

INDEMNIFICATION AGREEMENT

As part of this application, applicant and real party in interest if different, agree to defend, indemnify, hold harmless, and release Yolo County, its agents, officers, attorneys, and employees from any claim, action, or proceeding brought against any of them, the purpose of which is to attack, set aside, void, or annul the approval of this application or adoption of the environmental document, which accompanies it. This indemnification obligation shall include but not be limited to: damages, costs, expenses, attorney fees, or expert witness fees that may be asserted by any person or entity, including the applicant, arising out of or in connection with the approval of this application, whether or not there is concurrent passive negligence on the part of Yolo County, its agents, officers, attorneys, or employees.

APPLICANT: Donald G. Clark

Signature: 

Mailing Address: 710 Riverpoint Court, Suite 100, West Sacramento, CA 95605

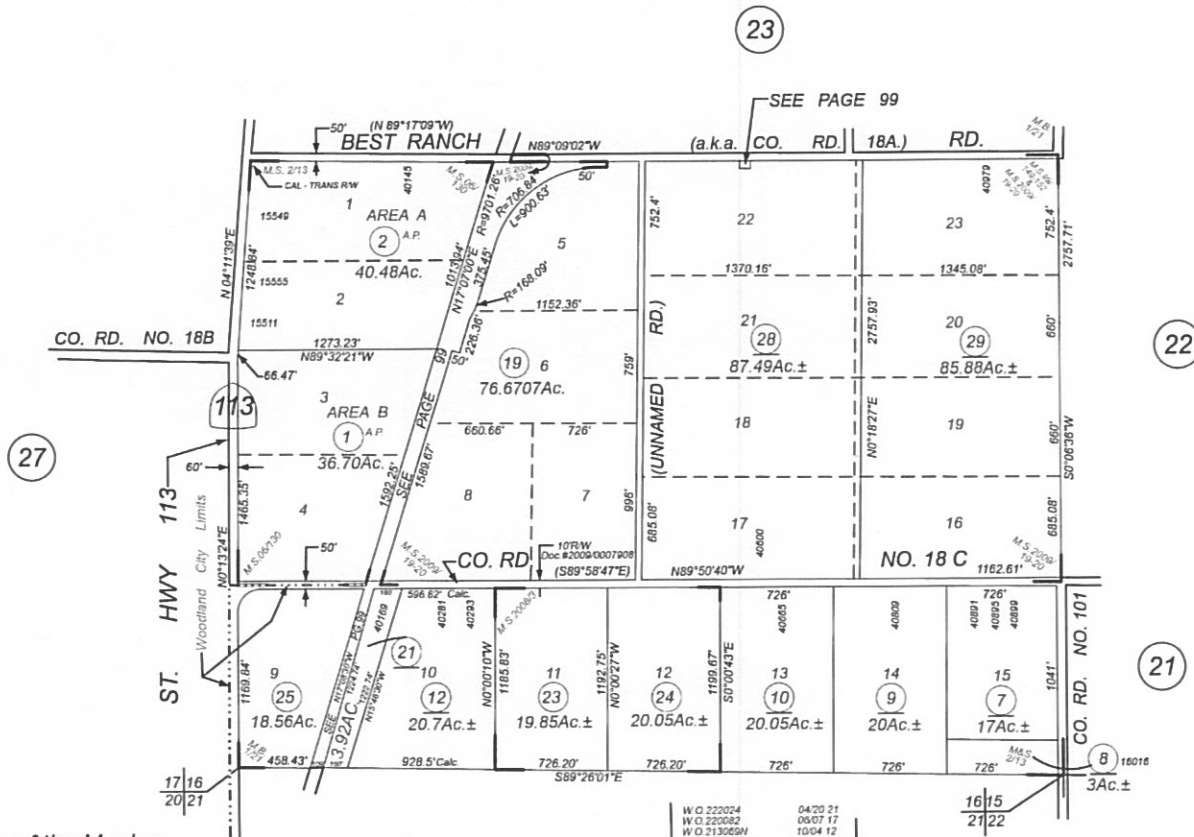
REAL PARTY INTEREST: Clark Pacific Structural, LLC
(If different from Applicant)

Signature: _____

Mailing Address: 710 Riverpoint Court, Suite 100, West Sacramento, CA 95605

POR. OF RANCHO RIO JESUS MARIA, T. 10N., R. 2E., M.D.B & M.

CAUTION - These maps ARE NOT to be used for legal descriptions.



