RESOLUTION NO. 2024-10

RESOLUTION OF THE NAPA COUNTY BOARD OF SUPERVISORS, STATE OF CALIFORNIA, DECLARING THE CALISTOGA FAIRGROUNDS PROPERTY TO BE EXEMPT SURPLUS LAND AND AUTHORIZING THE CHAIR TO EXECUTE A PURCHASE AND SALE AGREEMENT WITH THE CITY OF CALISTOGA

WHEREAS, the County is the owner of approximately ±70.6 acres of improved land located in the City of Calistoga, County of Napa, commonly known as APN: 011-140-055, 011-140-006, 011-140-007 and 011-481-022 and more fully described on Exhibit A ("County's Property"); and

WHEREAS, the County contracted with the Napa County Fair Association for over 80 years to operate and maintain on a portion of County's Property the "Napa County Fairgrounds"; and

WHEREAS, the Napa County Fairgrounds struggled since 2012 when the state cut funding which was compounded by aging infrastructure and a decline in attendance in fairs; and

WHEREAS, in 2018 the Napa County Fair Association, notified the County of its intent to terminate its contract with the County for the Napa County Fairgrounds; and

WHEREAS, since 2019 the County and City of Calistoga (the "City") have been discussing the governance of County's Property and the City is now interested in acquiring the County Property, less the one acre portion which includes the Napa County Office of Education ground lease, to preserve and utilize the grounds thereof for its historical uses for the benefit of city and County residents; and

WHEREAS, in consideration of the City's desire to restrict the use of the Property to historical uses, the County is willing to transfer the Property at a significant discount subject to retaining certain reversionary rights to the Property should the City in the future want to sell or lease the Property, or change the zoning; and

WHEREAS, California Government Code Section 25365 (a) provides that a board of supervisors may, by a four-fifths vote, convey or otherwise transfer to a city any real property belonging to a county upon the terms and conditions as are agreed upon and without complying with any other provisions regarding surplusing of public property, if the property is not required for county use; and

WHEREAS, the County has given notice of its intended action to convey the County Property to the City at least one week in advance pursuant to California Government Code Sections 25365 (c) and 6061; and

WHEREAS, the Surplus Land Act, Government Code sections 54220 et seq., is intended to make a local agency's land that is no longer needed for the local agency's use, available for affordable housing, park and recreation, or open-space purposes by requiring local agencies to send written notices of availability to various parties and agencies unless the surplus land is "exempt surplus land;" and

WHEREAS, exempt surplus land includes "surplus land that a local agency is transferring to another local, state, or federal agency for the agency's use," pursuant to Government Code section 54221(f)(1)(D); and

WHEREAS, the governing body of a local agency must declare land to be either surplus land or exempt surplus land at a regular public meeting before taking action to dispose of the property, pursuant to Government Code section 54221(b)(1);

NOW, THEREFORE, BE IT RESOLVED by the Napa County Board of Supervisors as follows:

1. The Board hereby finds that the foregoing recitals are true and correct and are incorporated herein, and the recitals support the declaration of exempt surplus land set forth in this resolution.

2. The Board intends to sell the County Property to City for municipal purposes, including "agency's use" as defined in Government Code section 54221(c)(1), subject to the County retaining a reversionary interest, to be recorded as a first right of refusal, should the City desire to change the zoning or sell or lease the County Property in the future. The purchase and sale agreement includes an acknowledgment and agreement between the County and the City that in the event the County exercises its first right of refusal to take back the County Property, or any portion thereof, that such future transfer shall be treated as exempt surplus land under the Surplus Land Act.

3. The Property is hereby declared to be "exempt surplus land" pursuant to Government Code section 54221(f)(1)(D) based on the facts and reasons set forth in this resolution, and therefore the Surplus Land Act does not apply to the sale of the Property.

4. The Chair of the Board is authorized to execute the purchase and sale agreement for the sale and conveyance of the County Property to the City and related documents, substantially in the form of agreement as attached to the concurrent agenda item.

5. The County Executive Officer (CEO) or designee is authorized to take any other steps and execute any other documents necessary to consummate the sale and conveyance of the County Property to the City.

6. The Board finds that this action is categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to: (a) Class 12 "Surplus Government Property Sales," which may be found in the guidelines for the implementation of CEQA at 14 CCR §15312; and (b) the General Rule Exemption. It can be seen with certainty that there is no possibility the proposed action may have a significant effect on the

environment and therefore CEQA is not applicable. [See Guidelines for the Implementation of the California Environmental Quality Act, 14 CCR 15061(b)(3)].

7. This resolution shall take effect immediately upon its adoption.

The foregoing resolution was duly adopted at a regular meeting of said Board of Supervisors of Napa County, State of California, held on the 23rd day of January, 2024, by the following vote:

AYES:	SUPERVISORS	COTTRELL, GREGORY, PEDROZA, RAMOS, AND GALLAGHER
NOES:	SUPERVISORS	NONE
ABSTAIN:	SUPERVISORS	NONE
ABSENT:	SUPERVISORS	NONE

NAPA COUNTY, a political subdivision of the State of California

By: _____
JOELLE GALLAGHER, Chair of the Board of Supervisors

APPROVED AS TO FORM Office of County Counsel By: Sheryl L. Bratton County Counsel Date: January 17, 2024	APPROVED BY THE NAPA COUNTY BOARD OF SUPERVISORS Date: January 23, 2024 Processed By: Deputy Clerk of the Board	ATTEST: NEHA HOSKINS Clerk of the Board of Supervisors By: _____