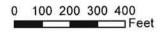
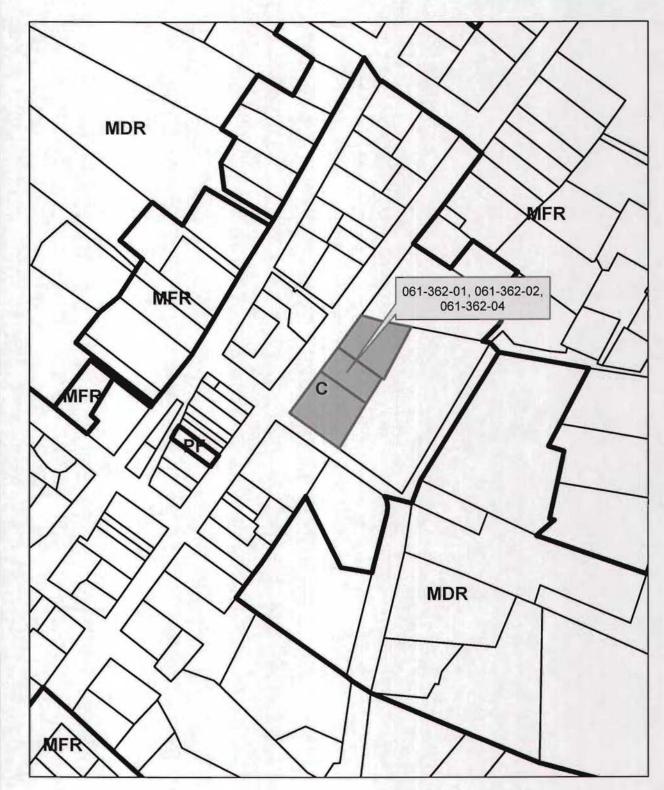


