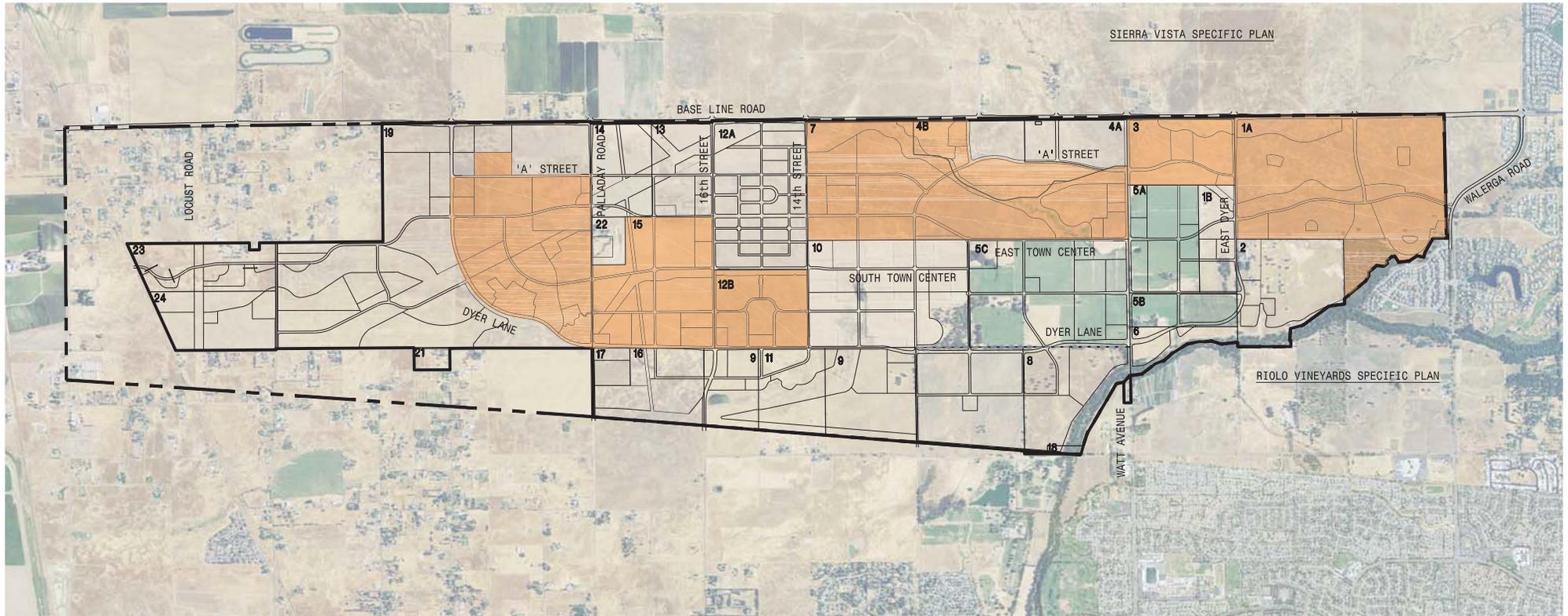


PLACER VINEYARDS SPECIFIC PLAN

PLACER COUNTY, CALIFORNIA



DEVELOPMENT PHASE - PHASING PLAN

PROPERTIES 1A, 3, 4B (PORTION), 7, 12B, 15 AND 19 (PORTION)

APRIL 2017

Prepared For:
County of Placer

Prepared By:
MacKay & Soms Civil Engineers
1552 Eureka Road, Suite #100
Roseville, CA 95661

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1552 Eureka Road
Roseville, California 95661

April 2017

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PLACER VINEYARDS SPECIFIC PLAN

DEVELOPMENT PHASE PHASING PLAN

1.0 INTRODUCTION

1.0 INTRODUCTION

1.1 Purpose

In accordance with the terms of their Development Agreements with the County of Placer, Property Owners within the Placer Vineyards Specific Plan Area are required to submit an application for a Development Phase to the County and receive approval of the application prior to processing any subsequent entitlement requests and developing their properties. A Development Phase application may be submitted by a single Developer or a Developer and one or more other participating Developers within the Plan Area.

