of the proposed Transferee in developing, constructing, operating and maintaining development projects similar to the Project. If the City Manager does not approve Landowner's request and refuses to grant the consent to the proposed Transfer, the written refusal shall state the reasons therefor and the corrections to be made to obtain such consent.

8.5.2. Effect of Transfer. If Landowner has provided City with the executed Assignment and Assumption Agreement described in Section 8.5.1 above, then immediately upon the City Manager's issuance of the written approval and consent to the proposed Transfer, Landowner shall be released from any further liability or obligation under this Agreement related to any transferred Property as specified in the Assignment and Assumption Agreement, and the Transferee shall be deemed to be the Landowner under this Agreement with all rights and obligations related thereto, with respect to such Transferred Property.

8.5.3. Rights of Landowner. The provisions in this Section 8.5 shall not be deemed to prohibit or otherwise restrict Landowner from (i) granting easements or licenses to facilitate development of the Property, (ii) encumbering the Property or any portion thereof or of the improvements thereon by any mortgage, deed of trust, or other devise securing financing with respect to the Property or Project, (iii) granting a leasehold interest in portions of the Property, (iv) entering into a joint venture agreement or similar partnership agreement to fulfill its obligations under this Agreement, or (v) transferring all or a portion of the Property pursuant to a foreclosure, conveyance in lieu of foreclosure, or other remedial action in connection with a mortgage.

8.5.4. Binding on Successors. Subject to the limitations on sales, transfers and assignments set forth in Section 8.5.1 above, the burdens of this Agreement shall be binding on, and the benefits of this Agreement shall inure to, all successors-in-interest to the City and Landowner pursuant to Government Code section 65868.5.

8.6. No Agency, Joint Venture or Partnership

8.6.1. No Relationship Created. It is specifically understood and agreed to by and between the Parties hereto that:

(a) the subject development is a private development;

(b) except for City projects, the City has no interest or responsibilities for, or duty to, third parties concerning any improvements until such time, and only until such time, that the City formally accepts the dedication of such improvements;

(c) the Landowner shall have full power over, and exclusive control of, the Project and the Project site, subject only to the limitations and obligations of Landowner under Project Approvals and this Agreement; and

(d) the City and Landowner hereby renounce the existence of any form of agency relationship, partnership, joint venture, or a joint powers agreement under Government Code Section 6000 et seq., or otherwise, between the City and Landowner and agree that nothing contained herein or in any document executed in connection herewith shall be construed as creating any such relationship between the City and Landowner.

8.6.2. Representations by Landowner. Landowner shall not represent and conduct itself as an employee, agent, representative, or independent contractor of the City at any time during the term of this Agreement.

8.6.3. Authority of Parties. Landowner shall not have the authority, express or implied, to act on behalf of, bind or obligate the City or any City department, City agent or City employee in any way without the written consent of the City. City shall not have the authority, express or implied, to act on behalf of, bind or obligate Landowner, or any Landowner agent or Landowner employee in any way without the written consent of Landowner.

8.7. Indemnification

8.7.1. Indemnity. To the fullest extent permitted by law, including the provisions of Government Code section 66474.9(a), Landowner shall indemnify, hold harmless and defend the City and its agents, officers and employees from and against all claims, damages, losses, judgments, liabilities, expenses and other costs, including litigation costs and attorneys' fees, arising out of, resulting from, or in connection with, the performance of this Agreement by the Landowner or Landowner's officers, employees, agents, representatives or subcontractors and resulting in or attributable to personal injury, death, or damage or destruction to tangible or intangible property, including the loss of use. Notwithstanding the foregoing, Landowner's obligation to indemnify the City and its agents, officers and employees for any judgment, decree or arbitration award shall extend only to the percentage of negligence or responsibility of the Landowner in contributing to such claim, damage, loss and expense, and shall not extend to claims, damages, losses, judgments, liabilities, expenses and other costs, including litigation costs and attorneys' fees (i) arising out of or resulting from the sole negligence or willful misconduct of the City or its officers, employees, agents, or (ii) relating to the maintenance, repair or condition of any improvement after dedication and acceptance of such improvement by the City or any other public agency (except as provided in an improvement agreement or warranty bond).

8.7.2. Attack of Proceedings. To the fullest extent permitted by law, Landowner shall defend, indemnify, and hold harmless the City and its agents, officers, and employees from any claim, action, or proceeding against the local agency or its agents, officers, or employees to attack, set aside, void, or annul, an approval of the local

agency, advisory agency, appeal board, or legislative body concerning a subdivision, which action is brought within the time period provided for in Section 65009.

8.7.3. Effect of Insurance. Landowner's obligation to defend, indemnify and hold the City and its agents, officers and employees harmless under the provisions of this paragraph is not limited to or restricted by any requirement in this Agreement for Landowner to procure and maintain a policy of insurance.

8.7.4. Defense of Claim. If any such claim, action, or proceeding is brought against City or City's officers, officials, employees, independent contractors, or agents, Landowner, upon notice from City, shall defend the City at Landowner's expense by counsel satisfactory to City.

8.7.5. Notice of Claim. City shall promptly notify Landowner of any claim, action, or proceeding against City or City's officers, officials, employees, independent contractors, volunteers, or agents relating to the performance, or failure to perform, any term or condition of this Agreement. City shall cooperate fully in the defense of such claim, action, or proceeding.

8.8. Governing Law and Venue. This Agreement shall be deemed to be made under, and shall be governed by and construed in accordance with, the laws of the State of California. Any action brought to enforce the terms or provisions of this Agreement shall have venue in the County of Sonoma, State of California.

8.9. Cumulative Remedies. In addition to any other rights or remedies, City and Landowner may institute legal or equitable proceedings to cure, correct or remedy any default, to specifically enforce any covenant or agreement herein (including, without limitation, the timely processing and approval of any Subsequent Approval), to enjoin any threatened or attempted violation of the provisions of this Agreement.

8.10. California Tort Claims Act. Notwithstanding any term or condition of this Agreement, the provisions of the California Tort Claims Act [Division 3.6 (commencing at Section 810) of Title 1 of the Government Code] are not waived by the City and shall apply to any claim against City arising out of any acts or conduct by any Party under the terms and conditions of this Agreement

8.11. Third Party Legal Actions. If there are any third party administrative, legal or equitable actions challenging any of the Project Approvals, including, without limitation, this Agreement and all CEQA processes and actions by City relating to the Project, Landowner shall defend and indemnify City against any and all fees and costs arising out of the defense of such actions, including the reasonable fees and costs of City's own in-house or special counsel retained to protect City's interests. Each Party is entitled to legal counsel of its choice, at Landowner's expense. The Parties and their respective counsel shall cooperate with each other in the defense of any such actions, including in any settlement negotiations. If a court in any such action awards any form of money damages to such third party, or any attorneys' fees and costs to such third party, Landowner shall bear full and complete responsibility to comply with

the requirements of such award, and hereby agrees to timely pay all fees and costs on behalf of City.