File No. DR14-0005-S/BLA14-0055 Location Map

Exhibit A







File No. DR14-0005-S/BLA14-0055 General Plan Land Use Map

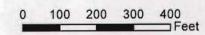
C - Commercial

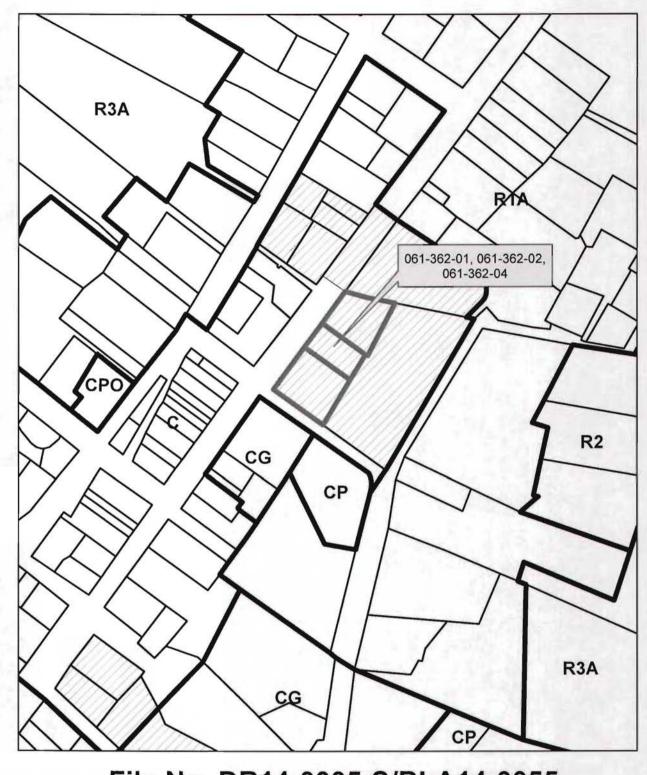
MDR - Medium-Density Residential

MFR - Multifamily Residential

PF - Public Facilities

Exhibit C





File No. DR14-0005-S/BLA14-0055 Zoning Map

C - Commercial

CP - Planned Commercial

CPO - Proffessional Office Commercial

CG - General Commercial

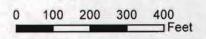
R1A - One-Acre Residential

R2 - Limited Multifamily Residential

R3A - Single-Family Three-Acre Residentiall

- Design Control

Exhibit D

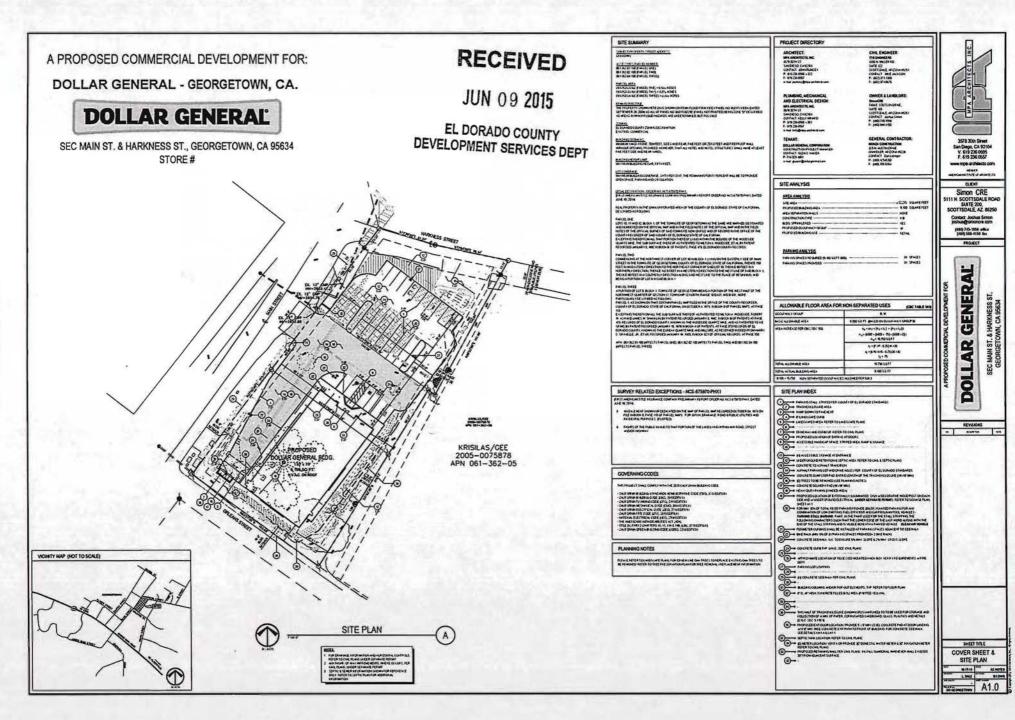


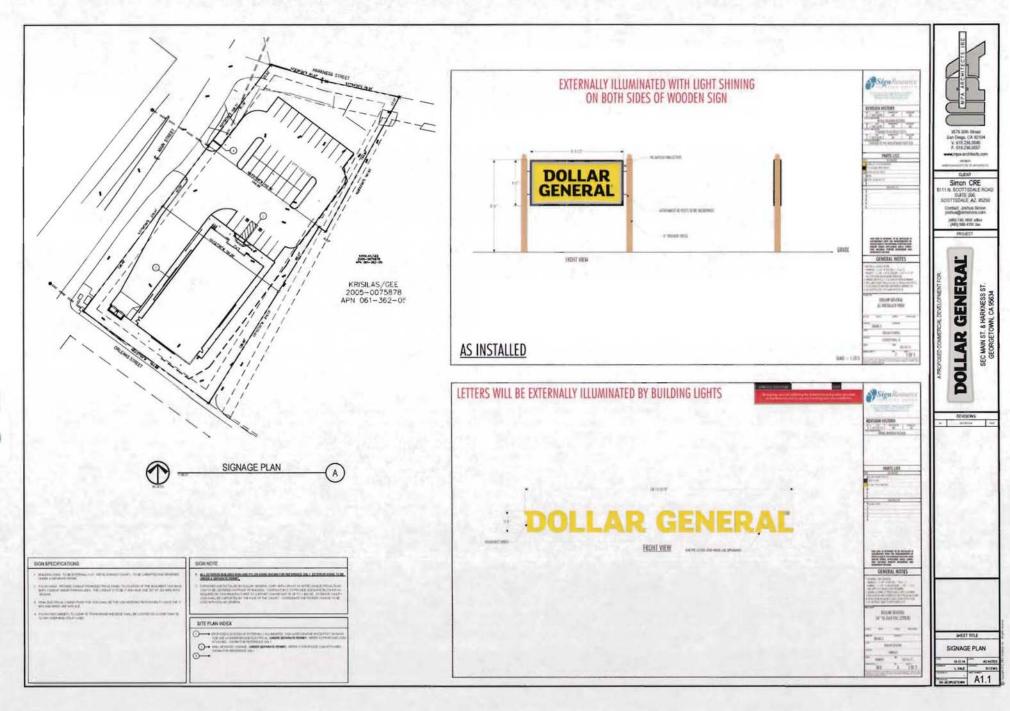


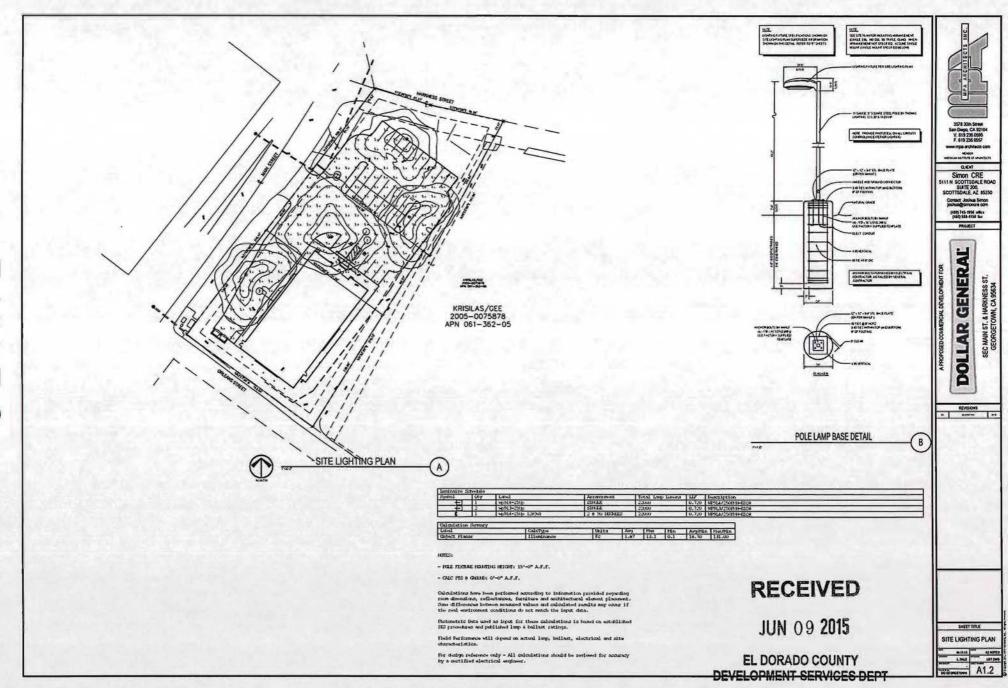
File No. DR14-0005-S/BLA14-0055
Aerial Photo