The application shall comply with the application requirements set forth in the Placer Vineyards Implementation Policies and Procedures Manual, and, as stated in the Development Agreement, shall include:

- A description of the proposed Development Phase. The application shall describe the area within the Plan Area proposed for development. The description of the Development Phase will include the total number of residential units and/or square footage of non-residential development and dwelling unit equivalent (DUE) proposed to be developed within such Development Phase and/or to be allocated within portions of the Development Phase.
- Related Ancillary Entitlements which may consist of either:
 - 1) (i) An application for a Tentative Large Lot Map for residential development within the Development Phase, which shall include a lotting study or lotting plan for the proposed large lot parcels to indicate how development thereof would affect and be integrated with adjacent developments, or (ii) if the Developer's Property, or portion thereof, to be included in such development Phase already consists of large lots for residential development created by the recordation of a Final Large Lot Map, then a lotting study or lotting plan for such large lot residential parcels to indicate how development thereof would affect and be integrated with adjacent developments, or
 - 2) A Tentative Small Lot Map for residential parcel(s) within the proposed Development Phase, and/or
 - 3) A subdivision or parcel map (or other necessary entitlement application, as the case may be) and preliminary site plan for development of any nonresidential parcel(s) within the Development Phase (which shall include a proposed maximum square footage for such development and DUE).

- A Phasing Plan for Phased Improvements. The Phasing Plan shall include, but not be limited to, a list of the Phased Improvements proposed and required to be constructed by each Developer and/or Development Group to serve the Development Phase.
- Mitigation of Impacts for Development Phase. Each application for a Development Phase shall include as part of the Phasing Plan technical studies, as required by the County, to demonstrate that the Phased Improvements to be installed along with development of the Development Phase will be adequate to serve the needs of the development Phase and coordinated with any prior approved Development Phase.
- Finance Plan Review. In addition to any other plan, study, or information which may be required, each application shall be accompanied by financing information acceptable to the County describing and/or confirming the plan for financing the construction and completion of the remaining Backbone Infrastructure, Secondary Road Improvements, parkland development, recreational facilities, trail network, and open space amenities which will remain to be constructed after the Phased Improvements that are associated with the proposed Development Phase are constructed.

Development Agreement Section 3.5.2 "Processing and Approval of Development Phases" should be consulted for the complete description of the items required for submittal of a Development Phase application.

After submittal of a Development Phase application, Placer County Staff will review the submittal package and request supplemental studies if needed. At the conclusion of the staff review process the Development Phase proposal will be submitted to the Planning Commission for review and approval. When approved, the Phasing Plan will serve as a reference to establish conditions of approval for subsequent entitlement requests by Development Phase Participants.

The Owners of Properties 1A, 3, 4B, 7, 12B, 15, and 19 have formed a Development Phase Group and have submitted an application for approval of a Development Phase to develop their respective properties. The Owners of Properties 1A, 3, 7, 12B, and 15 have included their entire properties within the proposed Development Phase. The Owners of Properties 4B and 19 propose to include a portion of their overall properties. The proposed Development Phase Area encompasses approximately 1535 acres within the 5230 acre Placer Vineyards Specific Plan Area. The proposed Development Phase Area is depicted on Figure 1.1.

1.2 Location

The Placer Vineyards Specific Plan Area consists of approximately 5,230 acres of land located north of the city of Sacramento and southwest of the city of Roseville in an unincorporated area of Placer County. The Specific Plan Area is located at the southwest corner of Placer County and is bound by Base Line Road to the north, the Placer County / Sutter County line and Pleasant Grove Road to the west, the Placer County / Sacramento County line to the south, Dry Creek to the south and east, and an abandoned portion of Walerga Road to the east.

1.3 Project Description

The Owners of Properties 1A, 3, 4B, 7, 12B, 15, and 19 within the Placer Vineyards Specific Plan Area are requesting approval of a Development Phase application to develop approximately 1,540 acres of land within the Placer Vineyards Specific Plan Area. The Development Phase Owners propose to develop their properties in conformance with the land use designations shown for their properties on the Placer Vineyards Specific Plan Land Use Plan. These uses include Low, Medium, and High Density Residential, Commercial, Commercial Mixed Use, Public, Religious, School, Park, and Open Space land uses.