8.12. Cooperation in the Event of Legal Challenge. If any part of this Agreement, any Project Approval, or any Subsequent Approval is held by a court of competent jurisdiction to be invalid, the Parties shall cooperate and use their best efforts, to the extent permitted by law, to cure any inadequacies or deficiencies identified by the court in a manner consistent with the purposes of this Agreement.

ARTICLE 9
MISCELLANEOUS PROVISIONS

9.1. Authority. All Parties to this Agreement warrant and represent that they have the power and authority to enter into this Agreement in the names, titles and capacities herein stated and on behalf of any entities, persons, estates or firms represented or purported to be represented by such entity(ies), person(s), estate(s) or firm(s) and that all formal requirements necessary or required by any state and/or federal law in order to enter into this Agreement have been fully complied with. Further, by entering into this Agreement, neither Party hereto shall have breached the terms or conditions of any other contract or agreement to which such Party is obligated, which such breach would have a material effect hereon.

9.2. Advice of Attorney. Each Party warrants and represents that in executing this Agreement, it has received independent legal advice from its attorneys or the opportunity to seek such advice.

9.3. Construction

9.3.1. Captions. Headings or captions to the provisions of this Agreement are solely for the convenience of the Parties, are not part of this Agreement, and shall not be used to interpret or determine the validity of this Agreement. Any ambiguity in this Agreement shall not be construed against the drafter, but rather the terms and provisions hereof shall be given a reasonable interpretation as if both Parties had in fact drafted this Agreement.

9.3.2. Numbers and Gender. In this Agreement, the neuter gender includes the feminine and masculine, and the singular includes the plural, the word "person" includes corporations, partnerships, firms or associations, wherever the context so requires.

9.3.3. Mandatory and Permissive. "Shall" and "will" and "agrees" are mandatory. "May" is permissive.

9.4. Time Is Of the Essence. Time is of the essence regarding each provision of this Agreement as to which time is an element.

9.5. Conflict of Interest. Neither a City employee whose position in the City enables such employee to influence the award or administration of this Agreement or any competing Agreement, nor a spouse or economic dependent of such an employee, shall be employed, hired or retained in any capacity, either directly or indirectly, by the Landowner, or have any other

direct or indirect financial interest in this Agreement, during the term of this Agreement and for a period of two (2) years after the termination of this Agreement.

9.6. No Third Party Beneficiary. Nothing herein shall be construed to create any right of a third party to enforce this Agreement or to seek any benefit therefrom.

9.7. Notice. Any notice, demand, correspondence, communication, amendment, addition or deletion to this Agreement, including change of address of either Party during the term of this Agreement, which Landowner or City shall be required or may desire to make shall be in writing and may be personally served or, alternatively, sent via overnight mail, mailing costs prepaid, to the respective Parties as follows:

To City:	CITY OF CLOVERDALE 124 N. Cloverdale Blvd. Cloverdale, CA 95425 Attn: City Manager
With a copy to:	Cloverdale City Attorney c/o Meyers Nave 401 Mendocino Avenue, Suite 100 Santa Rosa, CA 95401
To Landowner:	SPIGHT PROPERTIES II LLC c/o Tyris Corporation 1220 Diamond Way, Suite 100 Concord, CA 94520 Attn: Andrew Zamberlin
With a copy to:	Jarvis, Fay, Doporto & Gibson, LLP 492 Ninth Street, Suite 310 Oakland, CA 94607 Attn: Daniel P. Doporto

Each such notice, demand, approval, consent, or other communication shall be deemed given and received upon delivery. A Party may change or supplement the addresses given above, or designate additional addressees, for purposes of this Agreement by giving the other Party written notice of the new address in the manner set forth above.

9.8. Severability. Except as otherwise provided herein, if any provision of this Agreement is subsequently held or determined to be invalid, the remainder of this Agreement shall not be affected, except as necessarily required by the invalid provision, and such remainder of this Agreement shall remain in full force and effect, unless amended or modified in writing by the mutual consent of the Parties. However, if any provision of this Agreement is determined to be invalid or unenforceable and the effect thereof is to deprive either Party of an essential benefit of its bargain hereunder, then either Party shall have the option to terminate this entire Agreement, effective from and after such determination, by written notice of termination given by the terminating Party to the other Party.

9.9. Entire Agreement. This Agreement supersedes any and all other agreements, either oral or in writing, between any of the Parties herein with respect to the subject matter hereof and contains all the agreements between the Parties with respect to such matter. Each Party acknowledges that no representations, inducements, promises or agreements, oral or otherwise, have been made by any Party, or anyone acting on behalf of any Party, which is not embodied herein, and that no other agreement, statement or promise not contained in this Agreement shall be valid or binding.

9.10. Form of Agreement; Exhibits. This Agreement shall be executed in two (2) duplicate originals, each of which is deemed to be an original. The following documents are referred to in this Agreement and are attached hereto and incorporated herein as though set forth in full:

Exhibit A	**Property Legal Description**
Exhibit B	**Development Impact Fee Schedule - Effective July 1, 2015**
Exhibit C	**Private and Public Trail/Road Map**
Exhibit D	**Assignment and Assumption Agreement**

In Witness Whereof, the Parties have executed this Agreement on the day and year first hereinabove written.