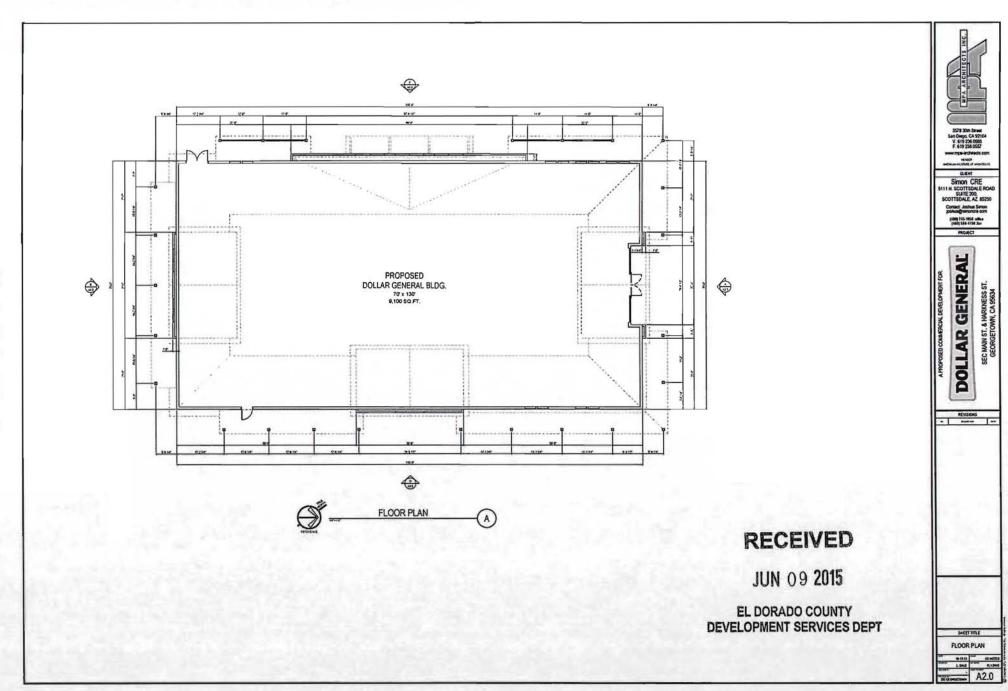
Exhibit E

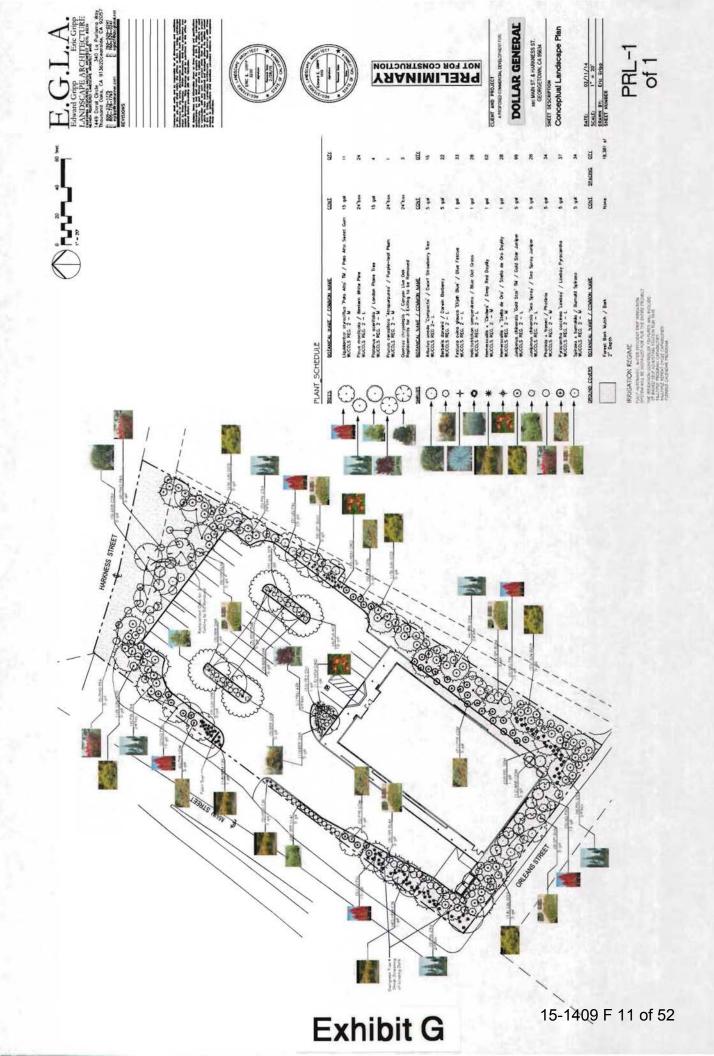
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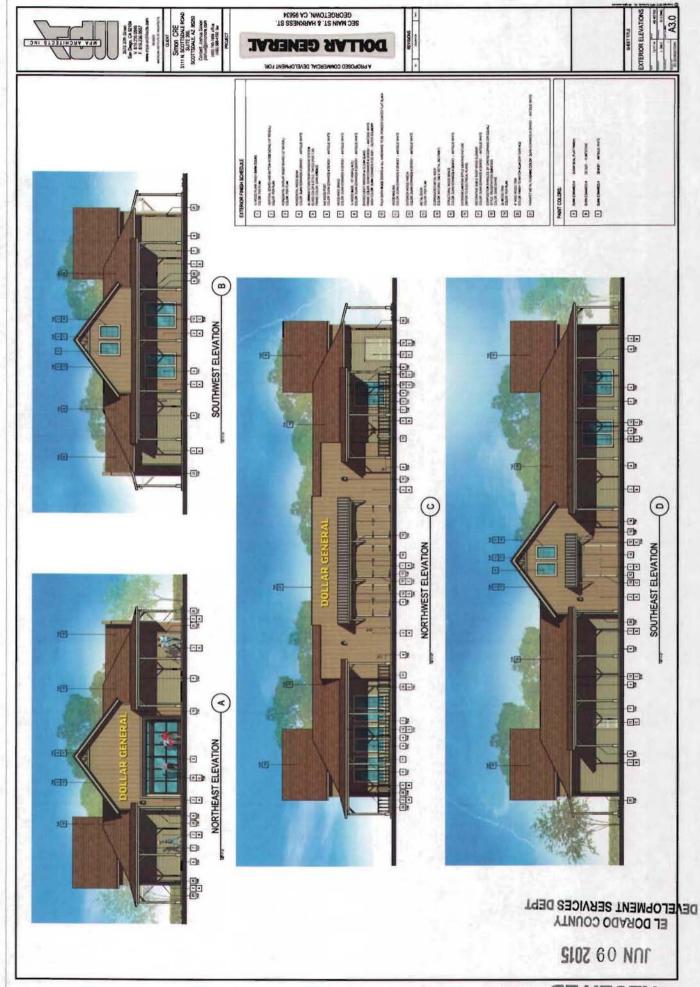












