

GUENOC VALLEY RESORT

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ARTIST'S RENDERING OF FARMSTEAD
07/01/2025

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PROJECT BACKGROUND AND OVERVIEW

Located on the southeastern border of Lake County California, the Guenoc Ranch remains one of the largest privately owned properties in the state. Consisting of approximately 16,000 acres of land, the property first came to public attention at the turn of the nineteenth century when a portion of the ranch was owned by the famed British actress, Lillie Langtry, who bred racehorses and grew grapes in the idyllic country retreat.

The ranch in its current configuration was acquired in 1963 by the Magoon family of Hawaii (reputedly purchased with proceeds from the sale of a prominent corner of downtown Waikiki). The Magoon family re-established vineyards on the property and developed the property’s reservoirs, as well as grazing cattle on the rolling hills and pastures of the ranch.

In 2015 portions of the ranch were burned in the Valley Fire, and the property as a whole (excluding the Langtry winery and historic Langtry farmhouse) was sold to its current ownership in 2016. At the time of the acquisition, the property had been farmed for more than a century, with 964 acres of vineyards currently planted pursuant to a long-term lease with Langtry Farms, the property’s former owner.

Now the current ownership, under the management of Lotusland Investment Holdings, Inc., has turned its attention to transforming the property into a twenty-first century rural idyll, combining state-of-the-art hospitality and recreational facilities with the timeless beauty of the land. The property, which will be known as the Guenoc Valley Resort at Guenoc Valley, is envisioned as an unparalleled destination luxury resort featuring boutique hotels, world-renowned architecture, boutiques with local artisan products, diversified agricultural production, and a master planned residential community. The project includes outdoor recreational pursuits and resort amenities such as a wellness center and spa, golf course, equestrian facilities, polo grounds and sports club. The development will echo the native stewardship, historic retreat facilities, and longstanding agricultural traditions of the area, updated for the most discerning of modern visitors and residents.

Inspired by the landscape and heritage of this extraordinary piece of land, the proposed development incorporates low-impact sustainable development and smart-growth techniques with a view to preserving the legacy and identity of the ranch for future generations. The development plan was the result of countless hours spent on the land, observing the natural drainage courses, vegetation, and topography.



PROJECT BACKGROUND AND OVERVIEW

In addition to the boutique hotels and recreational facilities, the project will include different types of residential units to reflect the anticipated use of the land. Affiliated with and adjacent to each of the hotels will be a number of “resort residential” units, which will be sold to third parties but will be available for rental on a regular basis through the hotel program. When rented to guests, these units will be treated as hotel units and will generate transient occupancy taxes. More traditional residential units will consist of “residential villas” on individual parcels of land, as well as larger “residential estates” on large individual parcels. Owners of both the residential villas and residential estates will be able to enter these properties into the hotel rental program, although it is not anticipated that this will occur with as great a frequency.

The project proposes boutique, luxury hotels, each of which provides a nucleus for surrounding residential and recreational uses. The hotels will incorporate 400 hotel rooms (or “keys”), and each hotel will have, reception, parking, food and beverage facilities, recreational and wellness facilities and other traditional resort amenities. In addition to the hotels, the project envisions up to 450 units of “Resort Residential” villas, which will be independently owned but available to be put into the hotel program for short-term occupancy. The project envisions a degree of flexibility between the hotel keys and the resort residential villas, such that the allocations could be transferred from one to the other.

In addition to these hospitality related uses, the project will incorporate up to 1,400 units of residential estates, which will be single-family residences on larger parcels of land. These estate homes will also be allowed to be put into the hotel program for short-term occupancy, although the project developers believe such use will be less frequent as the primary use will be single-family occupancy. A number of recreational and commercial uses are also incorporated into the project, with a farmstead (and related retail uses), an equestrian center, a wilderness camp, a standalone spa and wellness center, and other sports facilities.

The proposal will maintain a large portion of open space, with an integrative animal husbandry plan for fire prevention and for the provision of the project’s farmstead. The development plan incorporates the use of renewable energy, on-site food production, and water reuse, all with a view to the long-term sustainability of the project. And taking recent fire events into account, the project includes the highest standards of fire-safe building methods and intentional native fire-resistant landscaping. In all regards, the Guenoc Valley Resort holds firm expectations of excellence in the planning, construction and ongoing operation of the project, which is expected to become an archetype for future resort development.

From a planning perspective, the project adheres to the framework of the existing Lake County land use policies and goals, including those of the Middletown Area Plan. Over the past eighteen months, the development and ownership team met with local residents, County officials, emergency responders, biologists and archaeologists and incorporated their insights and experience into the current proposal.

As a result, the proposal conforms to the applicable policies and goals of the Lake County General Plan and the Middletown Area Plan. As directed and authorized by the Area Plan, the Guenoc Ranch will be rezoned to allow for planned development. The project proposes a new mixed use zoning designation to incorporate the residential, agricultural and commercial development features anticipated by the Area Plan with project density updated to reflect the larger land-holdings and number of residential units. The new zoning designation, called Guenoc Valley District or “GVD”, includes development standards that are substantially consistent with the County’s current PDR (Planned Development Residential) and PDC (Planned Development Commercial) zoning designations.



PROJECT BACKGROUND AND OVERVIEW

The General Plan amendment, Area Plan special study zone map amendment, proposed GVD zoning district, and project entitlements will be the subject of both a program level and project level Environmental Impact Report (“EIR”), to be administered under the direction of the County of Lake. The project level EIR will address the first phase of the Guenoc Valley Resort and will generally follow the existing County protocol for a Specific Plan of Development.

The enclosed submittal includes the request for a General Plan Amendment, Area Plan map amendment, and GVD zoning district adoption. Further detailed information on the first phase of the Guenoc Valley Resort, including the development agreement, specific plan of development, subdivision tentative map, design guidelines and detailed development standards will be submitted later under separate cover.

The Guenoc Valley Resort recapitulates the agricultural and recreational heritage of the Guenoc Ranch and translates it into a contemporary context, combining sensitivity to the natural environment with the amenities and accessories of a luxury lifestyle retreat. The size, scale and distinction of the project are expected to have a significant beneficial impact on the local community. In addition to the enhanced workforce and increased property tax revenues associated with project construction, the resort’s preliminary projections prepared by economic consultants anticipate that the first phase of the project when built will generate approximately \$1.5 million for the county of Lake in 2020. Over the course of Phase I, we estimate that the Transient Occupancy Tax (TOT) will grow to approximately over \$6 million per year when the hotel and resort residential rental program is fully operational.

The Guenoc Ranch ownership hopes that this revenue, together with the generalized benefits associated with the local development of a preeminent resort community, will have a long-term positive impact on the local community, of which they are honored to be members. Together with their development team, the property ownership greatly appreciates the opportunity to present this proposal to the County of Lake.



THE LOCATION

The pristine location allows the resort community to offer a unique luxury experience with farm to table dining, high-end amenities, and outdoor recreational activities.

The proposed Guenoc Valley Resort is located in southeastern Lake County approximately three miles southeast of Middletown via Butts Canyon Rd. To the south and east are the borders of Napa and Yolo Counties. To the northwest, the Hidden Valley Lake community is nestled in the hills a mile above the proposed site, and to the southeast lies the Berryessa Estates community in Napa County.

The proposed project consists of 82 parcels totaling approximately 16,000 acres, which straddle Butts Canyon Road. The property can be recognized by the distinctive white fences that border Butts Canyon Road.



LOCATION MAP

DISTANCES TO KEY DESTINATIONS

CLEARLAKE	25 MILES
SANTA ROSA	40 MILES
HEALDSBURG	45 MILES
VACAVILLE	60 MILES
CONCORD	75 MILES
SACRAMENTO	85 MILES
SAN FRANCISCO	95 MILES

LEGEND

- SITE
- WATER BODIES



EXISTING LAND USE & SITE CONDITIONS

The project site is located in the inner Coast Range of Northern California and consists of a series of valleys, ridges, plateaus, and isolated knob hills. The valley floors are fairly level, while the surrounding ridge and hill slopes are moderately steep. The 16,000-acre project site is entirely in Lake County.

Guenoc Valley, a small inland valley, is comprised of an alluvial fan isolated from surrounding areas by rocky ridges and volcanic rock. Ground elevations vary from 625-1,950 feet above sea level. Guenoc Valley averages 35 inches of rain per year compared to Middletown which receives approximately 45 inches per year. Guenoc Valley also experiences slightly greater seasonal temperature extremes, and fog is generally less severe than in Middletown and neighboring valleys.

The property contains approximately 964 acres of planted vineyard. This vineyard is not part of the current proposal, and the majority of the vineyard acreage is currently leased to the former owner of the property. In addition to the vineyards, the site is composed of various reservoirs and creeks.

The project overlays three groundwater basins: The Coyote Valley, the Collayomi Valley and the Clear Lake Volcanics groundwater source areas. A number of intermittent streams run through the property. One perennial stream, Putah Creek, crosses the northeastern portion of the property. Bucksnort Creek enters the project area near the southwest corner of the property and flows through the property in a southeast to northwest direction before discharging to Putah Creek.

These geographical features distinguish the as the area known as the Guenoc Valley American Viticultural Area (AVA). The wine appellation is defined by the rocky ridge surrounding it and is entirely contained within the boundaries of Lake County. The vineyards sit generally at 1,000 feet elevation. This application does not include any changes to the existing vineyards or any additional vineyards as they are under a separate permit.

The site is characterized by unique microclimates such as rolling hills, oak woodlands, vineyards, grazing, open space and meadows. It is comprised of prime agricultural land within some valleys, as well as areas of moderate to high slope and other areas of gentle terrain. The site surrounds the Langtry winery (under separate ownership) and contains several residences and agricultural structures.

The site is accessed by an existing loop road via Guenoc Road, which intersects Butts Canyon Road near Detert Lake. The Project will continue to utilize the existing loop road and proposes additional intersections off Butts Canyon Road. The property includes seven reservoirs including the Langtry, Detert, McCreary, Upper Bohn and Lower Bohn Reservoirs. These reservoirs provide approximately 9,675 acre-feet of storage. Stored and diverted water can be used for irrigation and frost protection. Under the existing Water Rights permit the project area includes POU lands that can be irrigated with appropriated water from the reservoirs. The two largest reservoirs are Upper Bohn and Detert Reservoir. Other large bodies of water include the following reservoirs: McCreary Lake, Langtry Lake, Lake Bordeaux, Lake Burgundy and Napa Basin Reservoir. The project site is with the Upper Putah Creek watershed above Lake Berryessa and the majority of the project area is within the Bucksnort Creek drainage, which is a major tributary to Putah Creek. The vineyards, however, are interspersed throughout the project area.