M.B. Bk. 1, Pg. 21, Pearts Sub. of the Maples
 M. & S. Bk. 2, Pg. 13 - Resurvey Part of Pearts Subd. of the Maples
 M.S. Bk. 99 Pg. 149 to 152 - Map of Survey
 M. & S. Bk. 06, Pg. 130 - Record of Survey for Matthew Morehart
 M.S. Bk. 2008, Pg. 3 - Record of Survey for C Z Ventures, LLC
 M.S. Bk. 2009, Pg. 19 - 20 - Record of Survey for Clark Pacific

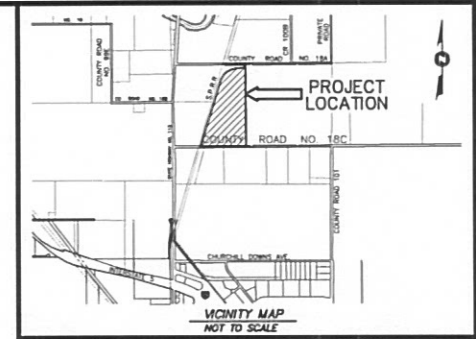
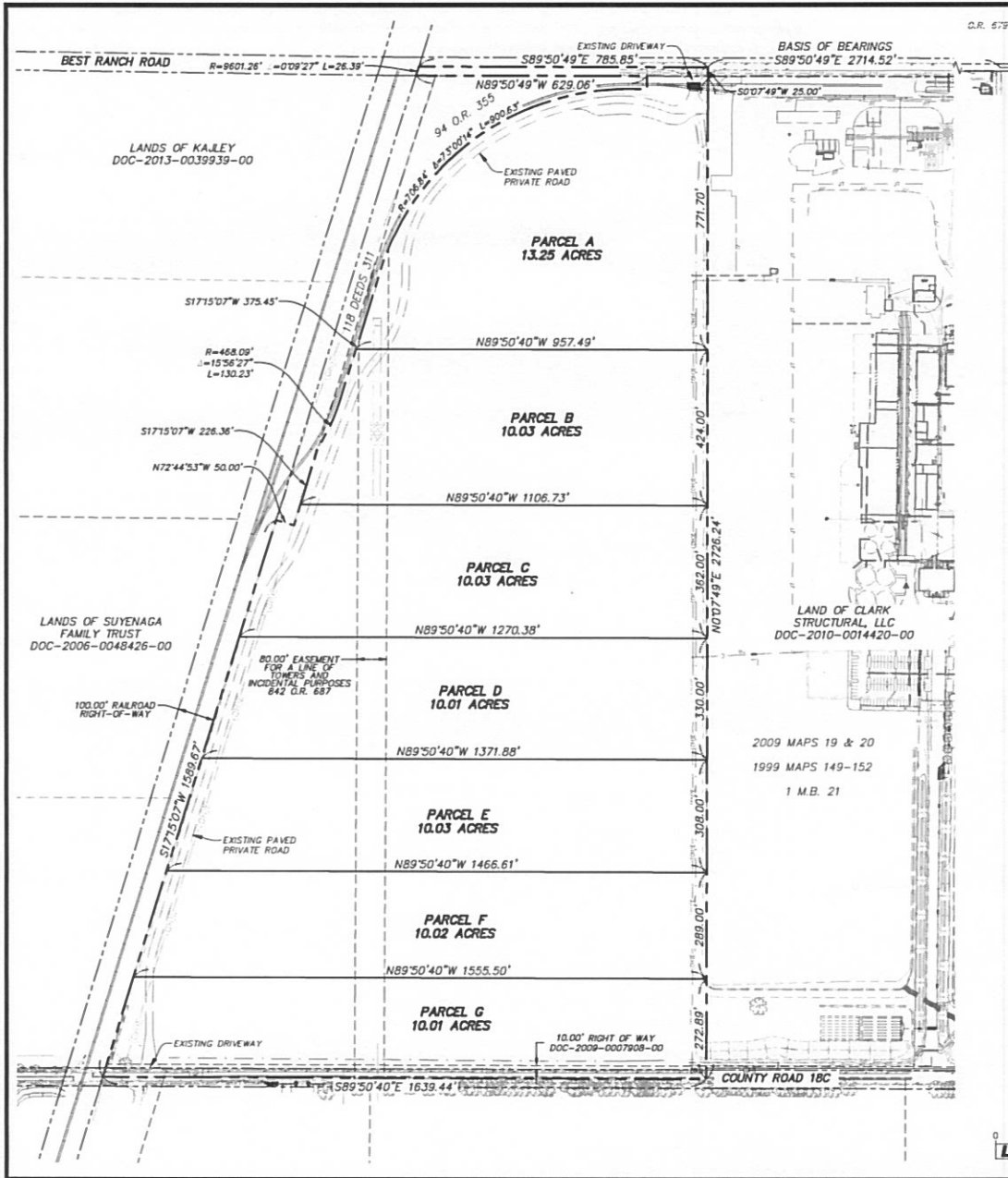
(formerly por. 27 - 05)