The following table summarizes the land use areas, unit counts, and gross square footages for commercial uses within the proposed Development Phase:

LAND USE	AREA (ACRES)	UNITS	GROSS AREA (SQ FT)
Low Density Residential (LDR)	316.5	1,106	
Medium Density Residential (MDR)	542.6	2,822	
High Density Residential (HDR)	76.8	1,035	
Commercial (COM)	25.0		272,250
Commercial Mixed Use (CMU)	23.0	303	141,134 ⁽¹⁾
Public (PUB)	37.5		
School - Elementary School (ES)	36.0		
School - Middle School (MS)	25.0		
Parks	53.0		
Open Space (OS)	251.4		
Religious (REL)	33.2		
Major Roads	115.3		
TOTAL	1,535.3	5,266	413,384

(1) Commercial Mixed Use Gross Area is comprised of 50% Retail area and 50% Office area.

The Placer Vineyards Specific Plan Land Use Plan is depicted in Figure 1-2. The boundaries of the Development Phase participant's properties are outlined on the Land Use Plan. Minor land use changes within Properties 3, 4B, 7, 12B, 15, and 19 have been approved through the Administrative Modification process as allowed by the Placer Vineyards Specific Plan. The modified areas are highlighted within the outlined properties.

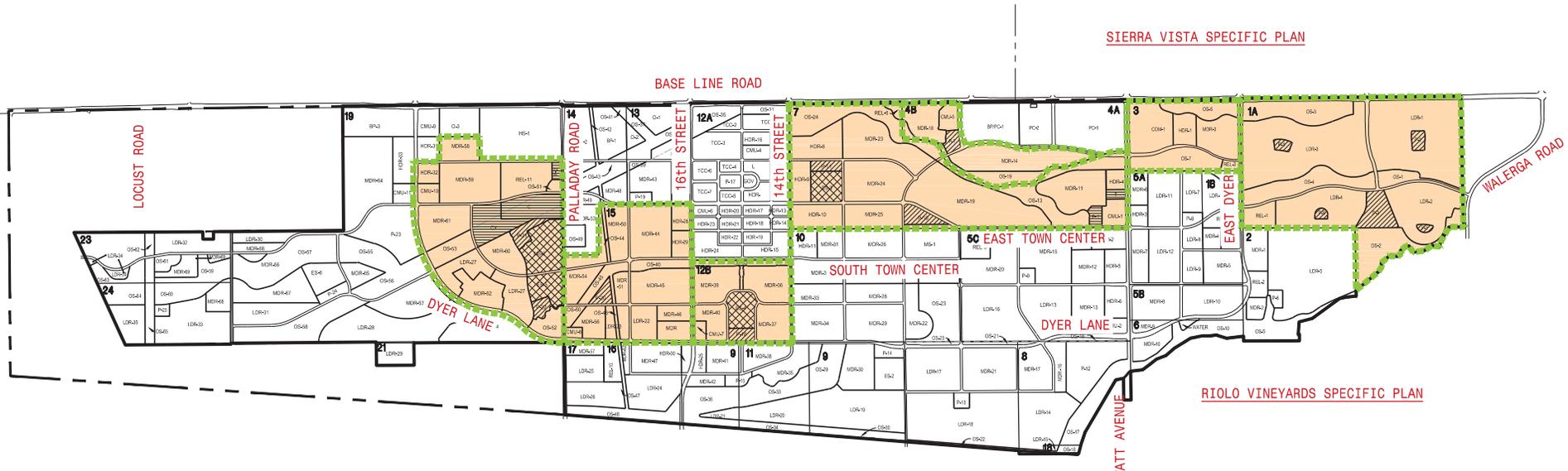
The Public land use parcels within the Development Phase include fire station sites on Properties 7 and 19, a transit center site on Property 7, a cemetery site on Property 19, and a corporation yard site on Property 19. There are elementary school sites on Properties 7, 12B, and 19, and a middle school on Property 19. Neighborhood park sites are located within Properties 1A, 4B, 7, 12B, 15, and 19.