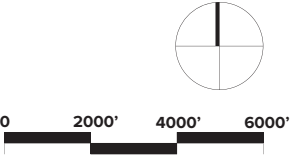
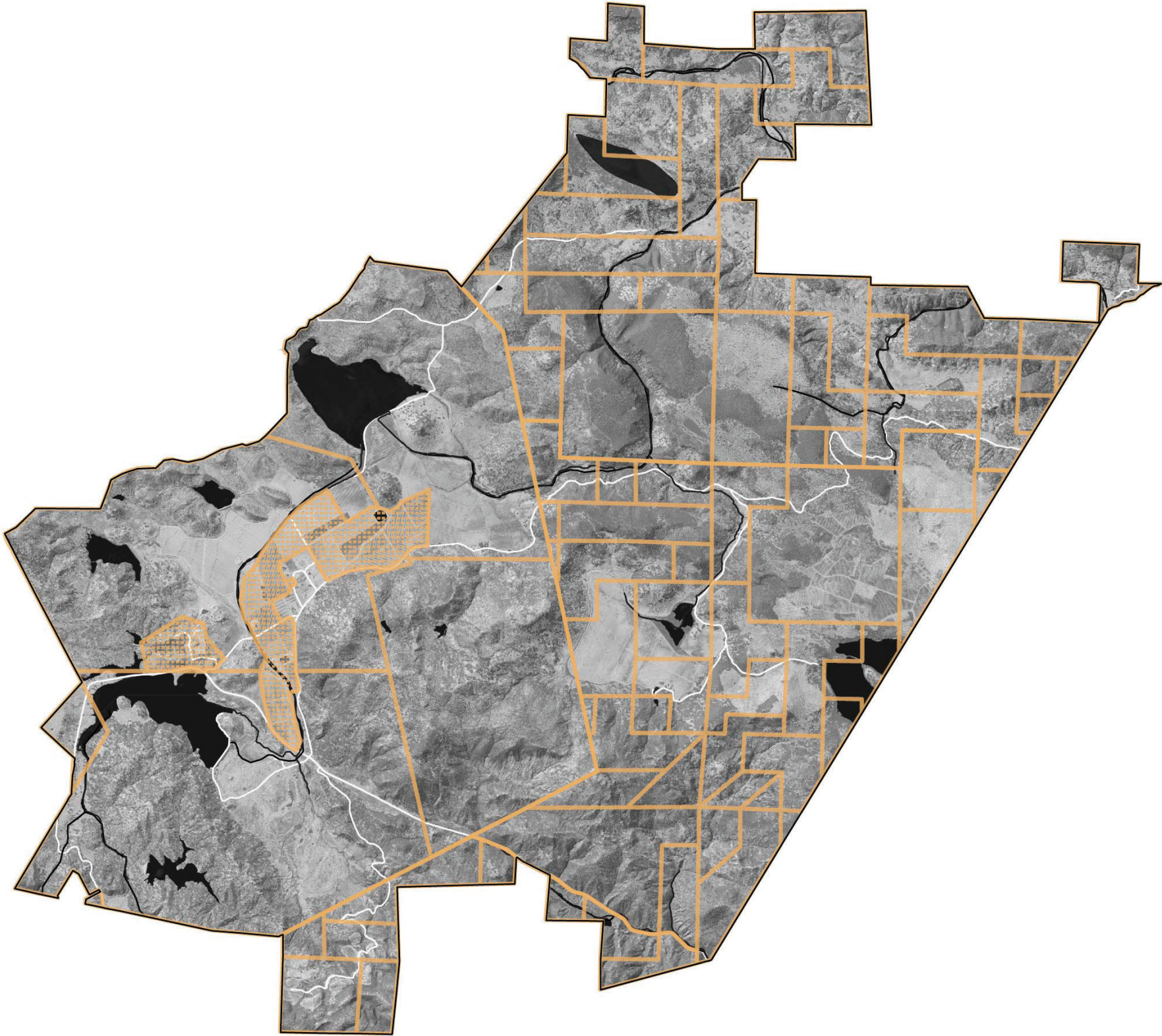


PROJECT EXTENT & PARCELS

LEGEND

PROJECT AREA PARCEL

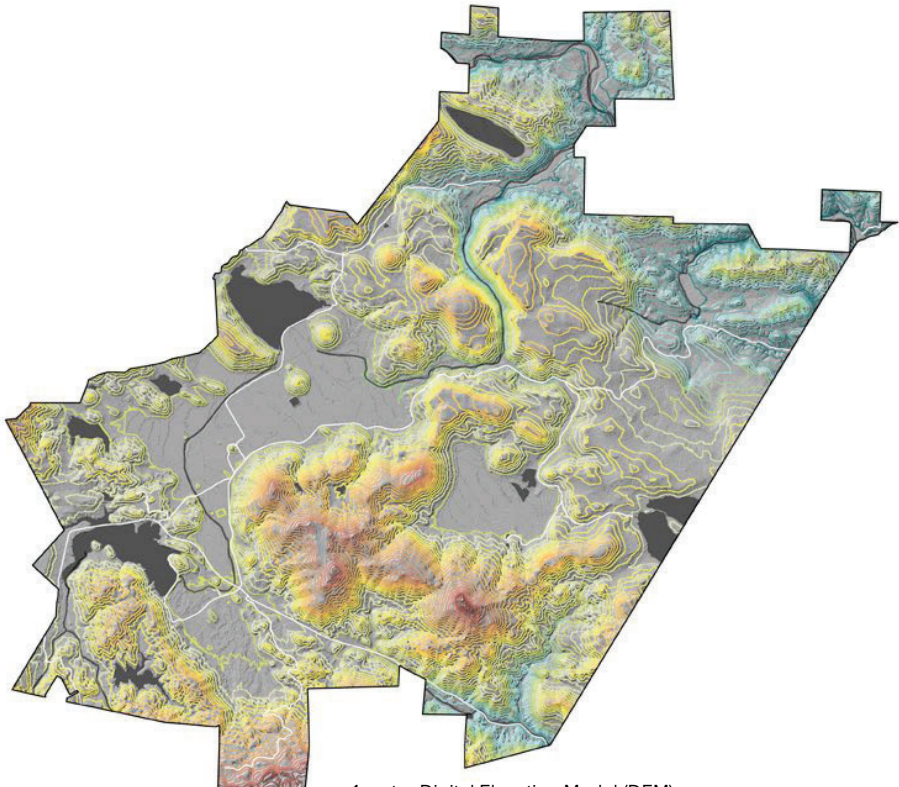
NOT IN PROJECT AREA



SITE CONTEXT

CONTOUR

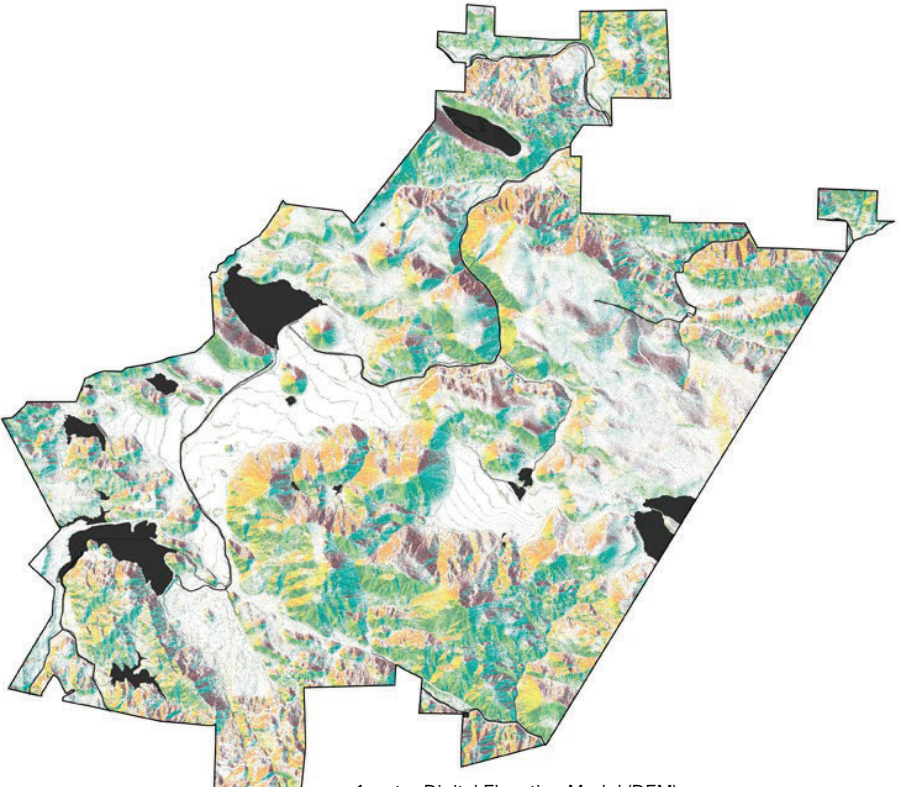
- 600 - 640 FT
- 641 - 720 FT
- 721 - 800 FT
- 801 - 880 FT
- 881 - 960 FT
- 961 - 1040 FT
- 1041 - 1120 FT
- 1121 - 1240 FT
- 1241 - 1320 FT
- 1321 - 1400 FT
- 1401 - 1480 FT
- 1481 - 1560 FT
- 1561 - 1640 FT
- 1641 - 1720 FT
- 1721 - 1800 FT
- 1801 - 1920 FT



1 meter Digital Elevation Model (DEM),
U.S. Geological Survey, 2018

ASPECT

- FLAT
- NORTH
- NORTHEAST
- EAST
- SOUTHEAST
- SOUTH
- SOUTHWEST
- WEST
- NORTHWEST



1 meter Digital Elevation Model (DEM),
U.S. Geological Survey, 2018

SLOPE

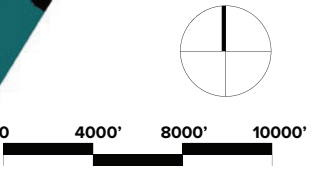
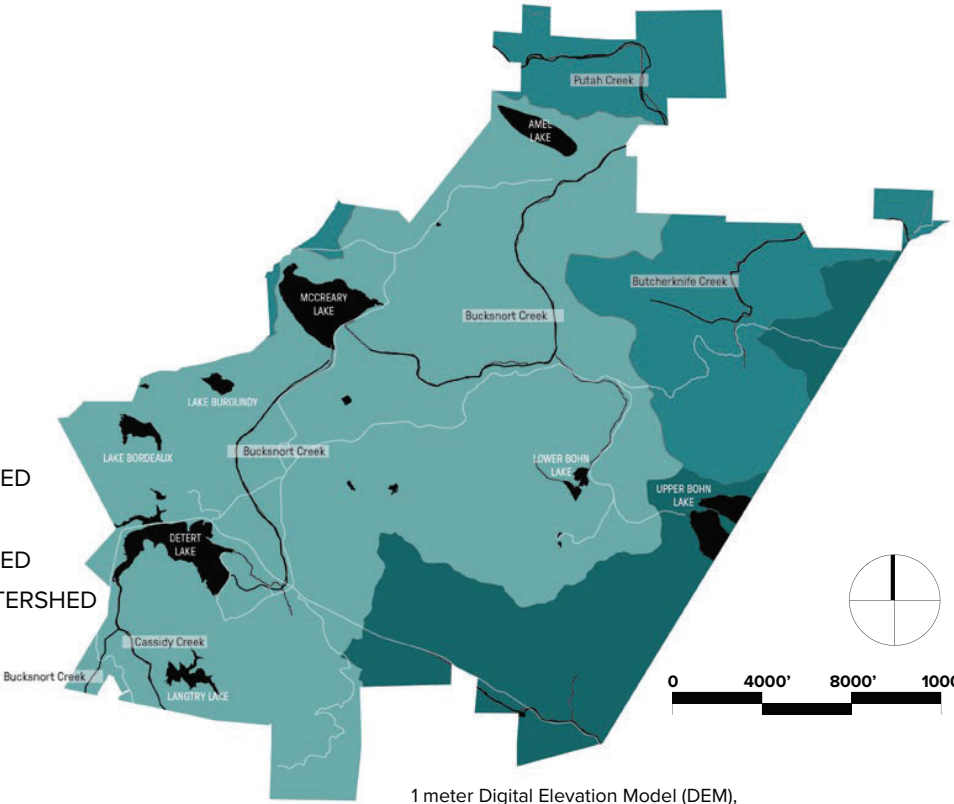
- 0 - 5%
- 5 - 10%
- 10 - 20%
- 20 - 30%
- 30 - 50%
- 50%+