NOTE - Assessor's Block Number Shown in Ellipses.
 Assessor's Parcel Number Shown in Circles.

| | |
|------------|----------|
| WO 222024 | 04/20 21 |
| WO 220082 | 05/07 17 |
| WO 213668N | 10/04 12 |
| WO 210040C | 04/08 09 |
| WO 209024C | 01/22 08 |
| WO 207094C | 08/27 08 |
| WO 206186N | 12/31 05 |
| WO 206183G | 7/19 05 |
| WO 206181G | 7/19 05 |
| WO 206038N | 8/18 05 |
| WO 205100E | 4/30 04 |
| WO 202119G | 9/24 01 |
| WO 200178C | 11/23 99 |
| WO 9555F | 6/28 93 |
| WO 7483L | 6/10 88 |
| WO 7427A | 2/4 88 |
| WO 5985U | 8/20 82 |
| WO 5814A | 3/18 82 |
| WO 5216G | 1/27 80 |
| WO 4961C | 4/02 79 |
| WO 4926G | 2/31 79 |
| DDT 3110L | 6/26 75 |
| DDT 2431 | 1/10 75 |

— REVISIONS —

CITY & VICINITY OF WOODLAND
 Assessor's Map Bk. 27, Pg. 25
 County of Yolo, Calif



OWNER/SUBDIVIDER: CLARK PACIFIC, LLC
 40307 COUNTY ROAD 18A
 WOODLAND, CA 95776
 PHONE: (916) 471-1442

ENGINEER/SURVEYOR: LAUGENOUR AND MEIKLE
 CIVIL ENGINEERS
 608 COURT STREET
 WOODLAND, CA 95695
 PHONE: (530) 662-1755

ASSESSOR'S NUMBER: 027-250-019-000

EXISTING USE: AGRICULTURE

PROPOSED USE: INDUSTRIAL

EXISTING ZONING: A-N (AGRICULTURAL INTENSIVE)

PROPOSED ZONING: I (INDUSTRIAL)

SEWER SERVICE: LEACH FIELD

DRAINAGE SERVICE: COUNTY OF YOLO

WATER SERVICE: PRIVATE WELL

ELECTRIC SERVICE: PACIFIC GAS & ELECTRIC

GAS SERVICE: PACIFIC GAS & ELECTRIC

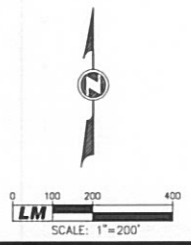
TELEPHONE SERVICE: AT&T

FLOOD ZONES: 06113C0435H ZONE AE

GROSS AREA: 73.38 ACRES±

TENTATIVE PARCEL MAP
 FOR
CLARK PACIFIC, LLC
 LOCATED WITHIN SECTION 16,
 TOWNSHIP 10 NORTH, RANGE 2 EAST,
 MOUNT DIABLO BASE AND MERIDIAN
 CITY OF WOODLAND, YOLO COUNTY, CALIFORNIA

LM LAUGENOUR AND MEIKLE
 CIVIL ENGINEERING - LAND SURVEYING - PLANNING
 608 COURT STREET, WOODLAND, CALIFORNIA 95695 - PHONE: (530) 662-1755
 P.O. BOX 828, WOODLAND, CALIFORNIA 95776 - FAX: (530) 662-4602



#2813-16-1

County Code subsection 8-2.223(e)(1) statement:

The General Plan amendment to change the land use designation of the 82.17-acre parcel from Agriculture (“AG”) to Industrial (“IN”) will allow Clark Pacific to expand and continue the successful industrial facilities it has operated in the unincorporated area since 2008. While the Land Use and Community Character Element (“Land Use Element”) of the General Plan recognizes the County’s “strong focus on protecting our agricultural and open space resources,” it acknowledges that, “[a]s Yolo County looks ahead to the next 20 years,” the County’s “vision needs to expand to address new challenges.” (General Plan at p. LU-2.) The Land Use Element then identifies four fundamental shifts in the County’s vision to address these new challenges, with the second shift providing that “the local economy needs to diversify beyond its reliance on agriculture, to provide a more stable job market and increase government revenue streams.” (General Plan at p. LU-2.) The Land Use Element “embraces” four underlying strategies to facilitate these changes and the second strategy is to increase “[o]pportunities for revenue-producing and job-producing agricultural, industrial and commercial growth in limited locations and along key transportation corridors.”