15-1409/H 72-67-52

ENGINEER NOTES

- THESE PLANS ARE SUBJECT TO THE INTERPRETATION OF INTENT BY THE ENGINEER. ALL QUESTIONS RECARDING THESE PLANS SHALL BE PRESENTED TO THE ENGINEER ANYONE WHO TAKES IT JPON THEMSELF THE INTERPRETATION OF THE ORIGINATION OF MAKES REVISIONS TO THE SMALE WITHOUT COMPRENING WITH THE NEER OF RECORD SHALL BE RESPONSIBLE FOR THE CONSEQUENCES THEREOF
- THE ESTIMATED QUANTITIES SHOWN ARE FOR INFORMATION PURPOSES ONLY. THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE COMPLETENESS AND ACCURACY OF A DETAILED ESTIMATE BASED ON THESE PLANS, CURRENT CODES, AND SITE VISITATION
- ALL EARTHWORK CONSTRUCTION SHALL CONFORM TO THE LOCAL JURISDICTION OR GOVERNMENT STANDARD DETAILS AND/OR SPECIFICATIONS INCLIDING ANY SUPPLEMENTS THERETO, AND ALL ADDENDA. THE CONTRACTOR IS TO FOLLOW THE RECOMMENDATION OF THE GEOTECHNICAL ENGINEERING INVESTIGATION, AS PREPARED BY EAS PROFESSIONALS, PHONE: 559-271-9700, PROJECT NO. EAS-14-406 DATED 10.10.2014
- PRIOR TO BIDDING THE WORK, THE CONTRACTOR SHALL THOROUGHLY SATISFY HIMSELF AS TO THE ACTUAL CONDITIONS, REQUIREMENTS OF THE WORK AND EXCESS OR DEFICIENCY IN QUANTITIES. NO CLAIMS SHALL BE MADE AGAINST THE OWNER/DEVELOPER OR ENGINEER FOR ANY EXCESS OR DEFICIENCY THEREIN, ACTUAL
- THE ENGINEER SHALL NOT BE RESPONSIBLE FOR CONSTRUCTION MEANS, METHODS, TECHNIQUES, SEQUENCES, PROCEDURES OR SAFETY PRECAUTIONS OR PROGRAMS UTILIZED IN CONNECTION WITH THE WORK, AND WILL NOT BE RESPONSIBLE FOR THE CONTRACTOR'S FAILURE TO CARRY OUT THE WORK IN ACCORDANCE WITH THE CONTRACT DOCUMENTS.
- THE ENGINEER SHALL NOT BE RESPONSIBLE FOR COORDINATING THE RELOCATION OF UTILITIES, POWER
- THE CONTRACTOR SHALL MAKE NO CLAIM AGAINST THE OWNER OR THE SURVEYOR REGARDING ALLEGED INACCURACY OF CONSTRUCTION STAKES SET BY THE SURVEYOR UNLESS ALL SURVEY STAKES SET BY THE SURVEYOR THE MAINTAINED INTACT AND CAN BE VERIFIED AS TO THEIR ORIGIN. F, IN THIS OPPONIN OF THIS SURVEYOR, THE STAKES ARE NOT MAINTAINED INTACT AND CANNOT BE VERRIED AS TO THEIR ORIGIN, ANY REMEDIAL WORK REQUIRED TO CORRECT ANY ITEM OF IMPROPER CONSTRUCTION WORK SHALL BE PERFORMED AT THE SOLE EXPENSE OF THE RESPONSIBLE CONTRACTOR OR SUBCONTRACTOR
- THE SURVEYOR WILL MAKE FIELD AS-BUILT MEASUREMENTS OF THE WORK UPON NOTFICATION BY THE CLIENT OR HIS REPRESENTATIVE THAT THE WORK IS COMPLETE AND READY FOR AS-BUILT SURVEY. FOR PIPE WORK, THE CONTRACTOR IS RESPONSIBLE FOR LEAVING TERCHICES OPEN SO THAT AS-BUILTS CAN BE PERFORMED TO COMPLY WITH THE LOCAL JURSDICTION REQUIREMENTS. IF THE TRENCHES ARE BACKFLIED AND OBSCURED TO THE POINT THAT AS-BUILT MEASUREMENTS CANNOT BE PERFORMED, IT WILL BE THE RESPONSIBILITY OF THE CONTRACTOR TO POTHOLE UTILITY TRENCHES AS NECESSARY TO COMPLETE AN
- THE CONTRACTOR IS TO VERIFY THE LOCATION, ELEVATION, CONDITION, AND PAVEMENT CROSS-SLOPE OF ALL EXISTING SURFACES AT POINTS OF TE-IN AND MATCHING, PRIOR TO COMMENCEMENT OF GRADING, PAVING, CURB AND GUTTER OR OTHER SURFACE CONSTRUCTION. SHOULD EXISTING LOCATIONS, ELEVATIONS, CONDITION, OR PAVEMENT CROSS-SLOPE DIFFER FROM THAT SHOWN ON THESE PLANS, RESULTING IN THE DESIGN INTENT REFLECTED ON THE PLANS NOT ABLE TO BE CONSTRUCTIOE. THE CONTRACTOR SHALL NOTIFY THE OWNER'S AGENT MAMEDIATELY FOR DIRECTION ON HOW TO PROCEED PRIOR TO COMMENCEMENT OF CONSTRUCTION. THE CONTRACTOR SHALL FRESHORD AND THE CONTRACTOR ACCEPTS RESPONSIBILITY FOR ALL COSTS ASSOCIATED WITH CORRECTIVE ACTION IF THESE PROCEDURES ARE NOT FOLLOWED.
- D. EXISTING UTILITIES SHOWN ON THESE PLANS HAVE BEEN LOCATED ACCORDING TO INFORMATION PROVIDED BY THE ACENCY OPERATING EACH UTILITY. LOCATIONS SHOWN ARE APPROXIMATE ONLY, AND ARE NOT RELIABLE FOR CONSTRUCTION PURPOSES. CALL BIT FOR FIELD LOCATION. THE CONTRACTOR SHALL PROTECT AND MAINTAIN ALL EXISTING UTILITIES ON THE SITE. ANY DAMAGE TO EXISTING UTILITIES, WHETHER SHOWN OR NOT ON THE DRAWING, SHALL BE REPARED/REPLACED AT THE CONTRACTOR'S EXPENSE. EXISTING SURFACE FEATURES AND FENCING SHALL BE REPLACED IN KIND.
- THE ENGINEER AND APPLICABLE AGENCY MUST APPROVE, PRIOR TO CONSTRUCTION, ANY ALTERATION, OR VARIANCE FROM THESE PLANS, ANY VARIATIONS FROM THESE PLANS SHALL BE PROPOSED ON CONSTRUCTION FIELD PRINTS AND TRANSMITTED TO THE ENGINEER.
- 12. ANY INSPECTION BY THE CITY, COUNTY, ENGINEER, OR OTHER JURISDICTIONAL AGENCY, SHALL NOT, IN ANY MAY, RELIEVE THE CONTRACTOR FROM ANY OBLIGATION TO PERFORM THE WORK IN STRICT COMPLIANCE WITH APPLICABLE CODES AND AGENCY REQUIREMENTS.
- 13. CONTRACTOR IS RESPONSIBLE FOR PROTECTING ALL STORM DRAIN PIPES, STORM WATER RETENTION PIPES AND DRAINAGE FACULTIES FROM DAMAGE DURING ALL STAGES OF CONSTRUCTION. THE DEPTH OF COVER ON THE STORM DRAIN PIPE IS DESIGNED FOR FINAL GRADE. THEREFORE, EXTRA CARE SUCH AS BERMING OVER PIPES, FLAGGING OR SIGNAGE SHOULD BE USED DURING CONSTRUCTION TO MAINTAIN COVER OR PROTECT THE PIPES.
- 8. THE ENGINEER MAKES NO REPRESENTATION OR GUARANTEE REGARDING EARTHWORK QUANTITIES OR THAT THE EARTHWORK FOR THIS PROJECT WILL BALANCE DUE TO THE VARPING FIELD CONDITIONS, CHAIGING SOIL TYPES, ALLOHABLE CONSTRUCTION TOLERANCES AND CONSTRUCTION METHODS THAT ARE BEYOND THE CONTROL OF THE ENGINEER, EARTHWORK QUANTITIES ON THIS SHEET ARE FOR PERMITTING PURPOSES ONLY.
- 5. IF PAD CERTIFICATIONS ARE PERFORMED, IT IS UNDERSTOOD THAT THE CERTIFICATION PROVIDES ONLY A REPRESENTATIVE ELEVATION OF THE AVERAGE GRADE OF EACH LOT, BUILDINGS OR UNIT PAD, AND SHALL NOT BE CONSTRUED TO INCLUDE YARD AND STREET SUB-GRADE CERTIFICATION OR CERTIFICATION THAT THE ENTIRE PAD IS LEVEL, THAT IT WAS CONSTRUCTED IN THE DESIGNED LOCATION OR WAS GRADED TO THE CROSS-SECTION SET FORTH ON THE PLANS OR AS DESIGNATED IN THE SOULS REPORT.
- 16. FINISH GRADES SHOWN ON THESE PLANS ARE THE FINAL FINISH GRADES. CONTRACTOR IS RESPONSIBLE FOR OVER—EXCAVATING LANDSCAPE AREAS TO ALLOW FOR PLANTING AND UTILITY TRENCHING SPOILS AND FOR THE FINAL LANDSCAPE TREATMENT (DECOMPOSED GRANTE, LAWN, ETC.).

THE PROPERTY SHOWN HEREON IS SHOWN ON FEMA FLOOD FIRM INDEX PANEL NO. 06017CINDOA (DATED SEPTEMBER 28, 2006) AS ALL OF PANEL NO. 06017CINC262 (PANEL NOT PRINTED) BEING ZONE "D" DESCRIBED AS AREAS IN MINCH FLOOD HAZARDS ARE UNDETERMINED, BUT POSSIBLE.

ENGINEER'S ESTIMATED EARTHWORK QUANTITIES

FILL(RAW)

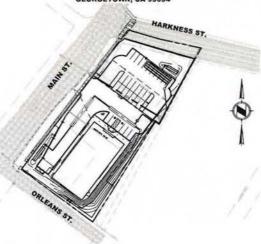
NET EARTHWORK QUANTITY (RAW)

1.590 C.Y.(IMPORT)

NOTE: EARTHWORK QUANTITIES ARE <u>ESTIMATED</u> VOLUMES BASED ON RAW VALUES. THE CONTRACTOR SHALL PREPARE HIS OWN EARTHWORK ANALYSIS FOR BIDDING PURPOSES.

IMPROVEMENT PLANS

DOLLAR GENERAL MAIN ST. AND HARKNESS ST. **GEORGETOWN, CA 95634**



LEGEND

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GR STONE TRACKING MAT INLET PROTECTION/SANDBAG BEAM PROPOSED SLOPE

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EL DORADO RRIGATION DISTRICT
TOP OF WALL
SOTTOM OF WALL

BASIS OF BEARING

THE BASIS OF BEARINGS OF THIS SURVEY IS IDENTICAL TO THAT OF THE MAP FILED IN BOOK 6 OF PARCEL MAS AT PAGE 113, EL DORADO COUNTY RECORDS AND FROM MONUMENTS SHOWN HERON AS FOUND.