CITY OF CLOVERDALE

By: _____

Its: City Manager

SPIGHT PROPERTIES II LLC

By: _____
Elena R. Spight

Its: Manager

Attest:
CLOVERDALE CITY CLERK

By: _____

Its: City Clerk

Approved as to Form:
CITY ATTORNEY

By: _____

Its: City Attorney

NOTARY ACKNOWLEDGEMENTS TO DEVELOPMENT AGREEMENT
ALEXANDER VALLEY RESORT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of

_____

County of

_____

On _____ before me, _____
personally appeared _____, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacities, and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

_____
Signature of Notary Public

2513301.1

ATTACHMENT 10

CITY OF CLOVERDLE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THE ADOPTION OF A CEQA ADDENDUM ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial and an Amendment to the Alexander Valley Resort Specific Plan to include the 12.-2 acre site into the Alexander Valley Resort Specific Plan and to designate this site as "Resort Mixed-Use" as well s other minor clean up changes to the SP; and

WHEREAS, the application also includes a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared; and

WHEREAS, development of the Project site was addressed in the Alexander Valley Resort Environmental Impact Report in 2009 (SCH #2003072142); and

WHEREAS, the City prepared an Addendum for the Project dated January 5, 2016, (the "Addendum"), to determine whether the 2009 certified FEIR could be used to support certain City actions to amend the general plan and specific plan amend Project zoning and approve a Development Agreement for the Project, or whether additional environmental review is required. Pursuant to the Addendum and revised Mitigation Measures imposed by it, the City determined that none of the conditions described in CEQA Guidelines section 15162 calling for the preparation of a subsequent or supplemental environmental impact report ("EIR") were present and prepared the Addendum pursuant to CEQA Guidelines Section 15164; and

WHEREAS, based on the proposed Project would include land uses and land use intensity consistent with that initially analyzed in the Alexander Valley Resort EIR: and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5, 2016, and incorporated herein by reference described and analyzed the Project and related Addendum for the Planning Commission and recommended adoption of the CEQA Addendum and approval of the Project; and

WHEREAS, the Planning Commission considered the Addendum, as well as the prior EIR and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

NOW, THEREFORE BE IT RESOLVED that the foregoing recitals are true and correct and made a part of this resolution.

BE IT FURTHER RESOLVED that the Planning Commission makes the following findings to support the determination that no further environmental review is required under CEQA for the proposed Project. These findings are based on information contained in the CEQA Addendum, the prior EIR, the staff report, and all other information contained in the record before the Planning Commission. These findings constitute a summary of the information contained in the entire record. The detailed facts to support the findings are set forth in the CEQA Addendum, the prior EIRs, and elsewhere in the record. Other facts and information in the record that support each finding that are not included below are incorporated herein by reference:

1. The proposed Project does not constitute substantial changes to the previous projects affecting the Project site as addressed in the prior EIR, that will require major revisions to the prior documents due to new significant environmental effects or a substantial increase in severity of previously identified significant effects. All potentially significant effects of the proposed Project are the same or less than the impacts for project which were previously addressed. The proposed Project will not result in substantially more severe significant impacts than those identified in the prior EIR. All previously adopted mitigation measures from the 2004 Draft EIR, as may be modified based on the revised Project EIR, continue to apply to the proposed Project.

2. The Addendum did not identify any new significant impacts of the proposed Project that were not analyzed in the prior EIRs.

3. The City is not aware of any new information of substantial importance or substantial changes in circumstances that would result in new or substantially more severe impacts or meet any other standards in CEQA Section 21166 and related CEQA Guidelines Sections 15162/3.

BE IT FURTHER RESOLVED that the Planning Commission of the City of Cloverdale recommends that the City Council adopt the CEQA Addendum attached as Exhibit A (and incorporated herein by reference) together with revised Mitigation Measures set forth in the Mitigation Monitoring Reporting Program (MMRP) attached thereto, pursuant to CEQA Guidelines Sections 15162 and 15164 for the Alexander Valley Resort Project.

PASSED, APPROVED AND ADOPTED this 5th day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____

Planning Commission Chairperson

ATTEST:

_____

Interim Community Development Director

ATTACHMENT 11

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THAT A GENERAL PLAN AMENDMENT ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT BE APPROVED (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial" and other minor amendments to the Cloverdale General Plan, including but not limited to allowing a golf course within the Project as an optional not a mandatory feature and other minor amendments to ensure internal consistency within the General Plan; and

WHEREAS, the application also includes an amendment to the Alexander Valley Resort Specific Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR"); and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5. 2016 and incorporated herein by reference described and analyzed the Project and related Addendum for the Planning Commission and recommended adoption of the General Plan Amendment for the Project; and

WHEREAS, the Planning Commission considered the Addendum, as well as prior EIRs and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council not adopt the CEQA Addendum for the Project, which resolution is

incorporated herein by reference and is available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the foregoing recitals are true and correct and made a part of this resolution.

BE IT RESOLVED that the Planning Commission recommends the City Council approve a Resolution approving the General Plan Amendment for the Alexander Valley Resort Project.

PASSED, APPROVED AND ADOPTED this 5nd day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 11a

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THAT A GENERAL PLAN AMENDMENT ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT NOT BE APPROVED (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial" and other minor amendments to the Cloverdale General Plan, including but not limited to allowing a golf course within the Project as an optional not a mandatory feature and other minor amendments to ensure internal consistency within the General Plan; and

WHEREAS, the application also includes an amendment to the Alexander Valley Resort Specific Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR"); and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5. 2016 and incorporated herein by reference described and analyzed the Project and related Addendum for the Planning Commission and recommended adoption of the General Plan Amendment for the Project; and

WHEREAS, the Planning Commission considered the Addendum, as well as prior EIRs and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council not adopt the CEQA Addendum for the Project, which resolution is

incorporated herein by reference and is available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the foregoing recitals are true and correct and made a part of this resolution.

BE IT RESOLVED that the Planning Commission recommends the City Council not approve a Resolution approving the General Plan Amendment for the Alexander Valley Resort Project since approval would not be in the economic best interest of the community and may create land use interface issues with surrounding industrial uses.

PASSED, APPROVED AND ADOPTED this 5nd day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 12

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THE ADOPTION OF AN AMENDMENT TO THE ALEXANDER VALLEY RESORT SPECIFIC PLAN ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes to a 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant into the Alexander Valley Resort and designate this site as "Resort Mixed-Use Commercial." Other changes have also been requested to the Specific Plan including allowing a golf course as an optional not a mandatory feature of the Alexander Valley Resort Project and other minor clean-up changes to bring the Specific Plan current. Proposed changes to the Alexander Valley Resort are shown in Exhibit 1 which are hereby incorporated by reference into this Resolution; and

WHEREAS, the application also includes an amendment to the City of Cloverdale General Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR") which Addendum makes revisions to Project mitigation measures and revises the Project MMRP; and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5, 2016 and incorporated herein by reference described and analyzed the Project and related Addendum for the Planning Commission and recommended adoption of the General Plan Amendment for the Project; and

WHEREAS, the Planning Commission considered the Addendum, the revised MMRP, as well as prior EIRs and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council adopt the CEQA Addendum for the Project, which resolution is incorporated herein by reference and is available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the foregoing recitals are true and correct and made a part of this resolution.