The Agriculture and Economic Development Element similarly advances these goals, with Economic Diversity Goal ED-1 setting the objective to “[d]iversify the local economy to provide substantial and sustainable long-term growth that will benefit businesses, residents and local government.” (General Plan at p. AG-41.) Policy ED-1.1 within Goal ED-1 establishes that the County should “[e]nsure that an adequate supply of industrial and commercial land is designated for future development, to allow the market to continue to expand in a manner that is compatible with adjacent properties and existing uses.” (General Plan at p. AG-41.)

The proposed General Plan amendment thus provides the opportunity for the County to implement this necessary shift in vision to respond to current and future challenges while limiting the impacts to agricultural uses and preserving the primarily agricultural character of the County. Within the unincorporated area, the Project would result in the loss of only 0.015% of agricultural land and a gain of 12.5% of industrial land. With a recognized need to diversify, the Project offers an ideal opportunity to expand an established industrial use that has demonstrated compatibility with surrounding agricultural uses with minimal loss of agricultural land. The Agriculture and Economic Development Element also recognizes that 67% of the County is subject to Williamson Act contracts to “provide further long-term protection of these lands.” (General Plan at AG-2.) The Project parcel, in contrast, is not subject to a Williamson Act contract. The location for this relatively minor loss of agricultural land is also appropriate because it is adjacent to existing industrial land and is in close proximity to more densely developed urban areas. With the expansion of the existing industrial facilities, the Project will also bring new employment opportunities to the County.

The County will also be able to make the required findings under Policy AG-1.5, which provides that “[n]o lands shall be considered for redesignation from Agricultural or

Open Space to another land use designation unless all of the following findings can be made.”

- A. There is a public need or net community benefit derived from the conversion of the land that outweighs the need to protect the land for long-term agricultural use.
- B. There are no feasible alternative locations for the proposed project that are either designated for non-agricultural land uses or are less productive agricultural lands.
- C. The use would not have a significant adverse effect on existing or potential agricultural activities on surrounding lands designated Agriculture.

(General Plan at p. AG-22.) Under the first finding and as explained in the County General Plan, the County’s ability to continue to provide public services necessitates diversification of the County’s economy. This Project provides an opportunity for an industrial user that has demonstrated success within the County to expand a stable and diversified property and sales tax revenue stream for the County and provides new job opportunities outside of the agriculture industry for the public.

Under the second finding, because the Project seeks to expand existing operations, the only feasible locations would be parcels adjacent to the existing facilities, and the proposed Project parcel immediately to the west of the existing facilities is the only potential expansion area. The parcels to the south and north of the existing facilities are separated by a public road and thus integrated operations would require traversing across the public right of way. The parcel to the east of the existing facilities is an established equestrian ranch. With the existing railway along the western boundary of the proposed Project parcel, the expanded operations would be limited to the proposed Project area and could not continue further to the west. The Project area is also appropriate for diversification of uses within the County because the existing industrial facilities are already operating and the Project parcel is bordered on the south by additional developed uses. The Project is also less than one mile from Interstate 5 and thus is close to a key transportation corridor. While not in the sphere of influence of the City of Woodland, the Project is less than one mile from the City and thus is in close proximity to a highly developed area of the County as compared to the vast agricultural acreage in the County in more rural areas.

With the third finding, Clark Pacific has demonstrated its ability to operate without an adverse effect on surrounding agricultural activities for the last 14 years and would ensure that its expanded operations remain compatible with the surrounding agricultural uses. The Project will also comply with General Plan Policy AG-1.6 requiring mitigation for the loss of agricultural land.

County Code subsection 8-2.223(e)(2) description:

To facilitate the General Plan amendment, Figure LU-1A of the Land Use and Community Character Element of the General Plan would be revised to reflect the change in land use designation from AG to IN for the Project parcel. (Yolo County General Plan, page LU-8.) Table LU-5 (2030 Yolo County General Plan Land Use Designations and Acreages) would also need to be updated to reflect a reduction from 546,195 to 546,113 acres of land with an AG land use designation and an increase from 658 to 740 acres of land with an IN land use designation. The County may also want to consider updating Table LU-9, which identifies “Allowed Commercial and Industrial Growth (in acres)” to include the additional allowed industrial growth in the “New Added Acres” and “Total Designated Acres” columns. In updating Table LU-9, it is worth noting that Clark Pacific’s existing industrial facilities adjacent to the Project do not appear to be reflected in the “Existing Developed Acres” because that acreage is based on data from 2007 and the existing facilities were all constructed after 2007. Currently, Table LU-9 only identifies 43.3 existing industrial and commercial developed acres as of 2007 in the “Remaining Unincorporated” area. If the existing facilities (40600 County Road 18C; APN 027-250-028 and 40979 Best Ranch Road; APN 027-250-029) are added to Table LU-9, a clarifying footnote should be included or footnote “a” could be updated to reflect that the data is no longer based on the “on-the-ground commercial and industrial land uses” from 2007.