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1.0%

VERTICAL DATUM: NAVDBE

VERTICAL UNION: **APPOSE NOS ENCHMARK* TH 159 USGS* (PID JS0544) — ELEV. 2651.6*

3 1/2* BRASS DISC **ABOUT 144 YARDS SOUTH OF THE GEORGETOWN POST OFFICE, AT MAIN CROSSROOAS, 60 FEET WEST AND 38 FEET NORTH OF THE CENTER LINE OF THE JUNCTION, AT AN ASSOCIATED SERVICE STATION, PROJECTION THROUGH THE SOUTHWEST ENTRANCE OF THE CONCRETE DRIVEWAY LEADING TO THE GASCLINE PUMPS, AND 12.5 FEET SOUTHWEST OF THE

OWNER

SIMON CRE ABBIELLLC 5111 N. SCOTTSDALE RD. SUITE 200 SCOTTSDALE, AZ 85250 PHONE: 480-745-1956 FAX: 480-588-4150 CONTACT: JOSHUA SIMON

CIVIL ENGINEER

TTG ENGINEERS 4300 N. MILLER ROAD, SUITE 122 SCOTTSDALE, AZ 85251 PHONE: 602-371-1333 FAX: 602-371-0575 CONTACT: MIKE JACKSON

ARCHITECT MPA ARCHITECTS INC

3578 30TH STREET SAN DIEGO, CA 92104 F: 619.236.0557 CONTACT: LEONARDO DALE

SHEET INDEX

LEGAL DESCRIPTION

REAL PROPERTY IN THE UNINCORPORATED AREA OF THE COUNTY OF EL DORADO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

LOTS 10, 11 AND 12, BLOCK 1, OF THE TOWNSITE OF GEORGETOWN AS THE SAME ARE MARKED, DESIGNATED AND NUMBERED ON THE OFFICIAL MAP AND IN THE FIELD NOTES OF THE OFFICIAL MAP AND IN THE FIELD NOTES OF THE OFFICIAL SURVEY OF SAME TOWN OF THE AND OF RECORD IN THE OFFICE OF THE OFFICIAL SURVEY OF SAME COUNTY OF EL DORADO STATE OF CALFORNIA.

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EXCEPTING THEREFROM ALL THAT PORTION THEREOF LYING WITHIN THE BOUNDS OF THE WOODSDE QUARTS MINE, THE SUB-SURFACE THEREOF AS PATENTED TO MILTON A WOODSDE, ET AL BY PATE RECORDED JANUARY 3, 1882 IN BOOK B, OF PATENTS, PAGE 475, EL DORAGO COUNTY RECORDS.

COMMENCING AT THE MORTHWEST CORNER OF LOT 10 IN SLOCK 1, LYING ON THE FASTERLY SIDE OF MAIN STREET IN THE TOWNISTE OF GEORGEOWN, COUNTY OF EL DORAGO, STATE OF GALFORNA, THENCE 150 FEET IN AM EASTERLY DIRECTION TO THE MORTHEAST CORNER OF SAID LOT 10, THENCE 80 FEET IN A MORTHERLY DIRECTION THE MOST LINE OF SAID BLOCK 1, THENCE 80 FEET IN A SOUTHERLY DIRECTION TO THE WEST LINE OF SAID BLOCK 1, THENCE 80 FEET IN A SOUTHERLY DIRECTION AND SAID WEST LINE TO THE PLACE OF BEDINNING, AND BERNG A PORTION OF LOT 9 IN SAID BLOCK 1.

PARCEL THREE

A PORTION OF LOT 9, BLOCK 1, TOWNSTE OF GEORGETOWN BEING A PORTION OF THE WEST HALF OF THE MORTHWEST QUARTER OF SECTION 11, TOWNSHIP 12 NORTH, RANGE 10 EAST, M.D.B.&M., MORE PARTICULARLY DESCRIBED AS FOLLOWS.

PARCEL 1, AS SHOWN ON THAT CERTAIN PARCEL MAP FILED IN THE OFFICE OF THE COUNTY RECORDER, COUNTY OF EL BORADO, STATE OF CAUFORNIA, ON OCTOBER 4, 1974, IN BOOK 6 OF PARCEL MAPS, AT PAGE 113.

EXCEPTING THEREFROM ALL THE SUB-SURFACE THEREOF AS PATENTED TO MILTON A WOODSIDE, ROBERT W. ASH AND JAMES W. SHANILIN, BY PATENT RECORDED JANUARY 3, 1882, IN BOOK B OF PATENTS AT PAGE 475, RECORDS OF EL DORADO COUNTY, KNOWN AS THE WOODSIDE OUARTZ MINE; AND AS PATENTED TO A.E. CRIMS BY PATENT RECORDED JANUARY 15, 1878 IN BOOK A OF PATENTS, AT PAGE 373 RECORDS OF EL DORADO COUNTY, KNOWN AS THE EURIKA QUARTZ MINE AND MILLISTIE, AS RESERVED IN DEED THOM HARRY C. GRAVELLE, JR., ET UX, RECORDED JANUARY 18, 1983, IN BOOK 621 OF OFFICIAL RECORDS, AT PAGE 353.

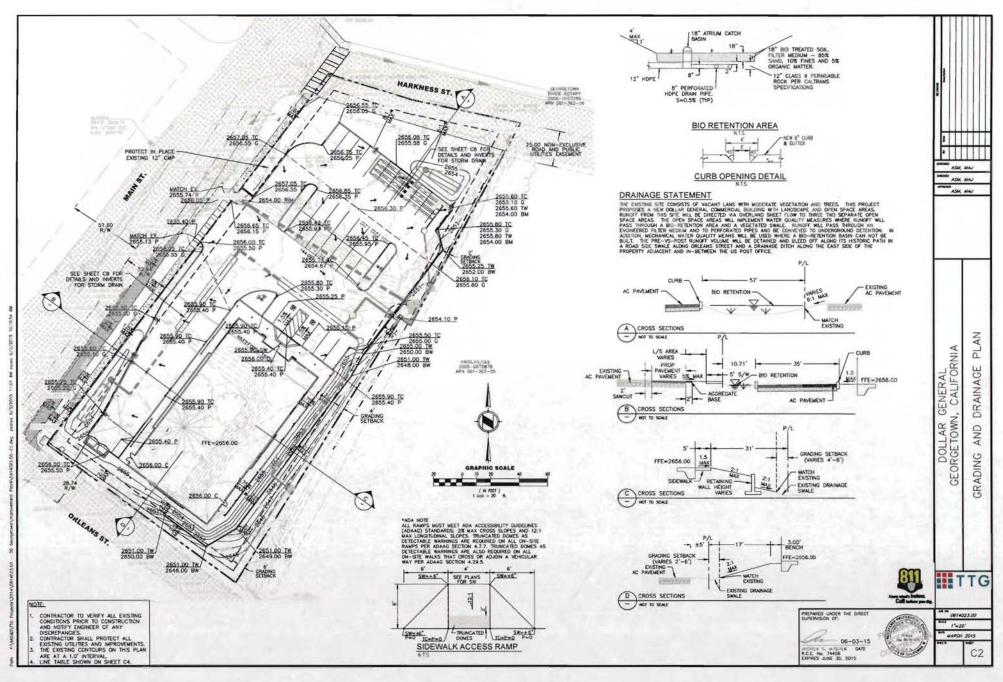
APN: 061-362-01-100 (AFFECTS PARCEL ONE), 061-362-02-100 (AFFECTS PARCEL TWO) AND 061-362-04-100 (AFFECTS PARCEL THREE)