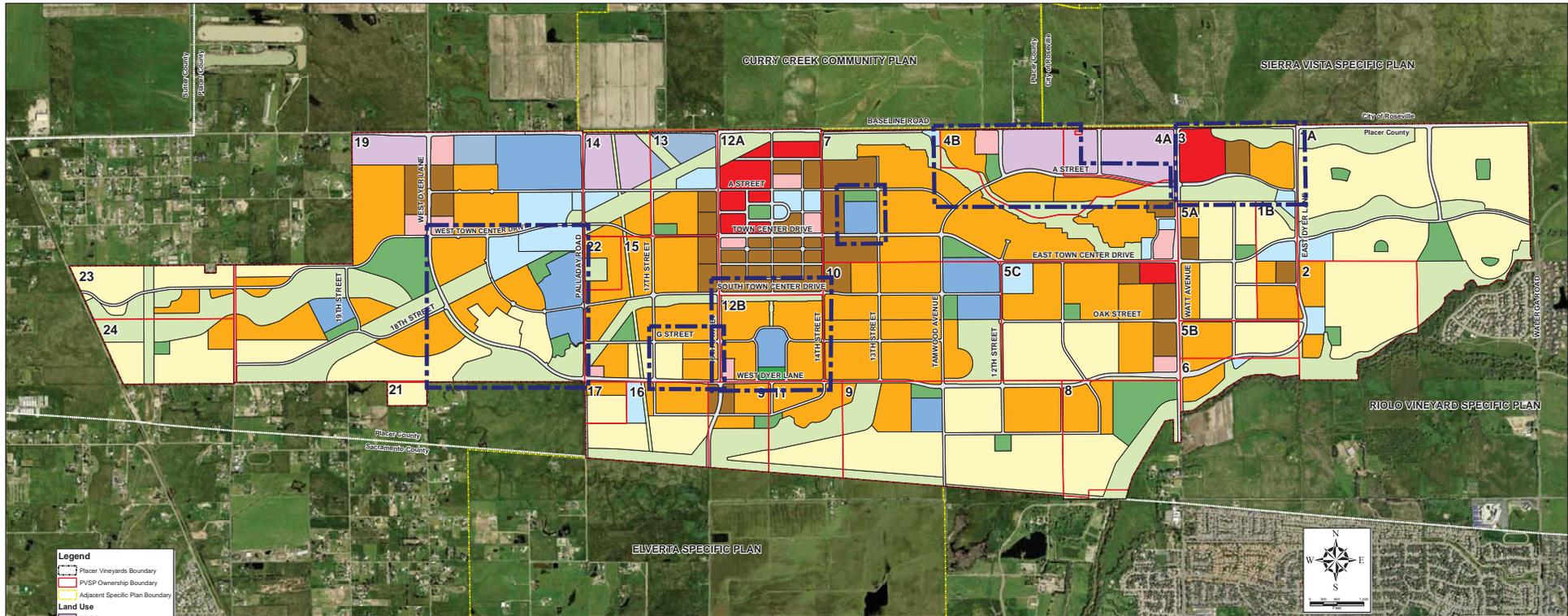
A detailed land use summary showing the proposed land uses by Property is shown on Table 1-1. Table 1-2 summarizes the proposed Dwelling Unit Equivalents (DUE), calculated on a roadway basis, within the Development Phase. The Dwelling Unit Equivalents, calculated on a potable water basis, are summarized in Table 1-3.

The Development Phase Area is proposed to be divided into three zones, the East Zone, comprised of Property 1A; the Northeast Zone, comprised of Property 3; and the Central Zone, comprised of Properties 7, 12B, 15, and portions of Properties 4B and 19. The proposed zones are depicted on Figure 1-3. A detailed land use summary showing the proposed land uses within each zone by Property is shown on Table 1-4.

The Development Phase will require the construction of roadway, potable water, sanitary sewer, open space corridor drainage and recycled water infrastructure, as well as park, bike path, and trail improvements. Construction of onsite improvements associated with the Public land use parcels within the Development Phase is not required.

The infrastructure necessary to serve the Development Phase, together with proposed construction triggers, is described in the following section. The infrastructure descriptions and construction triggers are intended to serve as references to identify final infrastructure requirements which will be defined in the conditions of approval for subsequent entitlement requests, such as Small Lot Tentative Subdivision Maps, by Development Phase Participants.