BE IT RESOLVED that the Planning Commission recommends the City Council adopt a Resolution approving an Amendment to the Alexander Valley Resort Specific Plan.

PASSED, APPROVED AND ADOPTED this 5th day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 12a

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING THAT THE CITY COUNCIL NOT ADOPT AN AMENDMENT TO THE ALEXANDER VALLEY RESORT SPECIFIC PLAN ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes to a 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant into the Alexander Valley Resort and designate this site as "Resort Mixed-Use Commercial." Other changes have also been requested to the Specific Plan including allowing a golf course as an optional not a mandatory feature of the Alexander Valley Resort Project and other minor clean-up changes to bring the Specific Plan current. Proposed changes to the Alexander Valley Resort are shown in Exhibit 1 which are hereby incorporated by reference into this Resolution; and

WHEREAS, the application also includes an amendment to the City of Cloverdale General Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR") which Addendum makes revisions to Project mitigation measures and revises the Project MMRP; and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5, 2016 and incorporated herein by reference described and analyzed the Project and related Addendum for the Planning Commission and recommended adoption of the General Plan Amendment for the Project; and

WHEREAS, the Planning Commission considered the Addendum, the revised MMRP, as well as prior EIRs and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council not adopt the CEQA Addendum for the Project, which resolution is incorporated herein by reference and is available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the foregoing recitals are true and correct and made a part of this resolution.

BE IT RESOLVED that the Planning Commission recommends the City Council not adopt a Resolution approving an Amendment to the Alexander Valley Resort Specific Plan since the proposed amendment would not be consistent with the Cloverdale General Plan.

PASSED, APPROVED AND ADOPTED this 5th day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 13

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THE ADOPTION OF AN ORDINANCE REZONING THE 12.3-ACRE PARCEL ON THE SOUTHEAST CORNER OF ASTI ROAD AND SANTANA DRIVE FROM "MP-INDUSTRIAL PARK" TO "SP-1-SPECIFIC PLAN-1" AND MAKING OTHER AMENDMENTS TO SECTION 18.08.040 OF THE ZONING ORDINANCE AND RECOMMENDING CITY COUNCIL ADOPTION OF AN ORDINANCE APPROVING A DEVELOPMENT AGREEMENT ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial" and other minor amendments to the Cloverdale General Plan, including but not limited to allowing a golf course within the Project as an optional not a mandatory feature and other minor amendments to ensure internal consistency within the General Plan; and

WHEREAS, the application also includes an amendment to the Alexander Valley Resort Specific Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR") which Addendum makes revisions to Project mitigation measures and revises the Project MMRP; and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5, 2016, and incorporated herein by reference, described and analyzed the Project including the proposed rezoning and Development Agreement; and

WHEREAS, the Planning Commission considered the Addendum, as well as prior EIRs together with the revised mitigation measures and MMRP and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council adopt the CEQA Addendum for the Project and Resolution XX-16, recommending the City Council approve a General Plan Amendment for the Alexander Valley Resort Project, which resolutions are incorporated herein and available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the Planning Commission recommends that the City Council adopt the Ordinance attached as Exhibit 1 and incorporated herein by reference, which rezones the 12.3-acre property located on the southeast corner of Asti Road and Santana Drive (APN 117-050-026) from MP-Business Park to SP-1-Specific Plan 1.

NOW, THEREFORE BE IT FURTHER RESOLVED that the Planning Commission recommends that the City Council adopt the Ordinance attached as Exhibit 2 and incorporated herein by reference, which approves a Development Agreement for the Alexander Valley Resort Project.

BE IT FURTHER RESOLVED that the Planning Commission recommends the City Council adopt a Resolution approving the General Plan Amendment for the Alexander Valley Resort Project. The Planning Commission recommendation is based on the Staff Report analysis and recommendation and on the findings set forth in the Draft Ordinance.

PASSED, APPROVED AND ADOPTED this 5th day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 13a

CITY OF CLOVERDALE
PLANNING COMMISSION
RESOLUTION NO. _--16

RECOMMENDING TO THE CITY COUNCIL THE ADOPTION OF AN ORDINANCE REZONING THE 12.3-ACRE PARCEL ON THE SOUTHEAST CORNER OF ASTI ROAD AND SANTANA DRIVE FROM "MP-INDUSTRIAL PARK" TO "SP-1-SPECIFIC PLAN-1" AND MAKING OTHER AMENDMENTS TO SECTION 18.08.040 OF THE ZONING ORDINANCE AND RECOMMENDING CITY COUNCIL NOT ADOPT AN ORDINANCE APPROVING A DEVELOPMENT AGREEMENT ON APPROXIMATELY 267 ACRES OF LAND LYING EAST OF ASTI ROAD, WEST OF THE RUSSIAN RIVER, SOUTH OF SANTANA DRIVE AND NORTH OF CLOVERDALE MUNICIPAL AIRPORT (APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial" and other minor amendments to the Cloverdale General Plan, including but not limited to allowing a golf course within the Project as an optional not a mandatory feature and other minor amendments to ensure internal consistency within the General Plan; and

WHEREAS, the application also includes an amendment to the Alexander Valley Resort Specific Plan, a zoning ordinance amendment request to rezone the 12.3-acre site from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District to allow resort-oriented uses to be developed on the 12.3-acre site and a Development Agreement for the project; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared. To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR") which Addendum makes revisions to Project mitigation measures and revises the Project MMRP; and

WHEREAS, on December 2, 2015 and January 5, 2016, the Planning Commission held a properly noticed public hearing on the Project, at which time all interested parties had the opportunity to be heard; and

WHEREAS, a Staff Report dated January 5, 2016, and incorporated herein by reference, described and analyzed the Project including the proposed rezoning and Development Agreement; and

WHEREAS, the Planning Commission considered the Addendum, as well as prior EIRs together with the revised mitigation measures and MMRP and all above-referenced reports, recommendations, and testimony before making a recommendation on the Project.

WHEREAS, on January 5, 2016, the Planning Commission adopted Resolution No. XX-16, recommending that the City Council adopt the CEQA Addendum for the Project and Resolution XX-16, recommending the City Council approve a General Plan Amendment for the Alexander Valley Resort Project, which resolutions are incorporated herein and available for review at City Hall during normal business hours; and

NOW, THEREFORE BE IT RESOLVED that the Planning Commission recommends that the City Council adopt the Ordinance attached as Exhibit 1 and incorporated herein by reference, which rezones the 12.3-acre property located on the southeast corner of Asti Road and Santana Drive (APN 117-050-026) from MP-Business Park to SP-1-Specific Plan 1.