1 meter Digital Elevation Model (DEM),
U.S. Geological Survey, 2018

HYDROLOGY

- BUTTS CREEK - PUTAH CREEK WATERSHED
- CRAZY CREEK - PUTAH CREEK WATERSHED
- BUCKSNORT CREEK WATERSHED

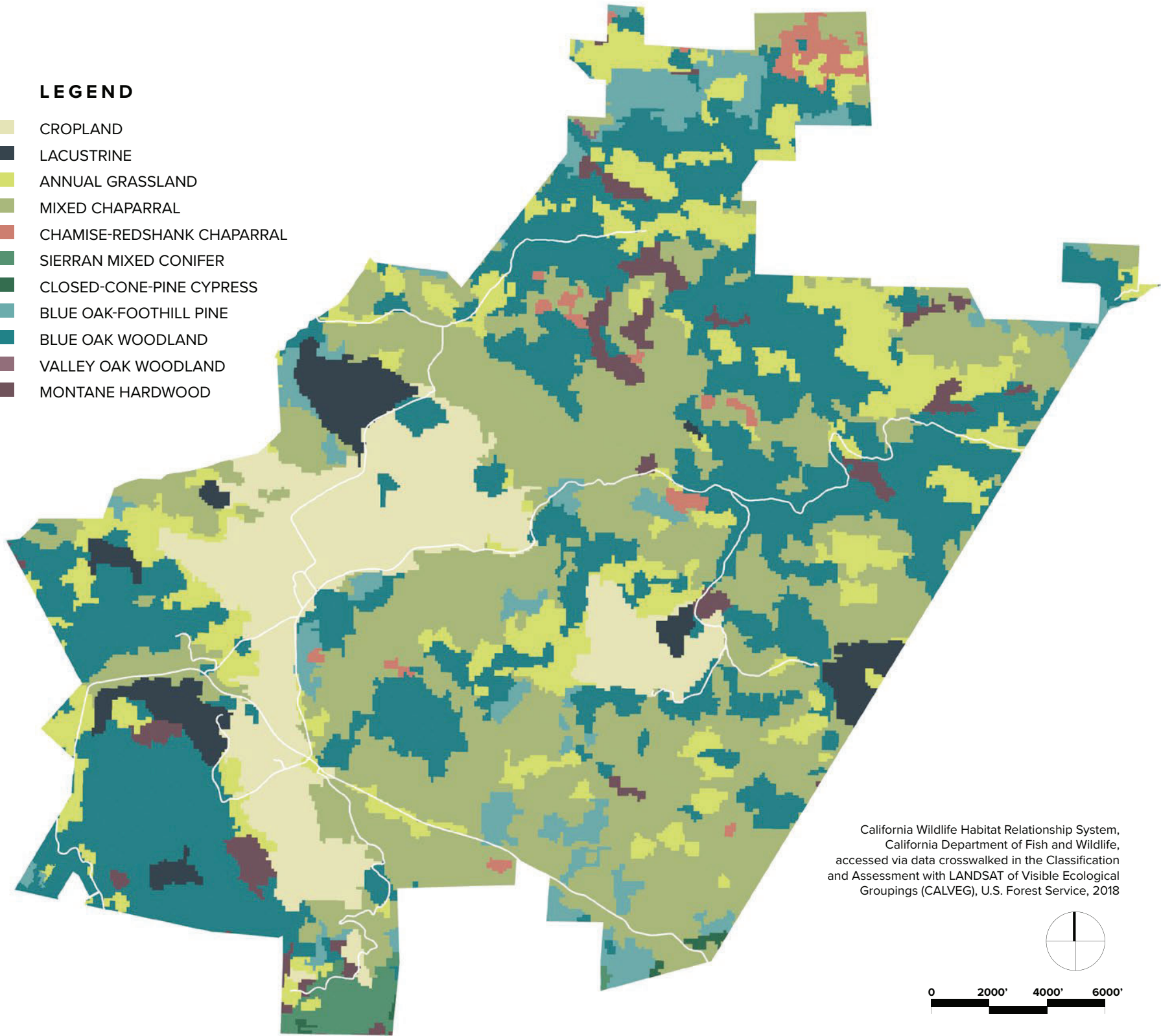


1 meter Digital Elevation Model (DEM),
U.S. Geological Survey, 2018

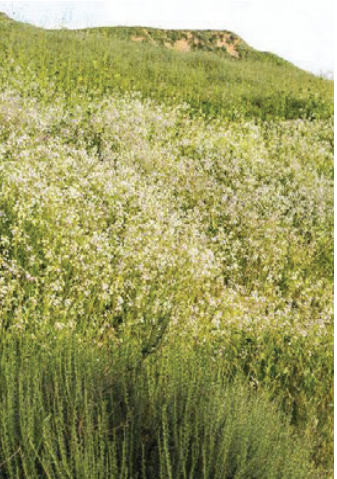
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LAND COVER

- LEGEND**
- CROPLAND
 - LACUSTRINE
 - ANNUAL GRASSLAND
 - MIXED CHAPARRAL
 - CHAMISE-REDSHANK CHAPARRAL
 - SIERRAN MIXED CONIFER
 - CLOSED-CONE-PINE CYPRESS
 - BLUE OAK-FOOTHILL PINE
 - BLUE OAK WOODLAND
 - VALLEY OAK WOODLAND
 - MONTANE HARDWOOD



LACUSTRINE



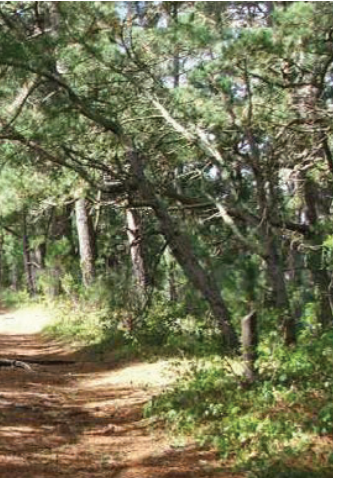
ANNUAL GRASSLAND



CHAPARRAL



SIERRAN MIXED CONIFER



CLOSED-CONE-PINE CYPRESS



BLUE OAK-FOOTHILL PINE



BLUE OAK WOODLAND

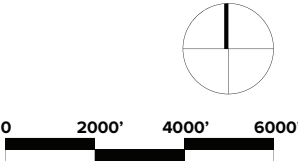


VALLEY OAK WOODLAND



MONTANE HARDWOOD

California Wildlife Habitat Relationship System,
California Department of Fish and Wildlife,
accessed via data crosswalked in the Classification
and Assessment with LANDSAT of Visible Ecological
Groupings (CALVEG), U.S. Forest Service, 2018



CULTURAL HERITAGE

At the time of European settlement, the project area was included in the territory controlled by the Lake Miwok, and to a much lesser extent the Patwin. The Lake Miwok controlled the western and middle portions of the Guenoc Ranch, while the Patwin controlled the eastern part of the ranch. The boundary between these two groups is unclear. Both groups were hunter-gatherers who lived in rich environments that allowed for dense populations with complex social structures. They settled in large, permanent villages with seasonal camps and sites. Primary village sites were occupied continually throughout the year and other sites were visited during certain seasons.

SITE HISTORY

The property comprises the Guenoc land grant, one of three Mexican land grants in Lake County. The land has been used for grazing and agriculture since that time. In 1854, the first wine grapes were planted in Guenoc Valley. In 1888 world-famous British actress Lillie Langtry purchased the property. She then transformed the property into a farmstead retreat complete with an equestrian center and winery. In 1981, the property was purchased by the Magoon family. In 2016, various entities represented by Lotusland Investment Holdings, Inc. purchased the property, exclusive of the parcels containing the Langtry Winery and the farmhouse that once belonged to Lillie Langtry.



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CURRENT ZONING CLASSIFICATIONS

The Middletown Area Plan gives expression to the County’s General Plan by outlining a mixed use planned development for the Special Study Area. The County currently has three zoning district that allow for mixed-use development: Commercial Resort, Planned Development Residential, and Planned Development Commercial.

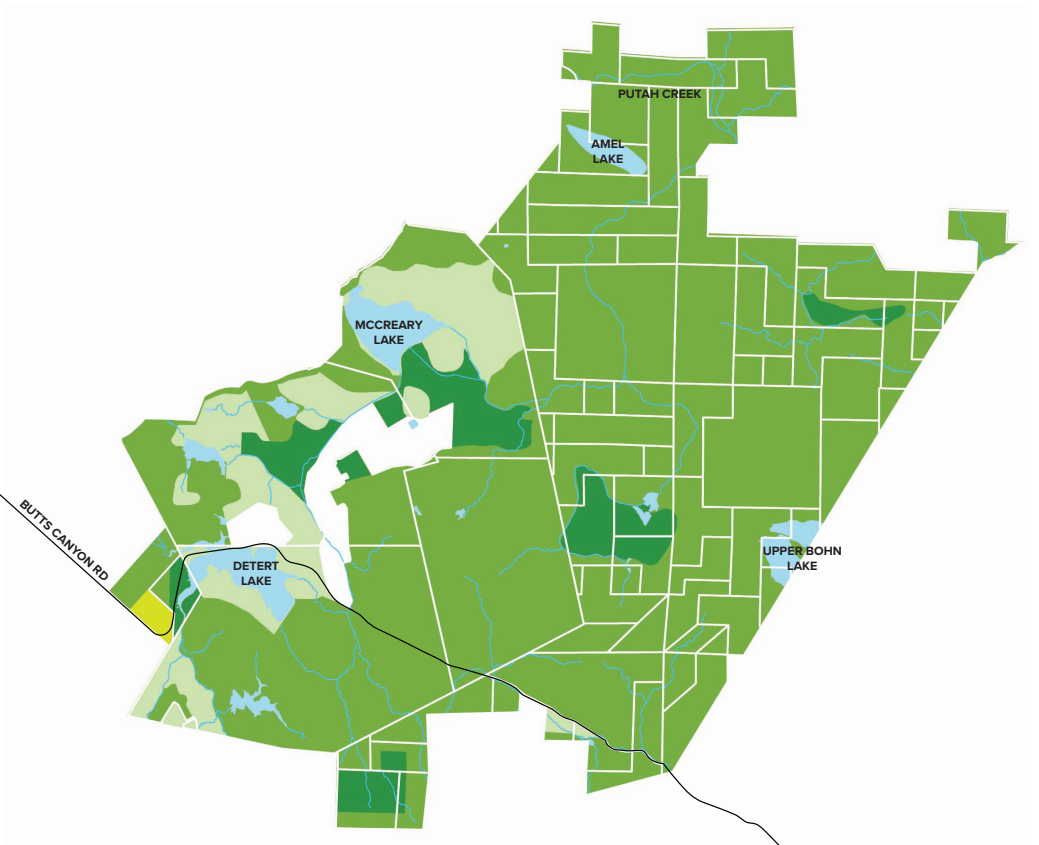
Currently, the property is primarily zoned Agricultural and Rural Lands, neither of which allows for the mixed-use resort centric development outlined in the Middletown Area Plan. Thus, to bring the property into conformity with the Area Plan, and by extension with the General Plan, a rezoning is required. Because of the intermingling of resort, commercial and residential uses, none of the three existing mixed-use zoning designations is appropriate for the property as a whole. Because of the scale of the project, attempts to checkerboard the property with different zoning districts would be cumbersome and likely to require frequent revision. Thus, the combination of the three mixed-use zoning districts into a new Guenoc Valley district was seen as the best method of effecting the goals of the Middletown Area Plan.

EXISTING GENERAL PLAN & ZONING DESIGNATIONS



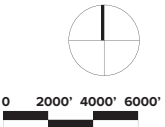
LEGEND - EXISTING GENERAL PLAN DESIGNATIONS

- [Red hatched box] MIDDLETOWN AREA PLAN SPECIAL STUDY AREA
- [Green box] RURAL LANDS
- [Light blue box] WATER BODIES



LEGEND - EXISTING ZONING DESIGNATIONS

- [Green box] RURAL LANDS
- [Dark green box] AGRICULTURE
- [Light green box] RURAL RESIDENTIAL
- [Yellow box] AGRICULTURAL PROTECTION ZONE
- [Light blue box] WATER BODIES



RELATIONSHIP TO
EXISTING STANDARDS AND
REGULATIONS

The Middletown Area Plan and certified EIR approved by the Board of Supervisors in 2010 adopted the specific land uses allowed for this area, furthering the 2008 Lake County General Plan Policies and goals. The Langtry/Guenoc Valley special study area (hereinafter called “Special Study Area”) allowed the flexibility to create an economically diverse job base, innovative resort/subordinate residential communities, agritourism opportunities, and resort-related uses while at the same time protecting significant agricultural lands, open space, and natural resources of the area.