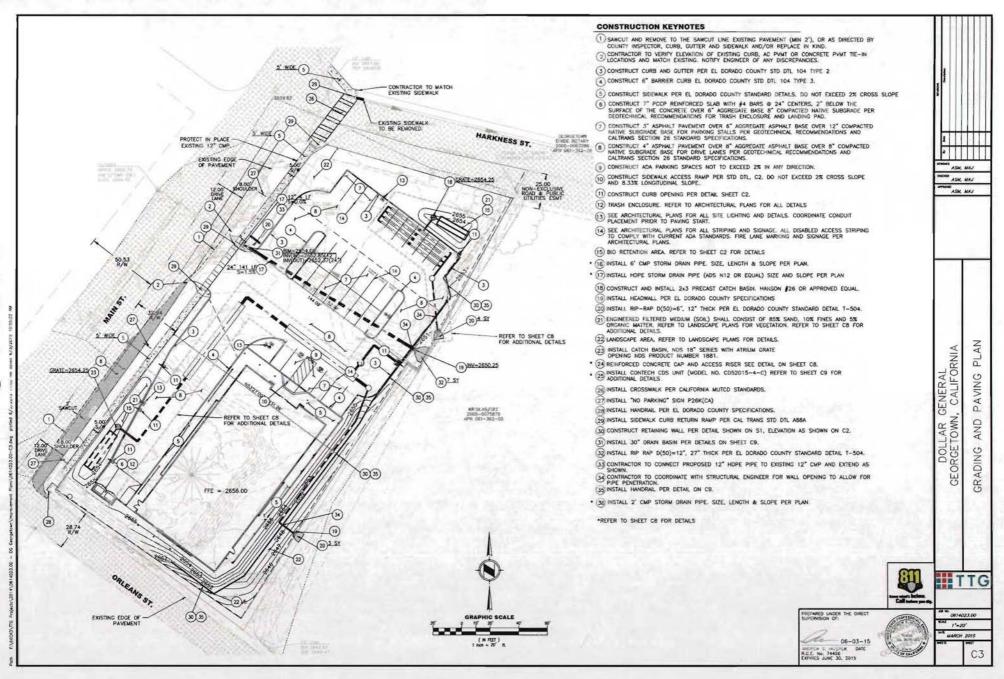


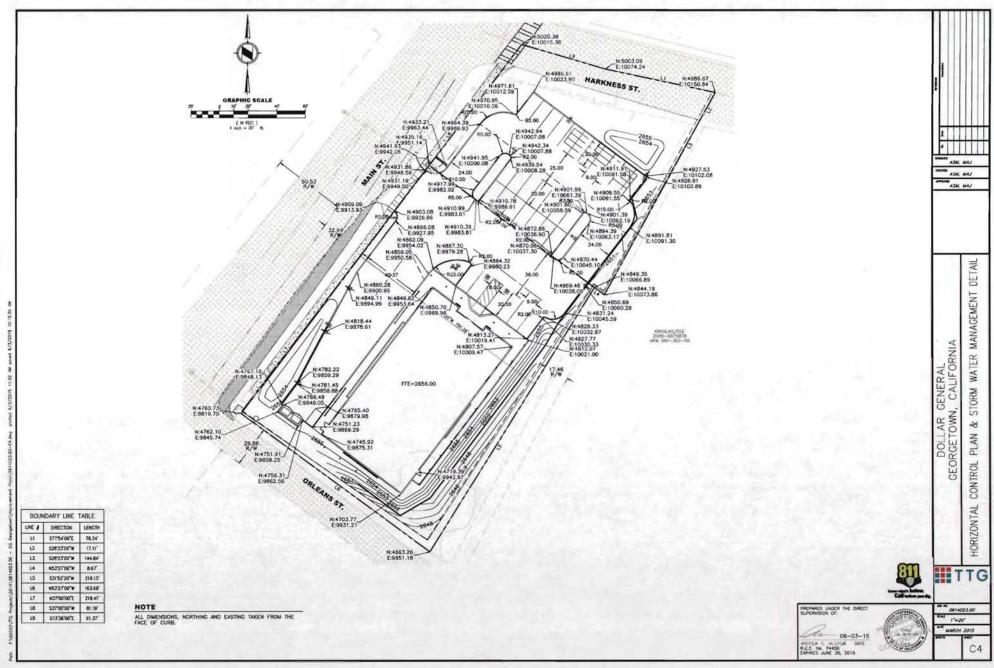
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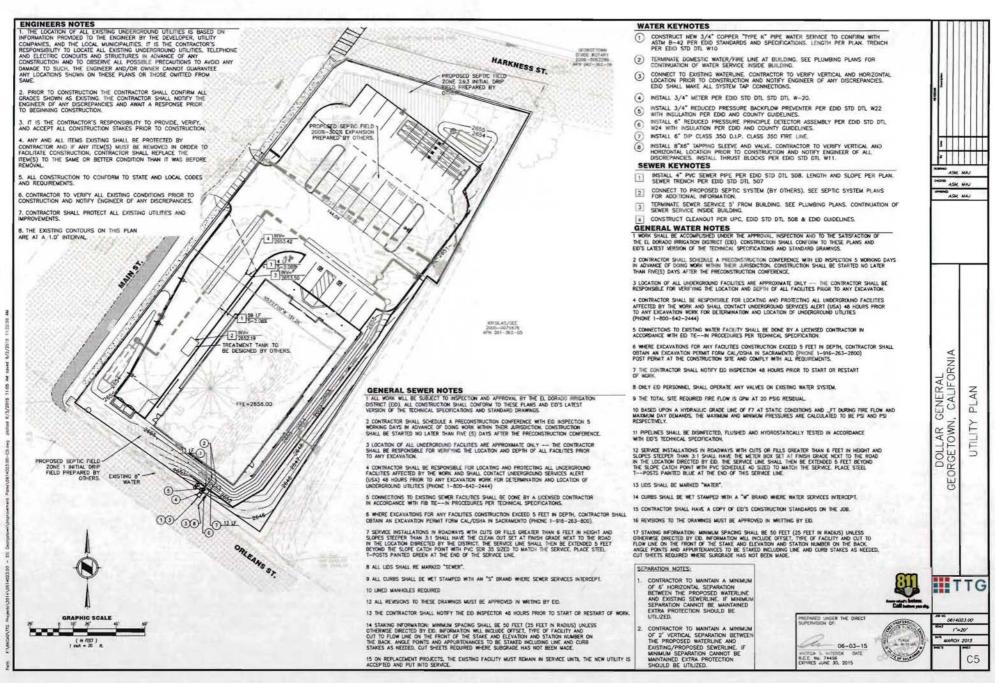
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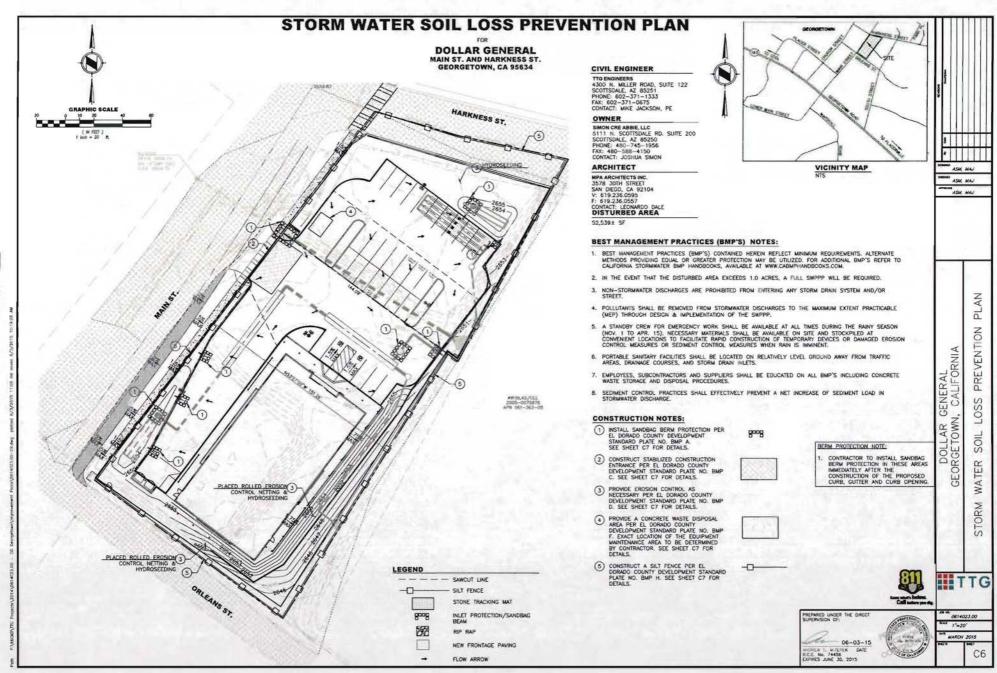
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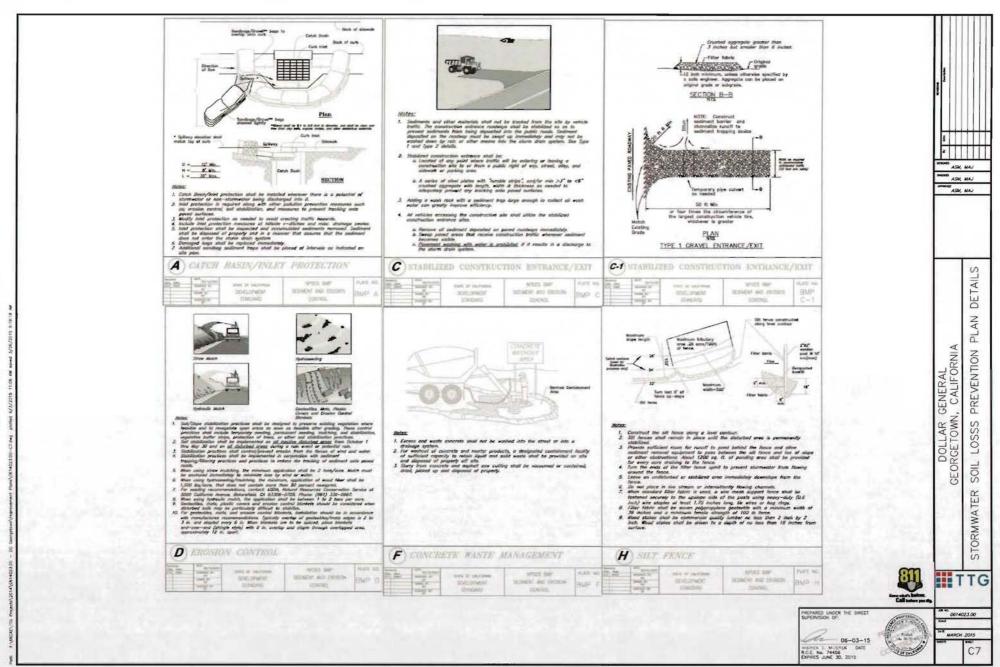


