

Before the Board of Supervisors  
County of Placer, State of California

In the matter of: AN ORDINANCE ADOPTING  
THE FIRST AMENDMENT TO AMENDED AND RESTATED  
DEVELOPMENT AGREEMENTS FOR CERTAIN  
PROPERTIES WITHIN THE  
PLACER VINEYARDS SPECIFIC PLAN

Ord. No. 5686-B

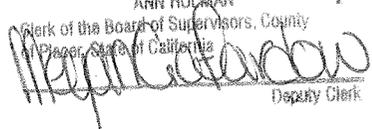
The following ordinance was duly passed by the Board of Supervisors  
of the County of Placer at a regular meeting held on September 11, 2012,  
by the following vote:

Ayes: DURAN, WEYGANDT, HOLMES, UHLER, MONTGOMERY

Noes: NONE

Absent: NONE

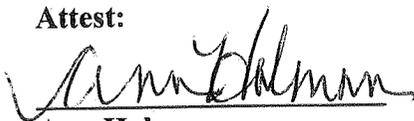
THE FOREGOING INSTRUMENT IS A CORRECT  
COPY OF THE ORIGINAL ON FILE IN THIS OFFICE  
ATTEST

ANN HOLMAN  
Clerk of the Board of Supervisors, County  
Placer, State of California  
  
Deputy Clerk

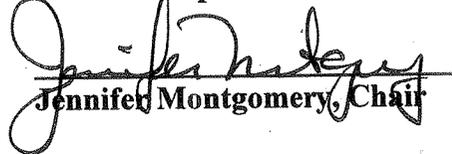
Signed and approved by me after its passage.

Signed and approved by me after its passage.

Attest:

  
Ann Holman  
Clerk of said Board

Board of Supervisors

  
Jennifer Montgomery, Chair

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THE BOARD OF SUPERVISORS OF THE COUNTY OF PLACER HEREBY FINDS THE  
FOLLOWING RECITALS ARE TRUE AND CORRECT:

1. On July 16, 2007, the Placer County Board of Supervisors ("Board") approved the Placer Vineyards Specific Plan ("Specific Plan") and, pursuant to adoption of Ordinance 5477-B, the County entered into twenty-one (21) separate development agreements (individually a "Development Agreement" and collectively the "Development Agreements") with certain of the landowners owning property within the boundaries of the Specific Plan.
2. On February 14, 2012, the Placer County Board of Supervisors ("Board") pursuant to adoption of Ordinance 5665-B, the County entered into twenty-two (22) separate Amended and Restated Development Agreements (individually a "Development Agreement" and collectively the "Development Agreements") with certain of the landowners owning property within the boundaries of the Specific Plan.

cc. Paul Thompson  
Kelly Berger  
Kathy Thompson  
George Pasqua

3. On June 28, 2012, the Placer County Planning Commission ("Planning Commission") held public hearings pursuant to Section 17.58.240(A) of the Placer County Code to consider a First Amendment to the twenty-two (22) separate Amended and Restated Development Agreements with certain of the landowners owning property within the boundaries of the Specific Plan, and the Planning Commission has made written recommendations to the Board.
4. On September 11, 2012, the Board of Supervisors held a noticed public hearing pursuant to Section 17.58.240(B) of the Placer County Code to consider the recommendations of the Planning Commission, and to receive public input regarding the approval of the First Amendment to Amended and Restated Development Agreements and this ordinance.
5. Having considered the recommendations of the Planning Commission, having reviewed each of the First Amendment to Amended and Restated Development Agreements, having received and considered the written and oral comments submitted by the public thereon, and having determined that the approval of the First Amendment to Amended and Restated Development Agreements is exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Section 15061(b)(3) and Section 18.08.020D. General Rule of the Placer County Environmental Review Ordinance, the Board finds for each First Amendment to Amended and Restated Development Agreement:
  - a. The First Amendment to Amended and Restated Development Agreement is consistent with the objectives, policies, general land uses and programs specified in the Placer County General Plan;
  - b. The First Amendment to Amended and Restated Development Agreement is compatible with the uses authorized in, and the regulations proscribed for, the land use district in which the real property subject to the particular First Amendment to Amended and Restated Development Agreement is located;
  - c. The First Amendment to Amended and Restated Development Agreement is in conformity with public convenience, general welfare and good land use practice;
  - d. The First Amendment to Amended and Restated Development Agreement will not be detrimental to the health, safety and general welfare of persons residing in Placer County;
  - e. The First Amendment to Amended and Restated Development Agreement will not adversely affect the orderly development of property or the preservation of property values.
6. Notice of all hearings required by Section 17.58.240 of the Placer County Code and Section 65867 of the Government Code have been given and all hearings have been held as required by statute and ordinance to adopt this ordinance and approve each of the First Amendment to Amended and Restated Development Agreements.

**NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF SUPERVISORS OF THE COUNTY OF PLACER:**

**Section 1:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Placer 400 Investors, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 1 and incorporated herein by reference, is hereby approved. (Property 1A)

**Section 2:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Hodel Family Enterprises, LP, a California limited partnership, a true and correct copy of which is attached hereto as Exhibit 2 and incorporated herein by reference, is hereby approved. (Property 1B)

**Section 3:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and John L. Mourier III, as Trustee of the Mourier Family Revocable Lifetime Trust, UTA dated April 13, 1989, a true and correct copy of which is attached hereto as Exhibit 3 and incorporated herein by reference, is hereby approved. (Property 2)

**Section 4:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Baseline & Watt, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 4 and incorporated herein by reference, is hereby approved. (Property 3)

**Section 5:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and B and W 60, LP, a California limited partnership, a true and correct copy of which is attached hereto as Exhibit 5 and incorporated herein by reference, is hereby approved. (Property 4A)

**Section 6:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Placer 536, a California limited partnership, a true and correct copy of which is attached hereto as Exhibit 6 and incorporated herein by reference, is hereby approved. (Property 4B)

**Section 7:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Frances E. Shadwick; Ellen G. O'Looney as Trustee of the John P. O'Looney and Ellen G. O'Looney 1991 Living Trust, dated October 9, 1991; John P. O'Looney as Trustee of the John P. O'Looney and Ellen G. O'Looney 1991 Living Trust, dated October 9, 1991; and Susan K. Pilarsky; a true and correct copy of which is attached hereto as Exhibit 7 and incorporated herein by reference, is hereby approved. (Property 6)

**Section 8:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and BHT II Northern Cal 1, LLC, a Delaware limited liability company, a true and correct copy of which is attached hereto as Exhibit 8 and incorporated herein by reference, is hereby approved. (Property 7)

**Section 9:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Spinelli Investments, LLC, a California limited liability company, and Millspin

Investments, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 9 and incorporated herein by reference, is hereby approved. (Property 8)

**Section 10:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Placer 1 Owners' Receivership, a true and correct copy of which is attached hereto as Exhibit 10 and incorporated herein by reference, is hereby approved. (Property 9)

**Section 11:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Frank Stathos, a true and correct copy of which is attached hereto as Exhibit 11 and incorporated herein by reference, is hereby approved. (Property 10)

**Section 12:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and P.G.G. Properties, a General Partnership, a true and correct copy of which is attached hereto as Exhibit 12 and incorporated herein by reference, is hereby approved. (Property 11)

**Section 13:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and IL Centro, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 13 and incorporated herein by reference, is hereby approved. (Property 12A)

**Section 14:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and PLACER 102, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 14 and incorporated herein by reference, is hereby approved. (Property 12B)

**Section 15:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and DF Properties, a California corporation, a true and correct copy of which is attached hereto as Exhibit 15 and incorporated herein by reference, is hereby approved. (Property 14)

**Section 16:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Palladay Greens, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 16 and incorporated herein by reference, is hereby approved. (Property 15)

**Section 17:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Placer Vineyards Development Group, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 17 and incorporated herein by reference, is hereby approved. (Property 16)

**Section 18:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and J. A. Sioukas Family Partners, LP, a California limited partnership, a true and correct copy of which is attached hereto as Exhibit 18 and incorporated herein by reference, is hereby approved. (Property 17)

**Section 19:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Lennar Winncrest, LLC, a California limited liability company, and Baseline

A&B Holding, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 19 and incorporated herein by reference, is hereby approved. (Property 19)

**Section 20:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and John Petros Pandeleon, Nicholas Pandeleon and Contilo K. Pandeleon, a true and correct copy of which is attached hereto as Exhibit 20 and incorporated herein by reference, is hereby approved. (Property 21)

**Section 21:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and PMF5C, LLC, a California limited liability company, a true and correct copy of which is attached hereto as Exhibit 21 and incorporated herein by reference, is hereby approved. (Property 23)

**Section 22:** The First Amendment to Amended and Restated Development Agreement by and between the County of Placer and Nicolas Pandeleon and Contilo K. Pandeleon, as Trustees of the Pandeleon Family Trust dated May 18, 1999; Nick J. Pantis, as Trustee of the Nick J. Pantis Revocable Trust dated July 1, 2003; Nick Galaxidas; Constantino Galaxidas and Stelene D. Galaxidas, as Trustees of the Galaxidas Family Trust dated May 21, 2007; and Anna Galaxidas, as Trustee of the Anna Galaxidas Living Trust, UTA dated July 5, 2007, a true and correct copy of which is attached hereto as Exhibit 22 and incorporated herein by reference, is hereby approved. (Property 24)

**Section 23:** The Chair of the Board of Supervisors is hereby authorized to execute one (1) original and one (1) copy of each of the First Amendment to Amended and Restated Development Agreements on behalf of the County.

**Section 24:** The Planning Director is directed to record each of the First Amendment to Amended and Restated Development Agreements at each landowner's cost within ten (10) days in accordance with Section 17.58.240(D) of the Placer County Code.

**Section 25:** This ordinance shall take effect and be in full force and effect thirty (30) days after its passage. The Clerk is directed to publish a summary of this ordinance within fifteen (15) days in accordance with Government Code Section 25124.

**Placeholder for copies of executed DA's from 22 property owners.**