The land use and development standards for the Guenoc Valley Resort at Guenoc Valley site are established under several documents that have been previously approved by the County of Lake Board of Supervisors and Planning Department. These include: (1) the Lake County General Plan, (2) the Lake County Zoning Ordinance, (3) the Middletown Area Plan: Langtry/Guenoc Special Study Area, and (4) the Lake County Economic Development Plan. Collectively these are the “Governing Documents” and are detailed below.

LAKE COUNTY
GENERAL PLAN

The proposed development plan for the Guenoc Valley Resort at Guenoc Valley is in alignment with the goals of with the Lake County General Plan which designates agricultural, rural residential, and rural land uses. The proposed development satisfies the following policies outlined in Table 1 “Compatibility with Lake County General Plan”.



TABLE 1
Consistency with Lake County 2008 General Plan

Description		Satisfaction
CHAPTER 3: LAND USE		
Goal LU-1	To encourage the overall economic and social growth of the County while maintaining its quality of life standards.	The Guenoc Valley Resort responds to the goal of economic growth and provides a unique opportunity to experience the agricultural heritage of Lake County.
Policy LU-1.1 Smart Growth	The County shall promote the principles of smart growth, including: creating walkable neighborhoods; creating a strong sense of community identity; mixing land uses; directing growth toward existing communities; taking advantage of compact building design; discouraging sprawl; encouraging infill; preserving unique historical, cultural and natural resources; preserving open space; and, creating a range of housing opportunities and choices.	Guenoc Valley Resort is designed within low impact development and smart growth policies. The resort features clustered development, preservation of agricultural and cultural heritage, landscape preservation, diversification of the Lake county housing stock. With Smart Growth policies, the resort is bikeable, features active and passive use trails, and creates a community center open to the public.
Policy LU-1.2 Innovative Development	The County shall promote flexibility and innovation through the use of planned unit developments, development agreements, specific plans, mixed use projects, and other innovative development and planning techniques.	Guenoc Valley Resort is a planned mixed-use resort development. The project satisfies the county’s desire to support innovative ideas and land use techniques. The project also seeks to be an exemplar for fire mitigation strategies in California through innovative management strategies.
Policy LU-1.5 Mixed Use Development	The County shall actively support the development of mixed use projects as a means to reduce travel distances and create neighborhood environments that offer a range of residential options.	Guenoc Valley Resort utilizes the mixed use concept to create individual neighborhood environments within the development, offering a diverse range of housing options to support property taxes and Transient Occupancy Tax (TOT).
Goal LU-2	To clearly differentiate between areas within Lake County appropriate for higher intensity urban services and land uses (i.e., high density residential, high density commercial and industrial) from areas where rural or resource use should be emphasized.	Guenoc Valley Resort relies on extensive land and biological surveys to ensure the most efficient planning and density of development while also expanding the capacity of livestock grazing corridors and preserving open space and agricultural production.
Policy LU-2.4 Agricultural/Residential Buffer	The County shall require adequate setbacks between agricultural and non- agricultural uses. Setbacks shall vary depending on type of operation and chemicals used for spraying. Buffers shall consider several factors including building orientation, planting of trees for screening, and unique site conditions (e.g., topography). Buffers shall be provided by the new proposed development.	Guenoc Valley Resort emphasizes native landscape plantings for buffers, stormwater mitigation, and fire preparedness. Internationally acclaimed landscape architects have designed multifaceted natural buffers between agricultural and non-agricultural uses.
Policy LU-3.3 Clustering of Rural Development	The County shall encourage proposed rural development to be clustered onto portions of the site that are best suited to accommodate the development, and shall require access either directly onto a public road or via a privately maintained road designed to meet County road standards.	Guenoc Valley Resort has created a circulation and fire management plan with clustered development and ease of accessibility. They are privately managed.
Policy LU-3.8 Rural Residential	The Rural Residential land use designation shall be subject to the following requirements: Areas which qualify for densities greater than 1 unit per 10 acres must meet the following characteristics: average slopes must be below a 30% grade; and, areas not identified as a moderate-to-high landslide hazard area (special study zones). Access to new development should be via an existing publicly maintained road or via a new road improved consistent with adopted county standards.	The proposed project is within the Middletown area Plan Special Study Area and therefore subject to different development allowances. New road improvements include multiple entrances on the county road, Butts Canyon, and satisfy the intent of the county road standards.
Policy LU-4.4 Commercial Centers	The County shall encourage development of commercial centers within Community Growth Boundaries that can serve the needs of the community and visitors. Venues for marketing of local, value-added agricultural products should be encouraged.	The proposed project contains many community benefits. The Farmstead area will function as a new additional community center for Lake County, providing venues and a market for local artisans, value-added agricultural products, and local product. It includes open space, sustainable development, and workforce housing.
Goal LU-6	To maintain a healthy and diverse local economy that meets the present and future employment, shopping, recreational, and service needs of Lake County residents.	Guenoc Valley Resort development fosters local economic development and ensures continued future investments and success of the County. The Investor seeks to maintain long-term ownership; therefore the longevity and success of the project is mutually important for the County of Lake and owner.
Policy LU-6.1 Diverse Economic Base	The County shall actively promote the development of a diversified economic base by continuing to promote agriculture, recreation services, and commerce, and by expanding its efforts to encourage industrial and non-industrial corporate development, and the development of geothermal resources.	Guenoc Valley Resort provides a variety of commercial and housing opportunities resulting in accomplishing the goals of diverse economic development.
Policy LU-6.4 High Quality Development	The County shall encourage high quality development projects that will entice visitors, businesses, and permanent residents to the area.	Guenoc Valley Resort will attract international attention as a one-of-a-kind luxury agritourist resort. This will be the first development of its kind in Lake County. The project incorporates outstanding design quality, aesthetics, and the protection of the landscape.

Policy LU-6.5 Pursue Upscale Development	The County shall pursue businesses such as upscale resorts and lodging, wineries and tasting rooms, visitor-oriented retail businesses, and other businesses that would attract high income and multi-day visitors to the County.	Guenoc Valley Resort will attract high income multi-day and long-term investors through fractioned ownership options, boutique hotel options, and upscale resort amenities including spas, recreational uses, and a winery.
Policy LU-6.7 Community Pride and Identification	The County shall encourage community and regional events (e.g., outdoor concerts, art shows, farmer’s markets, and festivals) and recreational activities to bolster community pride and identification.]	The Maha Farms community center provides event space for outdoor concerts in the amphitheater, farmers markets, and retail spaces. The Resort also prioritizes outdoor recreational trails and activities creating community pride and expanding existing community outdoor-use space.
Policy LU-6.8 Promote Key Industries	The County shall promote agri-tourism, eco-tourism, and outdoor recreation in Lake County to outside markets.	Guenoc Valley Resort promotes agritourism and outdoor recreation to the community and outside markets.
Policy LU-6.12 Permitting for Mixed Use Resorts	The County shall encourage development of resorts while ensuring land suitability and compatibility with surrounding land uses. Mixed Use Resort proposals requesting increased residential density may be considered outside of Community Growth Boundaries provided that: 1. The primary scope of the project is resort commercial. 2. The resort provides substantial resort and recreational facilities that will be available to the public, and the project will specifically enhance the tourism objectives of the County. 3. The developer is able to adequately demonstrate that the additional residential units are necessary to support the infrastructure and public resort amenity costs for the overall project and the overall project is economically infeasible without the additional residential units. 4. The residential component is secondary and subordinate. 5. Applications are submitted as Planned Developments. For Mixed Use Resorts to include residential units, the development must be processed as a Planned Development. This process will be used to determine the appropriate number of residential units allowed. 6.12.1 Except as provided in 6.12.2 below, the residential component of a Mixed Use Resort shall not allow more residential units than resort units during the course of construction and at build out. 6.12.2 If a Mixed Use Resort is adjacent to a Community Growth Boundary and public infrastructure (sewer, water, fire, schools) are available, the number of residential units needed to support resort amenities may exceed the number of resort units, if it is determined that the project will specifically enhance the tourism objectives of the County. However, the number of residential units compared to resort units shall not exceed a 2:1 ratio and in no case shall the residential density exceed one residential unit per gross acre of the total acreage of the Mixed Use Resort project area. (Resolution No. 2011-13, 1/25/2011)	The Guenoc Valley Resort is a mixed use proposal submitted under the planned development process and requests less than 2 to 1 residential to commercial units.
Policy LU-6.14 Clustering	The County shall encourage clustering and smart growth concepts that promote fewer vehicle access points and enhance visual and pedestrian access	Circulation emphasizes active and passive recreational trails and provides bicycle access along the proposed resort loop.
Goal LU-7	To preserve Lake County communities’ character and scale, including their design heritage and historic character.	Local architect Howard Backen preserves the design heritage and historic character of Lake county and designs high end farm architecture emanating the community’s character.
Policy LU-7.3 Historic Preservation	The County shall work with local preservation groups and community property owners to improve building facades and exteriors consistent with the historic and visual character of each area.	All historic structures are proposed to remain.
Policy LU 7.4 Contextual and Compatible Design	The County shall ensure that new development respects Lake County’s heritage by requiring that development respond to its context, be compatible with the traditions and character of each community, and develop in an orderly fashion which is compatible with the scale of surrounding structures.	Proposed development is in conformance with existing context of the area and utilizes the scenic areas within the property for preservation and international recognition.
Policy LU-7.5 Distinctive Neighborhoods	The County shall encourage development of diverse and distinctive neighborhoods that build on the patterns of the natural landscape and are responsive in their location and context.	Architectural clusters were developed in response to the existing natural landscape. Each cluster is built from the land’s natural potential.
Policy LU-7.6 Gateways /Entry points	The County shall identify key entry points on the edges of the communities and support programs and projects that enhance gateways and transitional zones between communities to make each community more distinct and inviting for residents and visitors.	The creation of the Guenoc Valley District (GVD) will have distinct transitional zones as evident in the roadway infrastructure improvements on Butts Canyon Road. Through implementation of traffic calming measures, the project will greatly increase the safety of the road and lower the occurrence of accidents in this area due to speeding.
Policy LU-7.9 Integrate Natural Features	The County shall emphasize each community’s natural features as the visual framework for new development and redevelopment.	The Guenoc Valley Resort is built around natural features. See 7.5
Policy LU-7.13 Community Image Enhancement	The County shall enhance the community image by identifying significant built and natural landmarks and recreational features.	Guenoc Valley Resort will result in elevation and expansion of recreation features of Lake county including golf and equestrian facilities.

Policy LU-7.14 Streetscape Continuity	The County shall ensure that streetscape elements (e.g., street signs, trees, and furniture) maintain a visual continuity, and follow a common image for each community in the county.	The Circulation Plan and Design Standards outline visual continuity through the streetscapes and signage.
Policy LU-7.15 Screening	The County shall require screening of storage, trash receptacles, loading docks, and other building or site features required to reduce visual impacts from public areas. Screening shall consist of solid fencing, landscaping, or a combination of both.	Design Standards outline the standards for reduced visual impacts from the public R.O.W. and screening requirements within the resort district GVD.
Policy LU-7.16 Parking Location	The County shall encourage automobile-oriented uses to locate parking in areas less visible from the street (e.g., reverse frontage commercial centers).	Parking will be less visible from the county road and within the resort will be visually appealing through landscape design as set forth in the Design Standards.
Policy LU-7.18 Public Awareness	The County shall promote a greater public awareness of the architectural, urban design, and cultural heritage of the county.	Guenoc Valley Resort Farmstead includes educational opportunities for the community and increases opportunities for public awareness of the local agricultural heritage of Lake County. Phase II of the Guenoc Valley Resort includes an art museum.
Policy LU-8.1 Area Plans	The County shall continue to update and maintain all eight Area Plans. The County shall require all area plans to contain the same basic form and content.	Guenoc Valley Resort Responds to the Special Study within the Middletown Area Plan and is found in compliance with all of its goals.
Policy LU-8.4 Zoning and General Plan Consistency	The County shall amend the zoning ordinance and other land use regulations to make them consistent with the adopted or amended General Plan.	Guenoc Valley Resort proposes a new zoning ordinance designation for the district as requested by the Middletown Area plan.