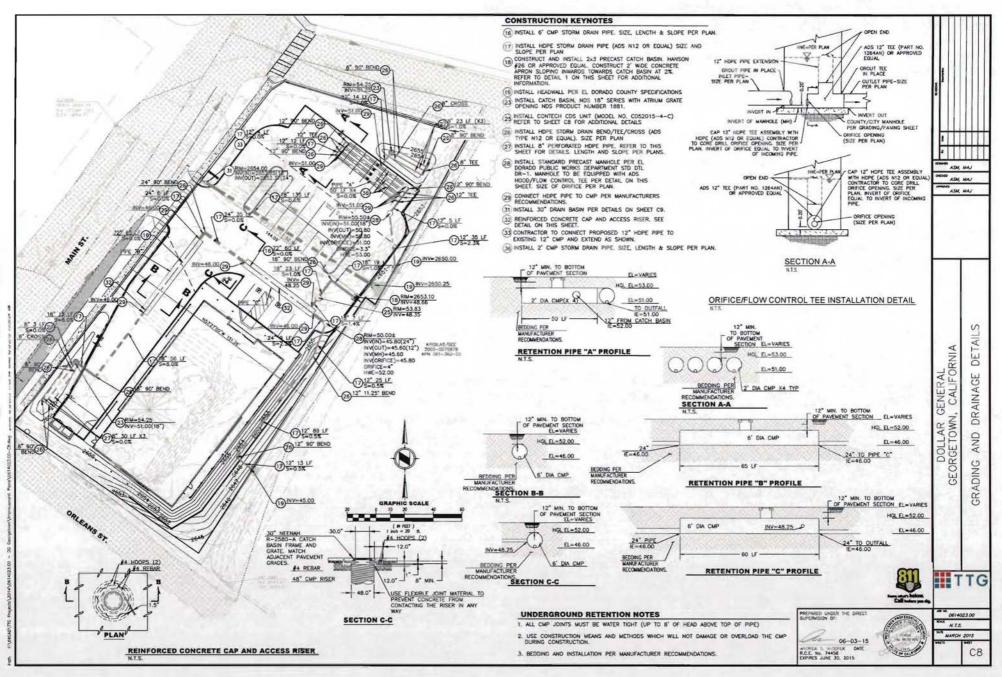


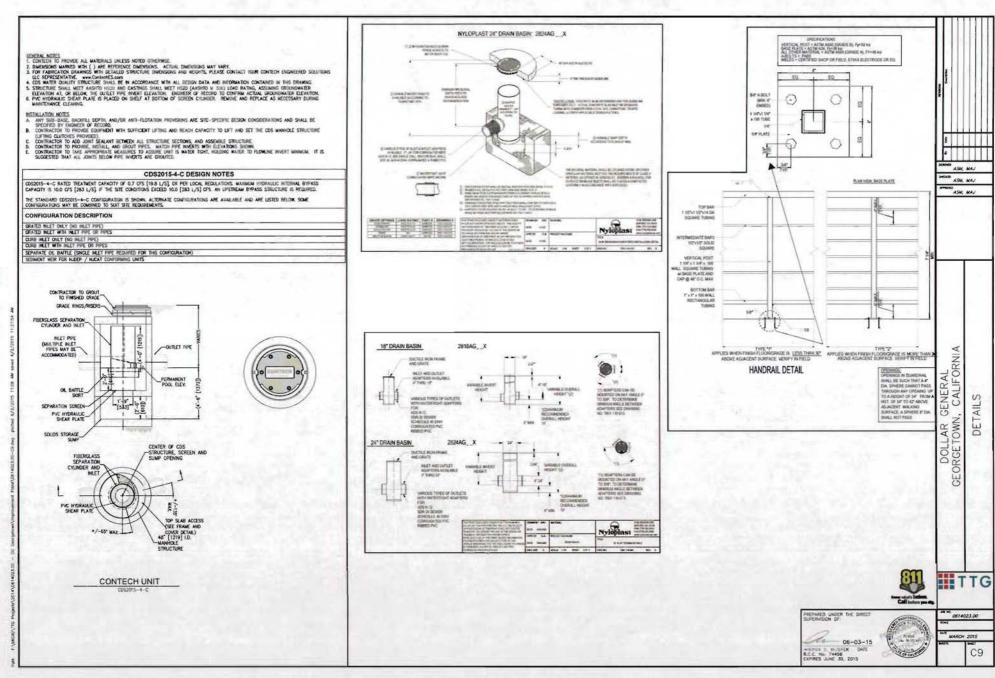












7100 East Cave Creek Sufe 109 Cave Creek AZ 85331 Phone: (480)219-2888 Fax (460)588-8584

GENERAL STRUCTURAL NOTES

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EXHIBIT 'D'