NOW, THEREFORE BE IT FURTHER RESOLVED that the Planning Commission recommends that the City Council not adopt an Ordinance which approves a Development Agreement or a Rezoning for the Alexander Valley Resort Project.

PASSED, APPROVED AND ADOPTED this 5th day of January 2016 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

_____
Planning Commission Chairperson

ATTEST:

_____
Interim Community Development Director

ATTACHMENT 14

DRAFT
ORDINANCE NO. ____-16

AN ORDINANCE OF THE CITY OF CLOVEDALE AMENDING CHAPTER 18 OF THE CITY ZONING ORDINANCE, MAKING CERTAIN CHANGES TO THE STANDARDS OF THE SP-1 (SPECIFIC PLAN) ZONING DISTRICT AND REZONING ONE PARCEL OF LAND TO THE SPECIFIC PLAN-1 (SP-1) ZONING DISTRICT WITHIN THE ALEXANDER VALLEY RESORT PROJECT

(APNs 116-260-012, 116-310-013 & -014, 117-050-010, -011, 012, -017, -024, -026, -027, -028 & -029)

WHEREAS, the Applicant, Tyris Corporation/Spight Properties II LLC, proposes a General Plan Amendment to change the land use designation of 12.3-acre site on the southeast corner of Asti Road and Santana Drive owned by the applicant from BP-Business Park" to "DSC-Destination Commercial and an Amendment to the Alexander Valley Resort Specific Plan to include the 12.3 acre site into the Alexander Valley Resort Specific Plan and to designate this site as "Resort Mixed-Use" as well as other minor clean up changes to the SP; and

WHEREAS, the application also includes a zoning ordinance amendment request to rezone the 12.3-acre site (APN 117-050-026) from "MP-Industrial Park" to "Specific Plan-SP-1," to make changes in the SP-1 District (Section to allow resort-oriented and light industrial uses to be developed on this 12.3-acre site. Other changes are proposed for the Development Standards that will guide the location and height of future buildings on this site; and

WHEREAS, the Alexander Valley Resort Project ("Project") is generally located south of Santana Drive, east of Asti Road, west of the Russian River and north of Cloverdale Municipal Airport; and

WHEREAS, the California Environmental Quality Act (CEQA), together with the State guidelines and City environmental regulations, require that certain projects be reviewed for environmental impacts and that environmental documents be prepared; and

WHEREAS, development of the Project site was addressed in the Alexander Valley Resort Environmental Impact Report in 2009 (SCH #2003072142) and in the earlier 2004 Draft Environmental Impact Report; and

WHEREAS, To comply with CEQA, the City prepared an Addendum to the environmental impact report that was certified by the City in 2009, Alexander Valley Resort Project Environmental Impact Report, State Clearinghouse No. 2003072142 (the "2009 EIR") which Addendum makes revisions to Project mitigation measures and revises the Project MMRP; and

WHEREAS, the City Council has made all of the findings required by the Zoning Ordnance for amendments to zoning districts for rezoning the parcel of land described as County Assessor's Parcel Number (APN) 117-050-026 to the SP-1 district; and

WHEREAS, the City Council has made all of the findings required by the Zoning Ordnance for an amendment to Section 18.08.040 of the Zoning Ordinance to add a "Resort Mixed-Use" category to the SP-1 district, to add a list of permitted and conditional uses for the Resort Mixed-Use category and to establish development standards for future buildings within the Resort Mixed-Use land use category. Proposed changes to Section 18.08.040 of the Zoning Ordinance is attached as Exhibit 1 to this Ordinance and is hereby incorporated by reference herein.

1. The proposed change of zone is consistent with the goals, objectives, policies and programs of the Cloverdale General Plan and is necessary and desirable to implement the provisions of the General Plan.

    a. *The proposed rezoning to the SP-1 zoning district for the 12.3-acre parcel located on the southeast corner of Asti Road and Santana Drive is consistent with the adjacent Alexander Valley Resort Specific Plan, which implements portions of the General Plan.*

    b. *Proposed development standards will provide guidance to the City, project owners and future developers as to the intent of the City to allow the orderly development of the affected property.*

2. The proposed change of zone will not adversely affect the public health, safety and welfare, or result in an illogical land use pattern.

    a. *The 2004 Alexander Valley Resort Environmental Impact Report has evaluated the public health, safety and welfare issues, and mitigation measures and the Mitigation Monitoring and Reporting Program have provisions for eliminating or mitigating all such issues.*

    b. *The land use pattern proposed for the Alexander Valley Resort project is consistent with the General Plan. The proposed 18-hole golf course, Resort Hotel and other land uses are envisioned within the Area II Destination Commercial land use designations contained in the General Plan.*

3. The proposed change of zone is consistent with the purpose and intent of Chapter 18.03 of the Cloverdale Zoning Ordinance.

a. *The proposed rezoning and revisions to the SP-1 district the meet the Zoning Ordinance purpose of implementing the General Plan. The General Plan requires Specific Plan zoning for the Alexander Valley Resort area, and the Specific Plan and zoning provide for such land uses.*

4. The potential environmental impacts of the proposed rezoning are less-than-significant.

   a. *The rezoning will not adversely affect public health, safety or welfare as demonstrated by the analysis of public health and safety conditions contained in the 2004 Alexander Valley Resort EIR and Recirculated DEIR. The EIR analyzed potential public health impacts, airport land use compatibility impacts, traffic safety impacts, geotechnical safety impacts, air quality and greenhouse gas emissions, potential flooding and safety impacts, impacts to public safety providers, and impacts related to soil and groundwater contamination. The EIR concludes that, with adherence to mitigation measures as set forth in the two DEIR documents including the Addendum, all safety impacts and conditions will be less than significant. The Mitigation Monitoring and Reporting Program will assure that all EIR mitigation measures are implemented.*

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF CLOVERDALE DOES ORDAIN AS FOLLOWS:

Section 1. Purpose and Intent. The purpose and intent of these changes is to amend the Zoning Ordnance Text to rezone the 12.3-acre parcel at the southeast corner of Asti Road and Santana Drive to the SP-1 district and to amend the SP-1 District to add a "Resort Mixed-Use" land use category with a listing of permitted and conditional uses and development standards as shown on Exhibit 1.