CHAPTER 4: HOUSING

Goal HE-6	To encourage energy efficiency in all new and existing housing.	Guenoc Valley Resort prioritizes sustainability and renewable energy use.
Policy HE-6.3 Energy Efficient Site Planning	The County shall encourage, where appropriate, energy efficient site planning in newly proposed land divisions to take advantage of the sun’s natural heating abilities.	Implements a solar farm to supplement energy needs and potential for wind energy within the GVD.
Goal HE-7	To provide a well-balanced and diverse economy that provides an adequate number of jobs to support the local population.	Upon full buildout the GVD will have created job opportunities within Lake County by creating approximately 1400 permanent jobs, and thousands if temporary construction jobs.
Policy HE-7.1 Development of Job Base	The County shall seek to attract industrial, office, and commercial development in an effort to promote creation of new jobs in the community, improve the financial resources of residents, and create a balanced community that is more resistant to economic down-turns.	The Development of the Guenoc Valley Resort will increase the resiliency of Lake county by contributing significantly to the economic progress and future security of economic growth; including a workforce training opportunity for the hospitality and construction sectors.
Policy HE-7.2 Job-Intensive Industries	The County shall encourage more job-intensive industries to locate in the community. The County shall seek high quality and higher paying jobs.	A diversity of quality jobs.
Policy HE-7.3 Jobs/Housing Linkages	The County shall encourage the jobs/housing linkages through the development of housing near jobs. The County shall attempt to increase the supply of affordable housing and support efforts to match job income and housing affordability levels.	Guenoc Valley Resort will develop workforce housing, and increase the supply and diversity of housing stock options within Lake county that match the job income and affordability levels.

CHAPTER 5: PUBLIC FACILITIES & SERVICES

Policy PSF-2.8 Water Supply Study for Substantial New Development	Proposed new development exceeding twenty (20) dwelling units using surface water or ten (10) dwelling units using groundwater (or residential equivalent dwelling units) shall be required to prepare a water supply adequacy study that identifies where the source water is to come from as well as to the sustainability of the source water. The study shall be required prior to considering the application complete for processing in order to be considered during the CEQA review process.	The GVD will provide a water supply assessment (WSA) as per the requirements of CEQA analysis for public review and comment.
Policy PFS-3.3 Alternative Rural Wastewater Systems	The County should investigate alternative rural wastewater systems before investing in a costly conventional sewage system. For individual homes, such systems include elevated leach fields, sand filtration systems, evapotranspiration beds, osmosis units and holding tanks. In addition, composting toilets should be considered by the County for some situations, if determined to be appropriate and found not to pose a health risk. For clusters of homes, alternative systems include communal septic tank/leach field systems, package treatment plants, lagoon systems, and land treatment.	As part of the specific plan of development each cluster of development will provide a sustainable waste water solution.
Policy PFS-3.4 Developer Requirements	The County shall require that developers meet all County wastewater requirements for adequate collection, treatment, and disposal prior to breaking ground for construction.	The proposed project plan meets wastewater requirements of the State & County and will be maintained privately by the project.
Goal PFS-4	To ensure the management of stormwater in a safe and environmentally sensitive manner through the provision of adequate storm drainage facilities to protect people and property and maintain the quality of receiving waters.	The proposed project plan includes landscaped, engineered, and actively maintained for stormwater treatment.

Policy PFS-4.2 Development Requirements	The County shall encourage project designs that minimize drainage concentrations and impervious coverage, compliment groundwater recharge, avoid floodplain areas, and where feasible, be designed to provide a natural watercourse appearance and that maintain natural watershed functions.	Clustered development minimizes impervious coverage and compliments groundwater recharge. Landscape architects and civil engineers will encourage natural watershed functions during development through site improvements.
Policy PFS-6.4 Energy Conservation	The County shall support the use of energy conservation devices and renewable energy sources in residential, commercial, and industrial developments, and shall continue to develop renewable energy sources for County facilities when practical.	The project will supplement energy with an on site solar and a potential wind farm, its continuing our commitment to renewable energy and conservation practices.
Goal PFS-8	To provide adequate fire and police protection facilities and services to ensure the safety of County residents and the protection of County property.	The site includes a helipad, and an emergency response center in case of any emergency event. Additionally the plan has created a Wildfire Prevention Plan that exceeds minimum requirements for fire safety and preparedness.
Policy PFS-8.3 Emergency Fire Access	The County shall require that all road networks (public and private) are designed to provide for safe and ready access for emergency fire equipment and provide an alternate route for evacuations.	The circulation plan satisfies the intent of the County road and street standards. Where exceptions are requested, the findings are met with the measures included and required by the Emergency Action Plan with fire accessible entrances, roads, and trail networks incorporated into project access.
Policy PFS-8.4 Visible Signage for Locating Roads and Buildings	The County shall ensure that all roads and buildings are properly identified by name or number with signs which are non-combustible and are clearly visible from main roadways.	All signs, roads, and buildings will be identifiable with non-combustible signs, as set forth in the design standards and Fire mitigation plan.
Policy PFS 8.8 Locations for Fire and Police Stations	The County shall encourage the locations of fire and police stations to enable the minimum acceptable response time to service calls.	The plan offers a new location for a fire station and emergency response service center in the event of a disaster. The helipad also functions as an access point during fires and emergency service calls.

CHAPTER 6: TRANSPORTATION & CIRCULATION

Policy T-1.4 Conformance with Regional Transportation Plan	The County should continue to upgrade the road system to reduce traffic accidents, improve circulation, and maintain its physical condition, in conformance with the priorities and recommendations established in the Regional Transportation Plan.	Site improvements along Butts Canyon Road will improve circulation, reduce traffic accidents and traveling speed. Priorities along the county road and within the GVD are in conformance with the County recommendations of the Transportation Plan.
Policy T-1.7 Impact of New Development on Roadways	Facilities constructed or utilized for new development shall comply with County standards in order to minimize initial and subsequent maintenance costs.	All interior roadways are proposed to be maintained privately. The maintenance cost will not impact the County and shall all be managed by the developer.
Goal T-4	To encourage the development of a safe, continuous, and easily accessible trails system that facilitates the use of viable transportation alternatives in a safe and financially feasible manner.	Project proposes active and passive recreational trails that will be wide enough for emergency vehicles in addition to the loop road and main circulation roads within the GVD.
Policy T-4.4 Hiking and Equestrian Trails	The County should establish multi-use trails (such as hiking, equestrian, and mountain biking) in open space areas, along power line transmission corridors and easements, and utility easements in coordination with the County trails Plan.	The Project satisfies expansion to open space areas and recreational multi-use trails.
Policy T-4.5 Minimize Conflict	The County shall construct and maintain bicycle routes and trails in a manner that minimizes conflicts between bicyclists, pedestrians, and equestrian users with automobiles and private property rights.	All trails will be established and maintained to avoid user conflicts.

CHAPTER 9: OPEN SPACE, CONSERVATION & RECREATION

Goal OSC-1	To preserve and protect environmentally sensitive significant habitats, enhance biodiversity, and promote healthy ecosystems throughout the County.	The Project proposal succeeds in prioritizing preservation and protection of existing ecosystems and natural resources.
Policy OSC-1.3 Encourage Cluster Development	When reviewing development proposals, the County should encourage cluster development in areas with moderate to high potential for sensitive habitat.	Guenoc Valley Resort is founded on cluster development and Smart Growth strategies and therefore are in compliance with this policy.
Policy OSC-1.4 Protect Riparian Corridors	The County shall require that buildings and other forms of development be set back from riparian corridors to avoid damage to habitat.	The Project plan succeeds in prioritizing protection of riparian corridors.
Policy OSC-1.7 Encourage Planting of Native Vegetation	The County shall encourage the planting of native trees, shrubs, and grasslands in order to preserve the visual integrity of the landscape, provide habitat conditions suitable for native vegetation, and ensure that a maximum number and variety of well-adapted plants are maintained.	The Project plan is found to be in accordance with this policy. The Design standards and landscaping standards prioritize native vegetation and oak replanting in an on-site nursery and throughout the GVD.
Policy OSC-1.8 Native Vegetation for Landscaping	The County shall develop a list of native vegetation to be used as a landscaping palette for use by citizens and developers.	Native vegetation as outlined in the county landscape palette will be referenced and utilized in landscape design.
Policy OSC-1.12 Hunting and Fishing	The County shall provide opportunities for hunting and fishing activities within the County pursuant to appropriate regulations of the California Fish and Game Code.	Opportunities for hunting and fishing will be provided as outdoor recreation options at the Guenoc Valley Resort and will be within the regulations of the California Fishing and Game Code.

Policy OSC-1.13 Management of Oak Woodland Communities	The County shall support the conservation and management of oak woodland communities and their habitats.	An onsite native nursery will be developed. An oak seed collection program began before development and will continue. The Guenoc Valley Resort will support and conserve native oak woodlands and replanting.
Policy OSC-1.14 Requirement for Biological Studies	Prior to approving a specific plan or project, the County shall require a biological study to be prepared by a qualified biologist for proposed development within areas containing a moderate to high potential for sensitive habitat, sensitive wildlife species, and/or sensitive plant species. As appropriate, the study shall include the following activities: (1) inventory species listed in the CNPS Manual of California Vegetation; (2) inventory species identified by USFWS, DFG, and NMFS; (3) inventory special-status species listed in the CNDDB; and (4) conduct field surveys of the project site by a qualified biologist.	The Project as per CEQA will fulfill the obligation for biological studies on site.
Policy OSC-1.15 Protect Natural Resources	The County shall strive to protect natural resource areas, fish and wildlife habitat areas, scenic areas, open space areas, and parks from encroachment or destruction by incompatible development and invasive species.	The Project responds to the existing landscape. Development has been planned for minimal impacts and extensive landscape preservation and management.
Policy OSC-1.19 Protection of Sensitive Habitat in Recreational Areas	The County should incorporate the protection of sensitive habitat as nature areas where recreational facilities are proposed in these habitats.	Any recreational trail will be influenced by the biological studies and existing landscape structure. Recreational trails will follow natural allowances in the landscape.
Policy OSC-2.1 Design Guidelines for Structures in Rural Areas	In the rural areas of the County (located outside of Community Growth Boundaries) structures built within the immediate foreground view of a scenic roadway should reflect the following guidelines. - Structures should be sited back, to the extent feasible, from the roadway edge a sufficient distance to minimize intrusion upon the natural features and backdrops as viewed from the roadway or adjacent residences. - Structures should be sited to minimize obstruction of views of significant natural features, such as Clear Lake and Mt. Konocti. Increased height should only be allowed when building orientation provides for increased side-setbacks that provide view corridors.	The project has created Design Guidelines specific to the GVD that will be approved by the Planning Commission and Board of Supervisors. The majority of the project is not visible from the public R.O.W.
Goal OSC-5 & Policy OSC-5.1 Energy Conservation Measures	To encourage energy conservation in new and existing developments throughout the County.	The Guenoc Valley Resort follows the County’s Energy Conservation Measures.
Goal OSC-6	The County shall require the use of energy conservation features and clean alternative energy use in new construction and renovation of existing structures in accordance with state law.	
Goal OSC-6	To provide a parks, recreation, and open space system that serves the recreational needs of County residents and visitors, including a regional non-motorized recreational trail system.	The project contributes significantly to the acres of trail and open space within the County, building on existing uses and recreational activities of the County and offering them to visitors and tourists.
Policy OSC-6.5 Encourage Development of Private Recreation Facilities	The County should encourage private interests to establish new commercial recreation opportunities and to rehabilitate and restore existing older resorts. Such facilities include, but are not limited to destination resorts, lakefront resorts, dance halls, health and athletic clubs, equestrian facilities, and recreational camps.	Guenoc Valley Resort is a luxury destination resort that features multiple outdoor recreational amenities. The Project is in compliance with the goal of private recreational facility development.
Policy OSC-6.12 Open Space Preservation	The County shall preserve natural open space resources through the concentration of development in existing communities, use of cluster development techniques, maintaining large lot sizes in agricultural areas, avoiding conversion of lands currently used for agricultural production, and limiting development in areas constrained by natural hazards.	The project is in compliance with goals to expand and maintain open space areas. The project maintains existing agricultural areas, requests cluster development, and maintains large lot sizes in connection with large open space areas.
Policy OSC-6.13 Multi-use Trail System	An integrated multi-purpose trail system should be developed that provides access to recreational facilities, as well as offering a recreational experience apart from that available at the neighborhood and community parks.	The project provides active and passive multi-use trails throughout the GVD.
Policy OSC-6.18 Provide a Diverse Trail System	Create trails of different lengths and terrains to provide a variety of recreational experiences. Allow for different styles of trails (nature, hiking, equestrian, etc.) to stem off of the main system.	The project provides a diverse range of trail systems to be utilized by different user groups and increases opportunities for outdoor recreation.
CHAPTER 12: AGRICULTURAL RESOURCES		
Goal AR-1 & Goal AR-2	To preserve and maintain a viable and diverse agricultural industry within Lake County.	The project proposes innovative animal husbandry, agritourism, a community village concept and is in compliance with goals of agricultural diversity and industry.
Policy AR-2.1 Economic Development of Agricultural Areas	To promote a diverse, healthy, and competitive agricultural industry within the County.	
Policy AR-2.2 Agricultural Promotion	The County should continue to support programs of agricultural technical assistance and should cooperate with public and private groups to promote the economic development of agricultural areas.	The project promotes the economic development of agricultural areas within the site and the local produce of Lake County. The project embodies a luxury agritourist resort experience.
	The County will support marketing programs designed to promote Lake County agricultural products and agri-tourism venues to markets outside of Lake County.	Guenoc Valley Resort offers venues and opportunities for promotion of local agricultural products to international travelers and other local tourists.

