

Attachment A

Applicant's Proposed Development Agreement Terms

PROPOSED TERMS OF DEVELOPMENT AGREEMENT FOR THE INN AT THE ABBEY

Parties

- Jackson Family Investments, LLC (Landowner)
- Napa County

Project Summary.

A use permit major modification request (P19-00038-MOD) to demolish three buildings and redevelop the site with a 79-room hotel, retail and hotel lounge space, a spa, pool, underground parking, fitness room, back-of-house uses, and on-site employee housing.

The project would involve demolition of three buildings currently used as a restaurant, retail wine shop, art gallery, and five-room motel. The proposed 79 rooms would be split between the North Parcel (50 rooms) and the South Parcel (29 rooms). Minor interior renovations to the existing Stone Building may be required to serve as the hotel's main lobby, meeting space, and/or a dining component. The proposed North Hotel Building (55,000 sf) would replace an existing restaurant building and would be used for the 50 guest rooms, spa, retail operations, circulation, and back-of-house uses. An underground parking garage would be located below the North Hotel Building and would include 54 stalls for valet parking.

On the South Parcel, the existing restaurant and five-room motel buildings would be replaced with a South Hotel Main Building, South Hotel Barn Building, a freestanding fitness studio, and The South Hotel Main Building would include 11 guest rooms, support kitchen and back-of-house uses. The South Hotel Barn Building would include 12 guestrooms with adjacent plunge pool. Buildings on the South Parcel would be connected by a series of walkways, breezeways, patios, courtyards, and landscaped areas. The South Parcel also includes six existing on-site residential dwelling units that would be used to house workers employed on the property.

Term

20 years

Public Benefits

1) Onsite, affordable housing units for employees: Existing six market rate units to be deed restricted affordable for employees. Provides new affordable housing and reduced VMT. Restriction of rental rates represents property value of \$3.44 million over twenty years.

2) Affordable housing funding: Payment to County's affordable housing trust fund equal to three times current affordable housing fees that would otherwise apply to the project. Contribution calculated at \$1,580,000 to be made in two equal payments at building permit issuance and five years after project occupancy. Funds available for use by Napa County or

affordable housing developer (e.g. Our Town St. Helena, Napa Valley Community Housing) for the development of affordable housing.

3) Vine Trail/Shelter Easements: In conjunction with project application, Landowner has contributed easements for Vine Trail and trail rest shelter without receiving compensation. Due to timing of Vine Trail grant process, Vine Trail asked Landowner to grant these easements prior to receiving approval of the project.

4) Improve South Parcel agricultural lands to productive agricultural use: Proposal includes active agriculture on South Parcel's agriculturally zoned land that is currently fallow. Agricultural uses to consist of growing and harvesting but not processing of agricultural products. Agricultural use intended to provide "farm-to-table" experience for project food service and to educate hotel guests on Napa County's agricultural economy.

Other Terms.

- 1) Landowner may modify site plan/building locations so long as total square footage and room count are not increased beyond what was approved as confirmed by PBES Director.
- 2) Landowner continues to use established/vested parking area documented in approved use permit P12-00359-VMM on AW zoned parcel as shared parking for north and south parcel without intensification of use.
- 3) Fee credit against any future enacted transportation impact fee in amount equal to value of Vine Trail/Shelter easements and other transportation improvements.
- 4) Landowner continues use of south parcel with historic/vested wastewater treatment system on AW lands for all south parcel uses (employee housing and commercial uses).
- 5) Allow hotel guests to tour model agricultural operations on AW lands south of Lodi lane. Activities of tour guests limited to uses allowed under definition of "agriculture" in County Code (e.g. retail purchase of agricultural products produced onsite).