Section 2. Recitals Made Findings. The above recitals are hereby declared to be true and correct and to be Findings of the City Council of the City of Cloverdale.

Section 3. Amendments to Title 18 of the Cloverdale Municipal Code. Title 18 of the Cloverdale Municipal Code is amended to add Chapter 18.14.010, SP-1 Alexander Valley Resort, as shown in Exhibit A.

Section 4. Reclassified Properties. Title 18 of the City of Cloverdale Municipal Code is hereby amended by amending the "Zoning Map of the City of Cloverdale" so as to reclassify the hereinunder described properties to the Specific Plan 1 (SP-1) zoning district upon completion of the annexation of the Alexander Valley Resort Project, generally located east of Asti Road, west of the Russian River, south of Santana Drive and north of Cloverdale Municipal Airport, comprising approximately 254 acres of land and including the following Assessors Parcels: 116-260-012, 116-310-013 & -014, 117-050-007, -010, -011, 012, -015, -016, -017, -018 & -019.

Section 5. Severance Clause. The City Council declares that each section, subsection, clause and phrase of this Ordinance (singularly and collectively referred to as

"provision" and "provisions," respectively) is severable and independent of every other provision of this Ordinance. If any provision of this Ordnance is held to be invalid, the City Council declares it would have adopted the remaining provisions of this Ordinance irrespective of the provision or provisions held invalid, and further declares its express intent that the remaining provisions of this Ordinance should remain in effective after the invalid provision has been eliminated.

Section 6. Effective Date. This Ordinance of the City f Cloverdale shall be effective thirty (30) days from and after the date of passage, before the expiration of fifteen (15) days after its passage, this Ordinance, or a summary thereof, as provided by California Government Code Sec. 36933, shall be published in a newspaper of general circulation published and circulated in the City of Cloverdale.

* * * * * * * * * * * * * *

This Ordinance No. **-2016, was introduced before the City Council of the City of Cloverdale, County of Sonoma County, at a regular meeting thereof on the __th day of ___, 2016, and passed and adopted by the following roll call vote: (-ayes, -noes)

AYES in favor of:
NOES:
ABSTAIN:
ABSENT:

Approved:	Attested:
_____	_____
Mayor,	City Clerk,

I hereby certify that the foregoing Ordinance No, **-2016 was introduced before the City Council at a regular meeting thereof on the __ day of __, 2016, and adopted by the City of Cloverdale this **day of **, 2016, by the following roll call vote(-ayes, -noes)

Roll Call: Council members:
NOES:
ABSTAIN:
ABSENT:

A certified copy of the full text of the adopted ordinance has been posted at the office of thru City Clerk and is available for public inspection.

Dated: _____

ATTACHMENT 15

CITY OF CLOVERDALE
CITY COUNCIL
ORDINANCE NO. _____-2016

AN ORDINANCE OF THE CITY OF CLOVERDALE APPROVING A DEVELOPMENT AGREEMENT WITH SPIGHT PROPERTIES II LLC PERTAINING TO THE DEVELOPMENT OF THE ALEXANDER VALLEY RESORT PROJECT

THE CITY COUNCIL OF THE CITY OF CLOVERDALE HEREBY ORDAINS AS FOLLOWS:

SECTION 1. RECITALS

A. In order to strengthen the public land use planning process, to encourage private participation in comprehensive planning, to reduce the economic risk of development and to reduce the waste of resources, the Legislature of the State of California adopted the "Development Agreement Statute" (Government Code Section 65864 et seq.). The Development Agreement Statute authorizes the City and an applicant for a development project, having legal or equitable interest in the real property, to enter into a development agreement establishing certain development rights in, and obligations with respect to, the property which is the subject of a development project application. Pursuant to the Development Agreement Statute, the City adopted rules and regulations establishing procedures and requirements for consideration of development agreements on January 5, 1987 ("Development Agreement Resolution"). City staff and representative of Spight Properties LLC have processed, considered, and executed a development agreement in accordance with those City rules and regulations.

B. The Development Agreement Statute permits cities and counties to contract with private interests for their mutual benefit in a manner not otherwise available to the contracting Parties. Such agreements, as authorized by the Development Agreement Statute, can assure property owners and developers that development approvals granted by public agencies will not change during the period of development of their projects. Cities and counties are equally assured that costly infrastructure such as roads, sewers, schools, fire protection facilities, etc. will be available at the time development projects come on line.

C. Landowner is the owner of approximately 267 acres in the City of Cloverdale more particularly described in Exhibit A of the attached Development Agreement.

D. On June 10, 2009, the City Council of the City took the following actions with respect to the Property (collectively, the "2009 Approvals"):

1. By Resolution 027-2009, approved a Water Supply Assessment for the Alexander Valley Resort Project;

2. By Resolution 028-2009, certified the Final Environmental Impact Report consisting of a 2004 Draft Environmental Impact Report, a 2008 Recirculated Draft Environmental Impact Report and a 2009 Final Environmental Impact Report (collectively the "FEIR") and adopted a Mitigation Monitoring and Reporting Program for the Alexander Valley Resort Project;

3. By Resolution No. 029-2009, adopted the Alexander Valley Resort Specific Plan (the "2009 Specific Plan") and directed staff to file an annexation application for the Alexander Valley Resort Project; and

4. By Ordinance No. 671-2009, amended Chapter 18 of the City of Cloverdale Zoning Ordinance and prezoned the Property to the SP-1 Zoning District for the Alexander Valley Resort Project.

E. On February 10, 2010, the City Council of the City, by Resolution No. 014-2010, approved a revised Mitigation Monitoring and Reporting Program (the "MMRP") for the Alexander Valley Resort Project.

F. On April 7, 2010, the Sonoma County Local Agency Formation Commission, by Resolution No. 2579, approved a Sphere of Influence Amendment and a Reorganization of Territory designated as Cloverdale Reorganization No. 2009-001 (Alexander Valley Resort) approving the annexation of the Property to the City of Cloverdale. Such approval resulted in confirmation of the SP-1 zoning.

G. Since then, Landowner has completed the clean closure of the 22-acre wood waste landfill area which contained approximately 600,000 cubic yards of non-hazardous wood chips, bark, sawdust, soil, and rock. Owner's clean closure has accomplished the following: (i) removal of potential future environmental liability associated with groundwater and surface water quality issues; (ii) elimination of future monitoring and maintenance activities associated with the disposal site cap and drainage controls; (iii) removal of the wood waste landfill from regulatory oversight; (iv) reuse of the materials for beneficial purposes; and (v) preparation of the site for future uses, including the Project. The North Coast Regional Water Quality Control Board ("RWQCB") issued the final Waste Discharge Requirements ("WDRs"), Order No. R1-2005-0032, in June 2005, and Owner received clean closure certification in June 2012.