Policy AR-2.3 Agricultural Economic Zones	The County shall encourage the development of agricultural economic zones, promoting the development of agriculturally-related uses such as wineries, olive press facilities, and other agricultural processing facilities, to increase the overall agricultural viability of the County.	The GVD is a unique mixed use district that will increase agricultural economic success within Lake County.
Goal AR-3	To provide opportunities for agri-tourism that is beneficial to the County and its agricultural industry and is compatible with the long-term viability of agriculture.	Building upon the existing infrastructure and agricultural heritage of Lake County, the Guenoc Valley Resort positions itself as a luxury agritourist resort in a prime location within driving distance to multiple international airports. The resort concept is rooted in the agricultural prosperity of both the County and property, and therefore is in compatibility with the County of Lake’s plans for long term agricultural viability.

MIDDLETOWN AREA PLAN: LANGTRY/
GUENOC SPECIAL STUDY AREA NO.3

The Middletown Area Plan is a supplement to the General Plan and further defines the goals and policies for a specific geographical area. This application aligns with the Middletown Area Plan, specifically the Special Study Area. The goals outlined in the aforementioned plans are brought to fruition within the GVD request and furthered by the first phase of the Guenoc Valley Resort. The resort proposal contributes to job and housing generation, promotion of Smart Growth development, resort-oriented residential development, open space preservation, and continuation of agricultural practices. Development would carry out the goals and policies within the Study Area through resort activities, farming, agricultural production, land stewardship, landscape preservation, outdoor recreational activities, and respect for the cultural heritage and social cohesion of the project.

One section of the Ranch is currently outside of the Special Study Area (see proposed map amendment exhibit). This area was gifted to the County of Lake for the future development of a California State University Campus. The site was later found to be unsuitable for this purpose, and ownership reverted back to the owner of Guenoc Ranch in 2010. The land was not part of the Guenoc Ranch when the Middletown Area Plan update commenced, and this the land was not included in the Special Study Area Maps. Accordingly, the current project proposes to amend the Special Study Area map to include this acreage to be consistent with the rest of Guenoc Ranch.

Following the goals of the Special Study Area, Guenoc Valley Resort is in conformance to the goals proposed for Resort Commercial General Plan Designation. Resort Commercial development is tailored to the tourist industry allowing for various types of accommodations, residential uses (fractional ownership, timeshares, etc.), recreational pursuits (equestrian, golfing, camping, etc.), and necessary associated facilities.

Additionally, a Final EIR was adopted in 2010 for the Middletown Area Plan, to address anticipated agricultural, residential, and resort development uses. The proposed improvements described in this application are consistent with anticipated development as evaluated in the Middletown

Area Plan Final EIR:

“The concept for future development of Langtry is to utilize the property for a wide range of interconnected and mutually beneficial land uses that ultimately support long-term agricultural operations and development, ranching and expanded winery uses, and businesses related to the golf course and resort commercial operations and supporting residential development.

New uses should create jobs for local residents and bring expanded economic development opportunities to the Planning Area while reducing any potentially significant traffic and air quality impacts. A true mix of land uses should be represented, including:

- **Expanded agricultural operations. This will include a focused effort on agricultural based tourism and a diversified crop base.**
- **Continued ranchland operations, including development of equestrian activities.**
- **Long-term protection of the significant natural resource values of the property.**
- **Expansion of wine production operations. Addition of golf course and other outdoor recreational activities.**
- **Expansion of the visitor accommodations at the site.**
- **Residential uses that will support the full range of proposed uses.**

Future uses should be guided by the formal Planned Development process with the County, and will need to be designed to maintain consistency with adopted plans and ordinances, notably those goals in the General Plan and Area Plan that tie jobs to housing, promote sustainability and Smart Growth practices and emphasize the importance of agriculture and open space resources.”

The proposed specific plan of development mirrors the mix of land uses outlined in the Special Study Area, which includes:

- 1. Residents club, winery, and hotels for the resort guests & residents.**
- 2. Expansion of agricultural operations with an attention on agricultural based tourism and farm-to-table authentic experiences through on-site growing and cultivation of produce, meats, creamery, artisan market, & outdoor theater.**
- 3. Expanding ranchland operations, continuing cattle/sheep herding and encouraging additional grazing animals within planned grazing corridors for management of the landscape to reduce fire threat.**
- 4. Renovation of equestrian facilities including the addition of polo fields for entertainment.**
- 5. Long-term preservation of natural open spaces with sustainable land management of wildlands to reduce fire threat.**
- 6. Expansion of wine production, retail, and tasting options.**
- 7. Golf course, polo, fishing, camping, sports & recreation.**
- 8. Residential development that supports proposed resort uses.**
- 9. Hospitality and resort tailored to agritourism, authentic farmstead experiences, and outdoor recreational pursuits.**

Refer to Table 2 “Compatibility with Middletown Area Plan Special Study Area”.

TABLE 2
COMPLIANCE WITH MIDDLETOWN AREA PLAN: SPECIAL STUDY AREA LANGTRY/GUENOC

	GOALS	COMPLIANCE
OBJECTIVE 6.3.1	Retain and expand agricultural uses and promote agricultural products and agricultural tourism.	The Guenoc Valley Resort retains and expands agricultural uses of the site. The Resort will feature farm-to-table dining, local products and artisans in the Maha Farms community center, and attract a wide array of tourists to experience this high end agri-tourist destination.
P6.3.1a	The County should continue to support efforts by Langtry to expand and diversify its agricultural base, and proposals that result in value added agricultural opportunities should be encouraged and supported.	Guenoc Valley Resort capitalizes on the opportunity to expand agricultural potential of the area, utilizing innovative animal husbandry techniques for fire mitigation potential and fuel load reduction. The lifestyle concept and innovative strategies behind the agricultural component of the resort increase the value of agricultural practices and will hopefully set precedent for other fire mitigation and execution of animal husbandry grazing strategies for fire-prone area replication.
P6.3.1b	The County shall consider developing an Agricultural Planned Development zoning district which accommodates wine country style development with lodging components.	Architectural design and community concepts contribute to the intentionality of tying the development in to the existing agricultural heritage. Farm architecture dictates the whole feeling of the community village and is a large contribution to the community.
OBJECTIVE 6.3.2	Future development should be high quality and low-impact planned development that includes mixed uses complementary to agricultural operations in the Guenoc Valley.	Designed by world renowned resort architects, internationally acclaimed landscape designers, and a successful high end resort developer the project will be resort development. Furthermore, the resort acts as an agri-tourist destination to retreat, revitalize, and experience a plethora of outdoor recreational activities in conjunction with agricultural operations of the area.
P6.3.2a	Residential development should be limited to the density presently allowed by the Land Use Map for the Langtry property. Density transfers between legal parcels of record may be appropriate through the Planned Development process to encourage clustering of residential development and preservation of agricultural resources and open space. Any increase in overall residential density should only be considered if such additional development were deemed necessary to support a major resort development, and were designed and scaled to be subordinate to the resort.	The project anticipates the clustering of development, in accordance to Smart Growth policies, and preserve existing and potential agricultural resources and open space. Clustered development has been achieved through individual architect clusters and recreational facilities, BOH facilities, and accessory permitted uses all are found in accordance to the development of this major resort.
P6.3.2b	A mixed-use destination resort with connectivity to Langtry’s history and agricultural uses, while capitalizing on its varied recreational opportunities, should be encouraged and supported.	The GVD district allows for mix-use planned development in response to the existing uses and site history including but not limited to agriculture, recreation, and viticulture. The Guenoc Valley Resort concept capitalizes on the potential of the site for recreational activities.
P6.3.2c	Future commercial and/or residential development proposal applications shall be processed through the “PD”, Planned Development process. Only innovative, diverse projects founded in smart growth principles should be considered.	The Project is designed to fulfill the requirements of the “PD” planned development process, and requests its own zoning district in compliment to the Special Study area outlined in the Middletown Area Plan. Additionally, the project prioritizes smart growth principals, renewable energy production, and low-impact development strategies to contribute to the long term prosperity of Lake County and outlining exemplary development standards for any resort or hotel development.

LAKE COUNTY ZONING ORDINANCE

Currently the site is zoned primarily in three land use categories, Agricultural, Rural Lands, and Rural Residential, with a planned development overlay to conform to its Special Study Area designation.

The proposed development aligns with existing and historic land uses of the site. The mixed use resort implements the existing general plan designation of a Special Study Area and proposes a new zoning designation of “Guenoc Valley District.”

Refer to Permitted Use table submitted with the GVD zoning ordinance, under separate cover.

LAKE COUNTY ECONOMIC DEVELOPMENT PLAN

The proposed plan is consistent with the Lake County Economic Development Plan. The County of Lake reviewed and adopted this Comprehensive Economic Development Plan in 2016. The plan identifies a need to develop more tourist destinations, lodging options, and luxury accommodations and focuses on utilization of existing resources to develop an agritourism industry within Lake County.

Refer to Table 3 “Compatibility with Lake County Economic Plan”.

“Key Findings. The 2016 CEDS provides a snapshot of the economic situation in Lake County. Several conclusions listed here can provide a foundation for Initiatives that will expand economic opportunity and provide a more stable base for the provision of public services and infrastructure:

- Lake County’s self-employment rate is four times the state and national average. This represents a vast loss of tax revenue due to the underground economy; but also may provide a reservoir of entrepreneurs for economic growth.
- Lake County enjoys a higher high school graduation rate than the state and the nation. However, there are fewer college graduates represented in the overall population of Lake County when compared to the state and the nation.
- The economy of Lake County is based on tourism and agriculture. It is therefore a seasonal economy with significant cyclical changes in income for businesses and their employees. Growth rates in

population, labor force, and housing has been stagnating for the past 5 years. However, the unemployment rate has slowly declined.

- The wildfires of 2015 have had a very significant impact on the local economy through many levels and will affect businesses and residents for many years to come. The medical care employment sector has been healthy and continues to grow as a result of an aging population.
- Job growth, population growth, and income levels in Lake County have been static since 2010, indicating that we have not recovered from the recession of 2008.
- Economic development has been hindered by the lack of supporting public infrastructure. The wildfires of 2015 impacted several community infrastructure systems that now are struggling to rebuild.
- The loss of the Lake County Redevelopment Agency in February 2012, pursuant to state law, eliminated a significant planning, implementing, and funding tool for Lake County. There is a need to complete various economic and community development projects in the Northshore communities.