- Legend**
- Placer Vineyards Boundary
 - PVSP Ownership Boundary
 - Adjacent Specific Plan Boundary
- Land Use**
- BP-PC
 - CMU
 - COM
 - HDR
 - LDR
 - MDR
 - O (Office)
 - OS
 - PARK
 - POP - MISC
 - POP - SCHOOL
 - ROADWAY

LEGEND:

8 OWNERSHIP I.D. NUMBER

APPROVED ADMINISTRATIVE MODIFICATION AREAS



MACKEY & SOMPS
 ENGINEERS PLANNERS SURVEYORS
 1002 Eureka Road, Suite 100, Roseville, CA 95661 (916) 773-1189

Figure 1-2
 Placer Vineyards Specific Plan
 Development Phase - Phasing Plan
 Land Use Plan
 April 2017

PLACER VINEYARDS DEVELOPMENT PHASE - LAND USE SUMMARY

Property ID#	Property Owner	Gross Parcel Acreage	LDR 2-6 du/ac		MDR 4-8 du/ac.		HDR 7-21 du/ac.		COM.		CMU 18 du/acre						Pub	Rel	Schools			Parks	OS	Major Roads	Total Units		
			Acres	Units	Acres	Units	Acres	Units	Acres	Gross Sq Ft (GSF)	Acres	Gross Sq Ft (GSF)	Acres	Gross Sq Ft (GSF)	Acres	Gross Sq Ft (GSF)			Acres	Acres	ES Acres					MS Acres	HS Acres
1A	Placer 400 Investors, LLC	402.0	264.0	931														8.0				22.0	88.0	20.0	931		
3	Baseline & Watt, LLC	100.5			21.2	153	9.8	105	25.0	272,250								2.7					34.6	7.2	258		
4B	LDK-Arep III Placer Owner, LLC	85.3			53.4	225					6.0	4.20	88	0.90	20,582	0.90	20,582					3.5	15.3	7.1	313		
7	BHT II Northern Cal 1	357.0			180.5	912	49.5	698			6.5	4.55	82	0.98	19,112	0.98	19,112	4.5	1.5	12.0	2.5	10.0	62.0	28.0	1692		
12B	Placer 102, LLC	102.0			64.0	342					3.0	2.10	38	0.45	8,821	0.45	8,821			12.0		4.0	6.5	12.50	380		
15	Palladay Greens, LLC	202.0	21.0	70	124.0	639	12.0	150			3.0	2.10	38	0.45	8,821	0.45	8,821					3.5	23.0	15.5	897		
19	Baseline A&B Holding, LLC, Lennar Winncrest, LLC	286.5	31.5	105	99.5	551	5.5	82			4.5	3.15	57	0.68	13,231	0.68	13,231	33.0	21.0	12.0	22.5	10.0	22.0	25.0	795		
	Totals	1,535.3	316.5	1106	542.6	2,822	76.8	1,035	25.0	272,250	23.0	16.10	303	3.46	70,567	3.46	70,567	37.5	33.2	36.0	25.0	0.0	53.0	251.4	115.3	5,266	

Table 1-1
Placer Vineyards Specific Plan
Development Plan - Phasing Plan
Land Use Summary

April 2017



PLACER VINEYARDS DEVELOPMENT PHASE - ROADWAY DWELLING UNIT EQUIVALENT (DUE) SUMMARY

Property ID#	Property Owner	LDR 1.00 DUE / DU [1A = .27 due/du]			MDR 1.00 DUE / DU			HDR 0.614 DUE / DU			COM. 1.50 DUE / KSF 16.34 DUE / AC		CMU (2) 0.614 DUE / DU + 9.63 DUE / AC			PUB 1.775 DUE / KSF 23.20 DUE / AC		REL 0.382 DUE / KSF 4.99 DUE / AC		SCHOOL (ELEM / MIDDLE) 0.824 DUE / KSF 8.97 DUE / AC		Total Units	Total DUEs
		Acres	Units	DUEs	Acres	Units	DUEs	Acres	Units	DUEs	Acres	DUEs	Acres	Units	DUEs	Acres	DUEs	Acres	DUEs	Acres	DUEs	Units	DUEs
1A	Placer 400 Investors, LLC	264.0	931	251													8	40			931	291	
3	Baseline & Watt, LLC				21.2	153	153	9.8	105	64	25.0	409					2.7	13			258	639	
4B	LDK-AREP III Placer Owner, LLC				53.4	225	225						6.0	88	112						313	337	
7	BHT II Northern Cal 1				180.5	912	912	49.5	698	429			6.5	82	113	4.5	104	1.5	7	14.5	130	1,692	1,695
12B	Placer 102, LLC				64.0	342	342						3.0	38	52					12.0	108	380	502
15	Palladay Greens, LLC	21.0	70	70	124.0	639	639	12.0	150	92			3.0	38	52						897	853	
19	Baseline A&B Holding, LLC, Lennar Winncrest, LLC	31.5	105	105	99.5	551	551	5.5	82	50			4.5	57	78	33.0	766	21	105	34.5	309	795	1,964
	Totals	316.5	1,106	426	542.6	2,822	2,822	76.8	1,035	635	25.0	409	23.0	303	407	37.5	870	33.2	165	61.0	547	5,266	6,281