H. Landowner also completed extensive soil and groundwater remediation activities for the petroleum hydrocarbon-affected soil and groundwater east of the former head rig and for the affected soil south of the former mechanic shop in order to remove the source of petroleum hydrocarbons and to minimize future impacts to groundwater. PES Environmental, Inc. ("PES") performed these remediation activities and has requested that the Regional Water Quality Control Board consider "no further action" with regard to the hydrocarbons in soil and groundwater in these areas.

I. In addition, International Paper, Inc., as the successor in interest to Masonite Corporation, a former site operator, has been working with the RWQCB to investigate and remediate groundwater contamination at the site, including contamination of a deep aquifer under a portion of the Site. In August 2013, the RWQCB concurred with International Paper's proposed final cleanup remedy of Monitored Natural Attenuation ("MNA") for shallow and bedrock groundwater in certain areas of the Property. The Remedial Action Work Plan approved by the RWQCB includes: (1) verification groundwater monitoring until the site groundwater achieves the cleanup goals; (2) deed restriction on a portion of the site where residual levels of wood treatment chemicals are present in soil; (3) a restricted area where groundwater use is prohibited; (4) destruction of certain groundwater monitoring wells and an old water supply well; and (5) a soil management plan to identify and address any

contamination found during redevelopment. In accordance with Monitoring and Reporting Program No. R1-2013-0057, different MNA processes are occurring in different areas on the Property and reports are to be submitted to the RWQCB semi-annually. The five (5) remaining monitoring wells on the Property are not expected to impact Project development.

J. In 2015, Landowner applied to the City for certain revisions to the City's General Plan, the 2009 Specific Plan, and the Zoning Ordinance; and, as contemplated by the 2009 Specific Plan, Landowner also applied to the City for a development agreement to govern future development of the Property (collectively, the "Proposal"). The Proposal requests revision of the Specific Plan to make the golf course component an allowed rather than required use, and to provide for the possibility of an alternate recreation use if approved by the City Council. The Proposal also seeks to re-introduce a 12.3-acre parcel into the planning area that had been part of the original project assessed by the Draft Environmental Impact Report, and provides land use development standards for those 12.3 acres consistent with the existing zoning (M-P, Industrial Park) and the originally-proposed zoning (G-C, General Commercial).

K. In response to the 2015 application, the City undertook review of the FEIR prepared for the 2009 Approvals and determined that an addendum to the FEIR was appropriate for consideration and action on the 2015 application ("2015 Addendum").

L. On December 2, 2015, at a duly-noticed public hearing, the City's Planning Commission considered the FEIR and the 2015 Addendum; Landowner's application for certain General Plan, 2009 Specific Plan, and Zoning Ordinance amendments; and this Agreement. Following due consideration, by Resolution No. _____, the Planning Commission recommended to the City Council that the City Council approve Landowner's application.

M. On _____ _____, 2015, at a duly-noticed public hearing, the City Council of the City took the following actions relating to the Landowner's application:

1. By Resolution No. _____, approved and adopted the 2015 Addendum to the FEIR;
2. By Resolution No. _____, amended the City of Cloverdale General Plan;
3. By Resolution No. _____, amended the 2009 Specific Plan (as amended, the "Specific Plan"); and
4. By Ordinance No. _____, amended Chapter 18 of the City of Cloverdale Zoning Ordinance. Approvals 2, 3, and 4 above are collectively referred to herein as the "Project Approvals."

N. Landowner desires to sell the Property to a developer with the qualifications, expertise, and experience to develop the Property in accordance with the Project Approvals and as contemplated in the draft Development Agreement. The development of the Property in accordance with the draft Development Agreement and the Project Approvals will provide for orderly growth within the City, consistent with the goals, policies, and other provisions of the City's General Plan and the Specific Plan.

O. City recognizes that the economic success of the Project depends greatly upon the certainty and timing of the City's regulations and fees.

P. As contemplated by the Specific Plan, the City and Landowner desire to enter into the attached Development Agreement to identify and assign key implementing responsibilities, including but not limited to, vesting of entitlements, the construction of infrastructure, and

continuing maintenance responsibilities and agreements.

Q. For the reasons recited herein, Landowner and City have determined that the Project is the type of development for which the attached Agreement is appropriate. The Development Agreement will eliminate uncertainty in planning and provide for the orderly development of the Property and otherwise achieve the goals and purposes for which the Development Agreement Statute and the Development Agreement Resolution were enacted.

R. In exchange for these benefits to the City, together with the public benefits that will result from the development of the Property pursuant to the Project Approvals, Landowner desires to receive the assurance that it may proceed with development of the Property, including receipt of building permits and all other permits and approvals required to complete construction of the Project in accordance with the terms and conditions of the draft Development Agreement.

SECTION 2. FINDINGS.

The above recitals are hereby declared to be true and correct and are adopted as the Findings of the City Council of the City of Cloverdale

SECTION 3. APPROVAL OF DEVELOPMENT AGREEMENT

The City Council hereby approves the Development Agreement between the City of Cloverdale and Spight Properties attached to this ordinance as Exhibit __, and within ten days after the Development Agreement is executed by the City Manager, the City Clerk shall submit the Development Agreement to the County Recorder for recordation.

SECTION 4. SEVERABILITY If any section, subsection, sentence, clause, or phrase of this ordinance is for any reason held to be unconstitutional or invalid, such decision shall not affect the validity of the remaining portion of this ordinance. The City Council hereby declares that it would have passed this ordinance and every section, subsection, sentence, clause or phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses, or phrases be declared unconstitutional or invalid.

SECTION VIII. This Ordinance shall be and the same is hereby declared to be in full force and effect from and after thirty (30) days after the date of its passage and the ordinance, or a summary thereof prepared by the City Attorney as permitted by law, shall be published once before the expiration of fifteen (15) days after said passage, with the names of the Council Members voting for or against the same, in a newspaper of general circulation published in the County of Sonoma, State of California.