TABLE 3
CONSISTENCY WITH LAKE COUNTY 2016 ECONOMIC DEVELOPMENT PLAN

GOAL	OBJECTIVES	RESPONSE
Comprehensive Vision	To achieve a sustainable, resilient, and prosperous economy that provides opportunity for an economically and socially diverse labor force and entrepreneurs that are educated, trained and prepared for future changes while protecting our rural agriculture based quality of life and environment and providing a stable base for quality public services and programs.	GVD achieves the goal of sustainable, resilient, agriculturally based economic development while balancing socially diverse labor force opportunity that provides longevity of economic prosperity to Lake County in harmony with existing heritage and landscape preservation.
	Tourism and the recreation industry are major contributors to the county's economy. Lake County has enjoyed a long history as a tourist and resort area... [outdoor recreational] opportunities have been greatly diminished due to the Valley Fire burning 97% of Boggs Mountain Demonstration State Forest, resulting in its closure.	Responding to the 9 natural disasters within the last 3 years and the impact on availability of outdoor recreational opportunities and tourism within Lake County, the GVD will create economic growth within one of the largest. and recently suffering, economies. Furthermore, the proposal not only fosters tourism but blends it with the agricultural heritage of Lake County; succeeding to create a unique luxury agritourism destination with tenets in community benefits and economic longevity.
	Old Resort Revitalization: Encourage the revitalization of old resorts In order to attract more visitors. Restoration, instead of replacement of unique and historic resorts and facilities shall be encouraged when practical.	This proposal revitalizes Lillie Langtry's vision of this property to create a destination healing and recreationally focused retreat.
Retain, strengthen and expand the existing business base in the region.	Lodging development: Continue working with many other organizations to expand the choices of visitor lodging.	The Guenoc Valley Resort expands the existing choices of visitor lodging attracting tourists seeking high end amenities and facilities.
	Agricultural Tourism: Provide opportunities for agri-tourism that are beneficial to the region and its agricultural industry and are compatible with the long-term viability of agriculture.	The development benefits the long term viability of both the agricultural, tourist, and recreational industries within Lake County.
	Self Employed Entrepreneurial Assistance: Provide technical assistance to self-employed and entrepreneurs to start and expand businesses.	Feature local crafts, artisans, and locally produced goods expanding the opportunities for local small business' and artisans to reach a larger global demographic, ultimately contributing to the local economy.
Recruit and encourage businesses that will complement and improve the existing commercial mix	Agricultural Enhancement: Promote a diverse, healthy, and competitive agricultural industry within the County, including seeking opportunities for agricultural value-added businesses	The Guenoc Valley Resort concept was born from the potential existing within the landscape, historic uses, and existing resorts within Lake County. Enhancing the existing business to create high end infrastructure creating value-added products and amenities.
	Training. Expand and improve job training and related services	The Guenoc Valley Resort will provide employee training for both hospitality and construction techniques.
	Destination Marketing. Continue to work on developing additional visitor activities such as multi-use trails and work with developers to construct new or upgrade existing lodging facilities.	Developed by world renowned designers of luxury resorts, the resort is positioned to attract a diverse client base and depth of investment not previously familiar in Lake County. Furthered by ownership by a successful international developer further ensures the long-term success of the resort as a destination marketing opportunity.
Establish effective employee training, infrastructure improvements, marketing, technical assistance, and governmental efficiency	Activity development. Work with other organizations, including community groups, to expand the choices of visitor activities (e.g. multi-use trails, outfitters, transportation companies, etc.)	Guenoc Valley Resort private development of recreational trails and a community center, the Farmstead, offers venues for community groups and small businesses to market their goods and produce. Guenoc Valley Resort will also provide transportation services for employees working on the site.
	Tourism: Promote and support the local tourism industry with the CTA program and resources to develop and diversify tourism assets, while supporting the development of higher quality establishments with a diversity of attractions and activities.	The Guenoc Valley Resort provides expansion of existing unique tourism industry within Lake County and diversification of tourism assets and marketing capacity due to the internationally acclaimed architects, developer, luxury accommodations, property ownership options, and high quality agritourism experiences.
	Zoning Ordinance: Provide a productive regulatory environment in support of business growth	The intent of creating the GVD creates the correct combination of zoning standards within the property and previously allowed within the Middletown Area Plan and Lake County General Plan for the extended regulation for mixed use planned resort development.
	Energy Independence & Sustainability: Work to develop energy independence and other sustainable living practices.	The Project demonstrates commitments to Energy Independence and Sustainability through alternative energy plans of a solar farm, potential wind harvesting, and geothermal.
	Natural Resources: Work to maintain and improve the region's natural resources that are critical to the primary industries of agriculture and tourism.	Expansion, preservation, and continued investment in the maintenance of open space within the site. Furthermore, the project proves incredible commitment to wild fire risk mitigation through innovative strategies and land management techniques that reduce the fuel load and ensure long-term protection and mitigation of threats to the natural resources critical to the economic vitality of Lake County.

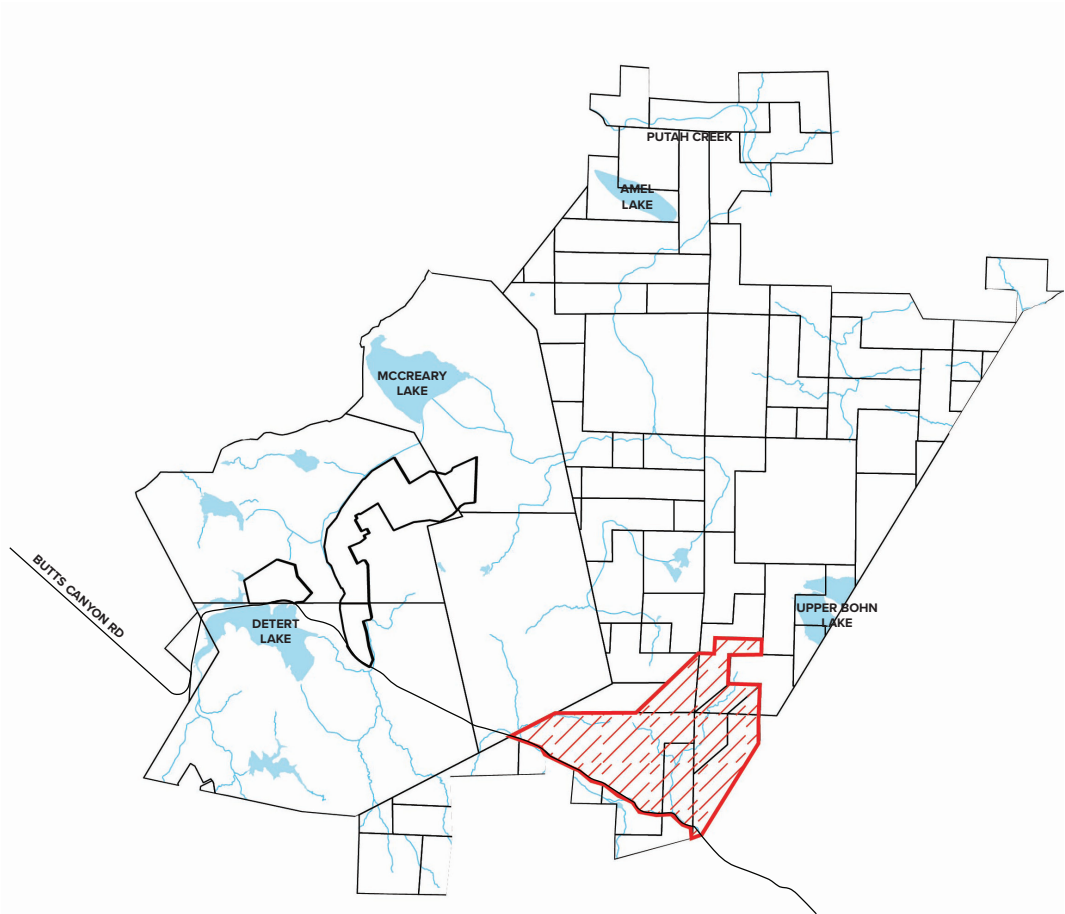
PROJECT REQUESTS

The requested application before the County of Lake for the proposed project will include the following actions:

- 1. Amendment to the Special Study Area map of the Middletown Area Plan to include the area commonly known as the college parcels;
- 2. Zoning Ordinance Amendment to introduce a new zoning district Guenoc Valley District (“GVD”) to implement the goals of the Special Study Area;
- 3. Use Permit for the Specific Plan of Development (Master Development Plan) for the first phase of Guenoc Valley Resort;
- 4. Tentative Subdivision Map;
- 5. Development Agreement;
- 6. Certification of an Environmental Impact Report EIR for the project pursuant to the California Environmental Quality Act (CEQA).

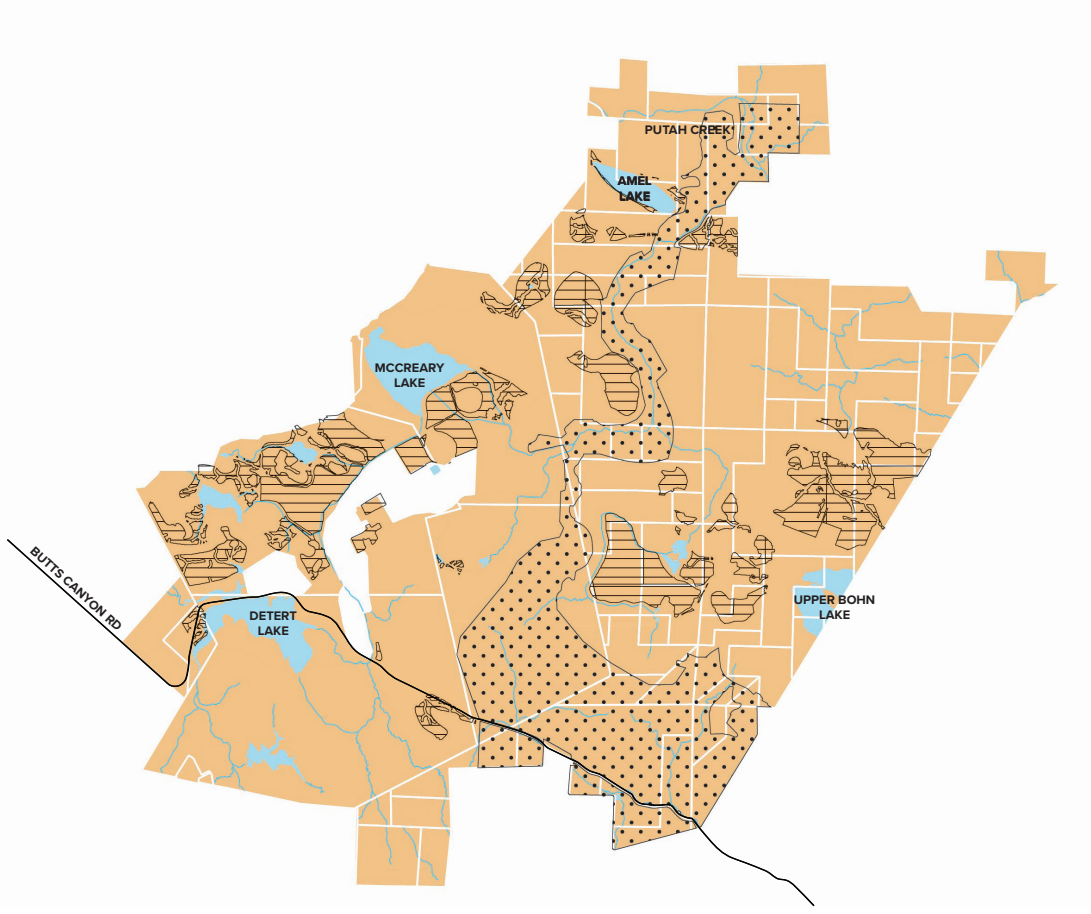
These entitlements will facilitate the development of the Guenoc Valley Resort project in conformity with the development outlined in the current Middletown Area Plan.