Table 1-2
Placer Vineyards Specific Plan
Development Phase - Phasing Plan
Roadway Dwelling Unit Equivalent (DUE) Summary

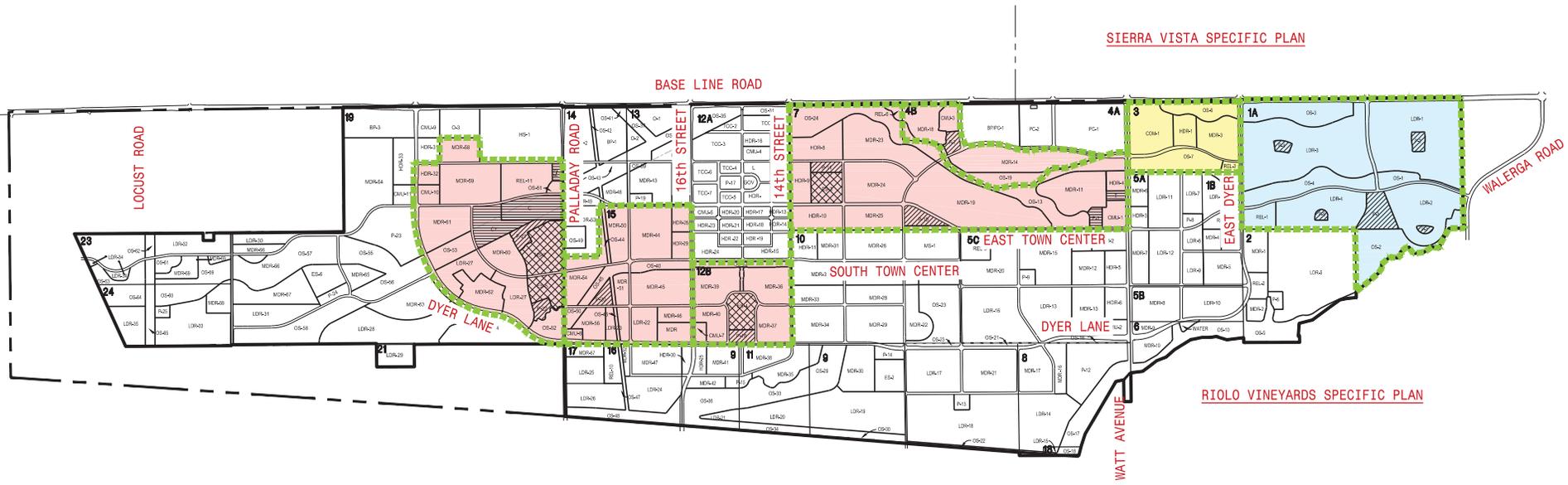
April 2017



PLACER VINEYARDS DEVELOPMENT PHASE - POTABLE WATER DWELLING UNIT EQUIVALENT (DUE) SUMMARY																	
Property ID#	Property Owner	LDR 1.00 due/du			MDR 0.85 due/du			HDR .52 due/du			COM. 3.87 due/ac.		CMU .52 due/du, 3.87 due/ac., 4.51 due/ac.			Total Units	Total DUEs
		Acres	Units	DUEs	Acres	Units	DUEs	Acres	Units	DUEs	Acres	DUEs	Acres	Units	DUEs	Units	Units
1A	Placer 400 Investors, LLC	264.0	931	931												931	931
3	Baseline & Watt, LLC				21.2	153	130	9.8	105	55	25.0	97				258	282
4B	LDK-AREP III Placer Owner, LLC				53.4	225	191						6.0	88	56	313	247
7	BHT II Northern Cal 1				180.5	912	775	49.5	698	363			6.5	82	51	1692	1189
12B	Placer 102, LLC				64.0	342	291						3.0	38	24	380	315
15	Palladay Greens, LLC	21.0	70	70	124.0	639	543	12.0	150	78			3.0	38	24	897	715
19	Baseline A&B Holding, LLC, Lennar Winncrest, LLC	31.5	105	105	99.5	551	468	5.5	82	43			4.5	57	36	795	652
	Totals	316.5	1,106	1,106	542.6	2,822	2,398	76.8	1,035	539	25.0	97	23.0	303	191	5,266	4,331