I hereby certify that the foregoing is a true and complete copy of an ordinance duly and regularly adopted by the City at a regular meeting thereof held on _____, 2016, by the following vote:

PASSED, APPROVED AND ADOPTED this ____ day of _____ 2016 by the following vote:

AYES:
NOES:
ABSTAIN:
ABSENT:

_____
, Mayor

ATTEST:

_____
City Clerk

attachment: Development Agreement between City of Cloverdale and Spight Properties LLC

2553807.1

REUSER INC.

Renewable Resources

ATTACHMENT 16

December 14, 2015

CITY OF CLOVERDALE
RECEIVED
DEC 16 2015

Planning Commission
City of Cloverdale
P.O. Box 217
Cloverdale, CA 95425

Mr. Chairman and Members of the Commission,

Laulima and Tyris are asking for the zoning on Santana Drive to be changed from Business Park to Resort Commercial. This would change the gateway to the industrial center to commercial.

I would like to provide a little history on the industrial activities on Santana drive in the 1950's. It started with Hulbert Muffley's log mill and has been home to many businesses since. Today, the Santana Industrial Center has approximately three hundred thousand (300,000) square feet of industrial buildings which are fully occupied and producing on average two hundred jobs. In May of 2003, Alexander Valley Resort Specific Plan showed the Tyris' industrial properties on Santana Drive to be a mixed-use commercial center to be known as the "Village Marketplace". This was of great concern to me because I had entered into an agreement with the city to develop the industrial land on Santana drive and expand my business. I had made a large investment to expand my business and develop industrial infrastructure to make Santana Drive attractive for industry to locate there. I was told by the city that they wanted to keep Santana Drive industrial, and these sentiments were reiterated in the new general plan on page 6, Section 1.6:

> *All three General Plans have encouraged compact development within the General Plan defined growth boundaries, balanced housing, concentrated commercial areas and discourage commercial development along the freeway, expand the job base to respond to loss of timber related and extractive industry jobs, provide for open spaces, protect hillside areas from development, preserve and enhance open spaces and natural watercourses, and balance of housing and employment opportunities.*

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And page 8, Section 1.8, #9:

> *9. Industrial lands should be reserved for industrial purposes, and not for retail sale of typical household retail items.*

And page 18, Section 2.2, Implementation LU 1-4.c.:

> *Implementation LU 1-4.c. Pursue funding options for industrial infrastructure to the south of the City, including redevelopment, bonding, grants, assessments, owner participation, etc.*

And 21, Section 2.2, Goal LU 2, Policy LU 2-4:

> *Discourage the creation of retail commercial areas outside the downtown that would adversely affect the viability of the downtown, including freeway frontages south of the City, freeway frontages east of Highway 101, and areas around the central Highway 101 interchange.*

These are pertinent sections of General Plan as it relates to industrial land use which was adopted by the city council May 13, 2009.

The industrial traffic patterns that have been established on Santana Drive now will only increase as there are still three undeveloped lots in the general industry section of the industrial center. Over time this will eventually create a nuisance for the proposed commercial site, if approved, leading to more restrictive use permits or none at all for the general industry on Santana Drive. Do you ever wonder why you don't see many trucks doing deliveries in huge shopping centers; it's because the truck traffic has been routed away from the commercial traffic.

I want to give you a little history about my company. Reuser, Inc. was founded in April 1978 and located on Santana Drive in 1981. Our company specializes in recycling wood waste into various products ranging from bio-filters and landscape supplies to cogeneration fuel. Currently we process and ship 750 tons a day of products produced from post and pre-consumer recycled wood waste and ship it statewide. We have 32 employees with an annual employee payroll of over 2 million dollars plus healthcare and retirement. Much of our manufacturing electric is produced by a 300 kilowatt roof-top solar system of which the environmental impact is equivalent to planting over 522,000 trees during the life of the solar system significantly reducing the company's carbon foot print. I have made a short video of the industrial traffic on Santana Drive. Please keep in mind this is December and it is an off season traffic pattern. This industrial traffic travels a couple hundred yards to the South Cloverdale Boulevard interchange and then disappears onto the freeway with very little impact to the community. The video will be a real eye-opener! Santana Drive is played down as a sleepy side street, but in reality it's a pretty

busy street with heavy truck traffic. Try to imagine the Santana Drive industrial traffic pattern around the Furber Plaza.

In closing, the Santana Drive Industrial Center represents 30 million dollars, a conservative estimate, of industrial infrastructure in today's dollars. It provides, on average, two hundred local jobs and puts millions of payroll dollars into the local economy. There is a good reason the general plan has kept Santana Drive industrial. The business park zoning is compatible with both the general industry and the resort project and the zoning should not be changed.

Sincerely,

Bruce Reuser

Bruce Reuser
President
Reuser, Inc.

BR/dsr

Enclosures: Aerial photo of Santana Drive Industrial Center
DVD of Santana Drive Traffic Flow

cc: Honorable Mayor and Members of the Cloverdale City Council
Paul Cayler, City Manager, City of Cloverdale
Cloverdale Chamber of Commerce

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RECEIVED
DEC 28 2015

Classic Mill & Cabinet
590 Santana Drive, Cloverdale, CA 95425
Ph: (707) 894-9800 Fax: (707) 894-2159
www.classicmill.com

ATTACHMENT 17

Planning Commission
City of Cloverdale
P.O. Box 217
Cloverdale, CA 95425

December 22, 2015

Mr. Chairman and Members of the Commission,

This proposed zoning change by Laulima & Tyris on Santana Drive has us concerned with their mixed use commercial center. We came to Cloverdale in 2006 and built on city assured industrial land. We fear that allowing this type of occupancy in close proximity to an industrial zone may bring unexpected impacts to our business, as well as those surrounding us.

We run 3 trucks and trailers daily, traveling the few hundred yards to the South Cloverdale Blvd interchange then on to the freeway to make deliveries throughout the northern bay of our state. We receive at least 3 semi truck material deliveries per day plus UPS deliveries twice daily. These points bring concerns in regards to increased traffic servicing the commercial complex, mingling with heavy industrial trucks.

Classic Mill & Cabinet has 24 employees with an annual payroll of $1.35 million plus health care and retirement, and contribute considerably with our sales tax. If a conflict between the proposed commercial center or future resort occurred, it could mean the loss of our business.

We can't believe that the City of Cloverdale who has worked so hard to keep its downtown alive and keep the industrial areas from infringing on its commercial areas would consider changing the industrial gateway to a mixed use commercial area.

Sincerely,

Nicholas Mertes, Vice President

CC: Honorable Mayor and Members of the Cloverdale City Council, Paul Cayler, City Manager, City of Cloverdale, Cloverdale Chamber of Commerce