PROPOSED MAP AMENDMENT & ZONING DESIGNATIONS



LEGEND - PROPOSED MAP AMENDMENT

☐ MIDDLETOWN AREA PLAN
SPECIAL STUDY AREA MAP

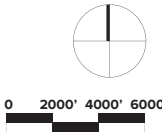


LEGEND - PROPOSED ZONING DESIGNATION

■ ZONING CLASSIFICATION CHANGE
GUENOC VALLEY DISTRICT (GVD)

☐ OPEN SPACE OVERLAY

☐ AGRICULTURAL OVERLAY



GUENOC VALLEY DISTRICT (GVD) PROPOSED PRIMARY USES

Primary Permitted Uses		
Use	Size or Unit Allocation	Description/Conditions
Resort Hotels*	400 units	Attached hotel units without kitchens.
		Normal uses and structures related to the operation and support of hotel units.
Resort Residential*	450 units	Detached or attached units, with kitchens and may have fractional ownership. Short term rentals subject to payment of Transient Occupancy Taxes.
Residential Estate	1,400 units	Whole ownership units intended for resale subject to GVD Design and Development standards (submitted under separate cover). Short term rentals subject to payment of Transient Occupancy Taxes.
Agricultural Production Facilities	850,000 gallons per year of production conclusive of all facilities	Diversified Agricultural Production facilities to allow production and accessory uses to the primary uses of agriculture within that zone.
Entertainment	25 acres	Conference centers, amphitheater, allowance for outdoor events, and amplified music
Workforce Housing	500 units	On site overnight accommodations for workers as well as potentially offsite housing development.

- Resort Hotel units may be transferred to Resort Residential unit allocations, and Resort Residential units may be transferred to Resort Hotel unit allocations.

FIRST PHASE
SPECIFIC PLAN OF DEVELOPMENT

As discussed the entire ranch will be rezoned GVD to allow the Guenoc Valley Resort. The first phase includes the initial buildout. The first phase of the project includes development zones with concentrated residential clusters surrounded by open space and existing vineyards. These areas will be connected by a paved road network that primarily follows the existing dirt road alignments where applicable and includes a loop of primary roads that service each of the development zones. Branching off from these primary roads will be a network of secondary roads, providing access to individual residential parcels in each cluster.

The development zones and corresponding hospitality or recreation-based sites within phase one are situated within the natural landscape in such a way as to minimize construction impact and provide a user experience that connects people to the land. Each development zone is spaced to maximize its own distinct views of the immediate and distant landscape without unduly impacting the neighboring developments’ views and experience. Associated with each hospitality-based development zone is a series of residential parcels, which are bunched together to limit the impact to the site and allow for low-impact development strategies to be implemented. Each of these groupings of developments, hereinafter referred to as “clusters” will have a similar aesthetic and theme that correlates with its respective development zone, as is further explained in Section 3.2.1. Roads within the clusters will be reduced in size from the primary roads to limit the site disturbance and enhance the intimate feel of the cluster.

Proposed commercial and residential lots as well as circulation paths throughout will generally strive to avoid areas with culturally and environmentally significant features or resources. These features include historical archaeological artifacts, structures, rock formations, heritage trees, rare plant species, protected plant and animal habitat, and hydrologically sensitive watersheds and corresponding natural water features. Where possible, the project aims to protect and incorporate these features into the overall development in a way that retains and respects their inherent integrity.

FUTURE PHASES

Future phases of the project includes continuation of buildout based on market demands.

Phase I will include a specific plan of development and tentative map, whereas Phase II will be programmatic and include allowable uses. Future phases will mirror the resort, accessory to resort, and residential land uses within the specified density of the Middletown Area Plan. In addition, future phases will be consistent with the Design Standards submittal under separate cover. The following information applies specifically to the first phase and generally for both phases of development.

LEGEND

- PROJECT LEVEL EIR
- FUTURE PHASES / PROGRAM LEVEL EIR
- LANDS NOT OWNED BY THE APPLICANT;
NOT IN PROJECT SITE

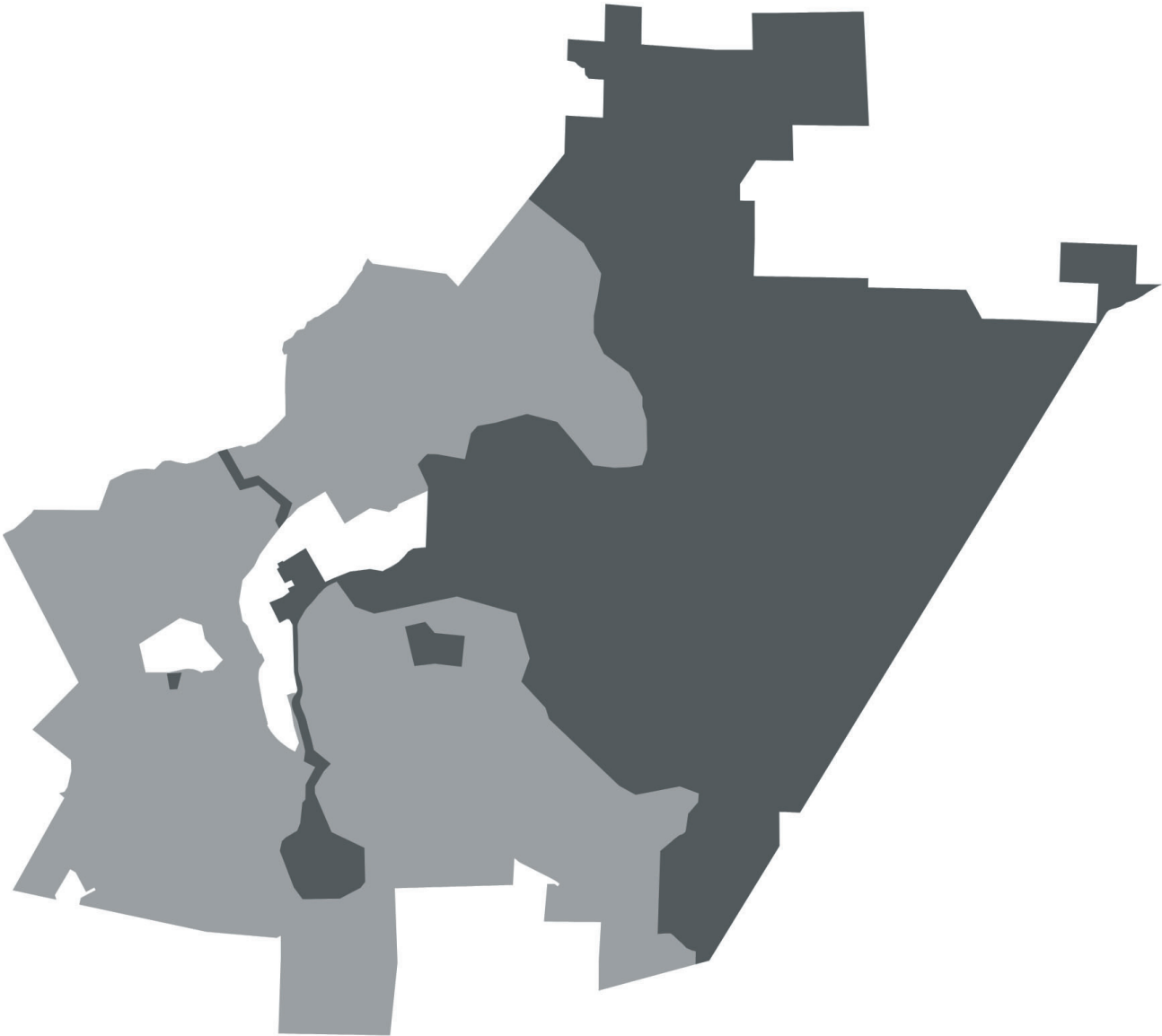


TABLE 4
PHASE I RESORT USE & DEVELOPMENT SUMMARY

Use	Characteristics	Acreage	# of Hotel Units	# of Resort Residential Units	# of Residential Villas	Total Residential Units	Density	Civil Infrastructure
RESORT	Bohn Ridge Resort – Designed by Ed Tuttle, this resort area includes reception, administration, hotel rooms, restaurants, yoga center, pool, changing rooms, gardens with resort residential and residential villas surrounding the hotel.	575	49	30	112	142	0.25	POTABLE WATER: provided by sustainable groundwater resources and treated to State requirements. STORMWATER: treated via passive site-based strategies and returned to natural drainage pattern INFRASTRUCTURE: includes new roads, potable and fire water distribution systems, sanitary collection/treatment/disposal to irrigation systems, and dry utility infrastructure
	Maha Farms - Designed by BG this area includes reception, administration, with a variety of unit types surrounding the Maha Farm Village.	660	40	104	73	177	0.27	
	Maha Farms Sales Center at The Hilltop Lodge - Designed by Backen & Gillam Architects this area will be built immediately to entertain potential investors and act as the first point of contact with a VIP concierge center.	-	8	-	-	-	-	
	Golf Estates - Designed by the Denniston group this area and includes multiple golf clubhouses, resort residential units and residential villas accessing the golf course. (Acreage excludes the golf course)	947	-	7	133	140	0.15	
	Equestrian Center - Designed around the polo fields this area includes entertainment areas, a 50 key hotel, and residential villas for sale that include access to the equestrian support and facilities.	269	50	-	67	67	0.25	
	SUBTOTAL	2,451	147	141	385	526	0.21	

Please note that exact acreage and density will be determined at the time of tentative mapping.

TABLE 5
PHASE I ACCESSORY TO RESORT USES DEVELOPMENT SUMMARY

Use	Characteristics	Acreage	Civil Infrastructure
Winery	Construction of two boutique wineries with tasting rooms and accessory uses including caves for barrel storage and commercial kitchens for food preparation. Construction of one large centralized production processing facility to allow for custom blending and bottling.	39	POTABLE WATER: provided by sustainable groundwater resources and treated to State requirements. STORMWATER: treated via passive site-based strategies and returned to natural drainage pattern INFRASTRUCTURE: includes new roads, potable and fire water distribution systems, sanitary collection/treatment/disposal to irrigation systems, and dry utility infrastructure
Commercial and Retail areas, Sports Facility, & Private Club Area	Includes uses such as, but not limited to, diversified agricultural production, a coffee shop, butcher shop, creamery, candle maker, florist, fish monger, art display, bakery, newsagent, post office, deli, wine store, 100-seat restaurant, accessory retail stores, car parking, public restrooms, open air market, artisan workshop, gardens. Recreation facility to include indoor swimming pool, indoor gym, Pilates, yoga, outdoor swimming pool, circuit training and accessory uses. Uses to include a water club and fitness facility, games, theater, pool terrace, cafe, snack bar, play field, boat house, and direct access to Upper Bohn Lake	59	
Float plane dock	Access to an area on Detert Reservoir to allow for an amphibious airplane to land. Uses include a welcome kiosk and transportation services.	2	
Outdoor Recreation	Designated Skeet shooting area, hunting, off road courses, fishing, etc.		
Equestrian Facilities	Outdoor arena, stables, pony club, polo fields, clubhouse	100	
Golf	Relocated one-way course, clubhouses, golf cart storage and service area, restrooms	539	
Back of House	Centralized shipping/receiving center, primary winery production area, staff support services, private entrance and staff parking, central laundry, restrooms, maintenance and service areas	38	
Emergency Response Center	Emergency heliport landing center, Restrooms, kitchen, overnight staff accommodation	18	
Alternative Energy Production	Alternative energy sector for solar, wind, and geothermal resources.	46	
Workforce Housing	Construction of a mix of unit types to accommodate a variety of employees of the various resorts and commercial uses. 100 units. 0.7 units per acre.	139	

Please note that exact acreage and density will be determined at the time of tentative mapping.