Table 1-3
Placer Vineyards Specific Plan
Development Phase - Phasing Plan
Potable Water Dwelling Unit Equivalent (DUE) Summary
April 2017





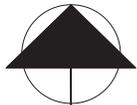
SIERRA VISTA SPECIFIC PLAN

BASE LINE ROAD

RIOLO VINEYARDS SPECIFIC PLAN

LEGEND:

- 8** OWNERSHIP I.D. NUMBER
- LDR-14 LAND USE PARCEL DESIGNATION
- DEVELOPMENT PHASE PARTICIPANTS OWNERSHIP BOUNDARIES
- EAST ZONE
- NORTHEAST ZONE
- CENTRAL ZONE
- PARK PARCEL
- SCHOOL PARCEL
- PUBLIC PARCEL



NORTH
SCALE 1" = 2400'

Mackay & Somps
ENGINEERS PLANNERS SURVEYORS
1552 Eureka Road, Suite 100, Roseville, CA 95661 (916) 773-1189

Figure 1-3
Placer Vineyards Specific Plan
Development Phase - Phasing Plan
Development Phase Zones
April 2017

PLACER VINEYARDS DEVELOPMENT PHASE - LAND USE SUMMARY BY ZONES

Zone	Property ID#	Property Owner	Gross Parcel Acreage	LDR 2-6 du/ac		MDR 4-8 du/ac.		HDR 7-21 du/ac.		COM.		CMU 18 du/acre				Pub	Rel	Schools			Parks	OS	Major Roads	Total Units			
				Acres	Units	Acres	Units	Acres	Units	Acres	Gross Sq Ft (GSF)	Acres	Residential	Retail	Office			ES Acres	MS Acres	HS Acres							
East Zone	1A	Placer 400 Investors, LLC	402.0	264.0	931											8.0				22.0	88.0	20.0	931				
Subtotal East Zone:			402.0	264.0	931											8.0				22.0	88.0	20.0	931				
Northeast Zone	3	Baseline & Watt, LLC	100.5			28.5	153	9.0	105	25.0	272,250					4.0					26.0	8.0	258				
Subtotal Northeast Zone:			100.5			28.5	153	9.0	105	25.0	272,250					4.0					26.0	8.0	258				
Central Zone	4B	LDK-Arep III Placer Owner, LLC	90.0			53.4	225					6.0	4.20	88	0.90	20,582	0.90	20,582			3.5	20.0	7.1	313			
	7	BHT II Northern Cal 1	357.0			180.5	912	49.5	698			6.5	4.55	82	0.98	19,112	0.98	19,112	4.5	1.5	12.0	2.5	10.0	62.0	28.0	1,692	
	12B	Placer 102, LLC	102.0			64.0	342					3.0	2.10	38	0.45	8,821	0.45	8,821			4.0	6.5	12.50	380			
	15	Palladay Greens, LLC	202.0	21.0	70	117.0	639	12.0	150			3.0	2.10	38	0.45	8,821	0.45	8,821	7.0		3.5	23.0	15.5	897			
	19	Baseline A&B Holding, LLC, Lennar Winncrest, LLC	286.5	31.5	105	99.5	551	5.5	82			4.5	3.15	57	0.68	13,231	0.68	13,231	33.0	21.0	12.0	22.5	10.0	22.0	25.0	795	
Subtotal Central Zone:			1037.5	52.5	175	514.4	2,669	67.0	930			23.0	16.10	303.0	3.46	70,567	3.46	70,567	37.5	29.5	36.0	25.0	31.0	133.5	88.1	4,077	
Totals			1540.0	316.5	1,106	542.9	2,822	76.0	1,035	25.0	272,250	23.0	16.10	303.0	3.46	70,567	3.46	70,567	37.5	41.5	36.0	25.0	0.0	53.0	247.5	116.1	5,266

Table 1-4
Placer Vineyards Specific Plan
Development Phase - Phasing Plan
Land Use Summary By Zones

April 2017