Lot Merger

All that certain piece or parcel of land situate in the West Half of the Northwest Quarter of Section 11, Township 12 North, Range 10 East, M.D.B. & M., in the County of El Dorado, State of California, being a portion of the tract of land know as Block 1 of the Town site of Georgetown and the Parcel map recorded in Book 6 of Parcel Maps, at Page 113, recorded on October 4, 1974, El Dorado County Records, being more particularly described as follows:

BEGINNING at the southwest corner of parcel 2 of said Parcel Map and the north Right of Way line of Orleans Street;

thence North 31°52'20" East along the westerly line of said parcel 2, a distance of 219.13 feet to the southerly line of parcel 1 of said parcel map;

thence along said southerly line South 53°27'00" East a distance of 8.67 feet to the easterly line of said parcel 1;

thence along said easterly line North 28°23'00" East a distance of 161.95 feet to the northerly line of said parcel 1 and the centerline of Harkness Street;

thence along said northerly North 77°54'00" West a distance of 78.34 feet to an angle point; thence continuing along said northerly line North 73°38'00" West a distance of 61.37 feet to the westerly line of said parcel 1 and the east Right of Way line of Main Street;

thence along said westerly line and east Right of Way line South 37°00'00" West a distance of 106.71 feet;

thence leaving said westerly line of parcel 1 and continuing along said east Right of Way line South 37°00'00" West a distance of 218.41 feet to the southwest corner of said Block 1 and the north Right of Way line of Orleans Street;

thence along said north line South 53°27'00" East a distance of 163.68 feet to the Point of Beginning.

Affects portions of APN 061-362-01, 061-362-02 & 061-362-04.

Containing an area of 1.21 acres, more or less.

The basis of bearings is identical to Book 6 of Parcel maps at Page 113, El Dorado County Records.

The above-described parcel is shown on Exhibit 'D1' attached hereto and made a part hereof.



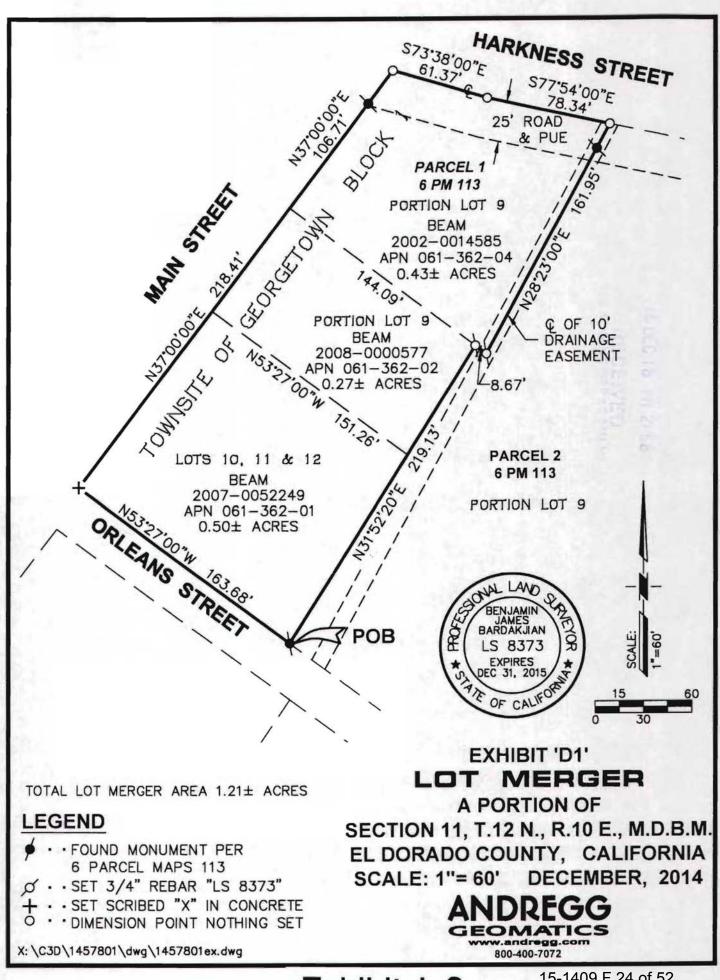
Benjamin James Bardakjian Licensed Land Surveyor Date

December 18, 2014

Page I of I

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Exhibit J-1



PROPOSED DOLLAR GENERAL DOMESTIC WASTE WATER DISPOSAL SYSTEM

15 APR -2 PH 4: 23 PLANNING DEPARTMENT



OPOSED DOLLAR GENERA SWC MAIN STREET & HARKNESS STREET GEORGETOWN CA

SHEET INDEX

COVER SHEET SEPTIC SYSTEM LAYOUT PLAN DETAILS

SYMBOL LEGEND

AIR RELEASE VALVE CHECK VALVE

SUPPLY OR RETURN LINE

PROJECT INFO: PROJECT NO 4-214-0831 CHECHIDBY BM

REVISIONS-

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SS1.0

1 of 3

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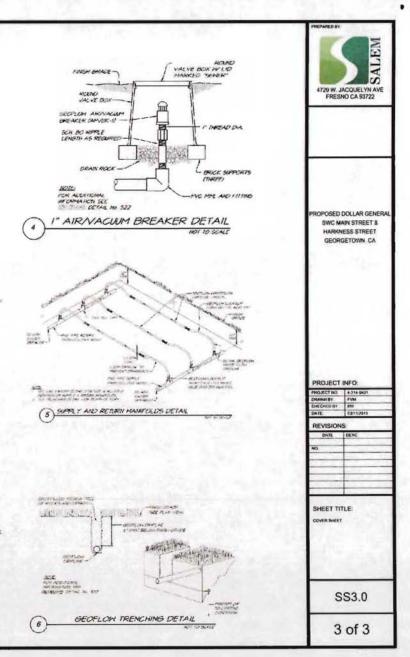
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HERITAGE ARCHITECTURE & PLANNING



MEMORANDUM

DATE:

July 27, 2015

TO:

Mr. John Rumsey, Architect- MPA Architects, Inc.

SUBJECT:

El Dorado Design Review

Dollar General, Georgetown, CA

TA DUNG DEPARTMENT

Heritage Architecture & Planning (Heritage) has completed a design review for the proposed Dollar General store in Georgetown, California in order to confirm the proposed design's compliance with the Historic Design Guide for El Dorado County. Heritage provided an initial letter of opinion on March 5, 2015 and we have reviewed and provided comments on several subsequent design packages for the proposed store. The following is a summary of our findings based on the most the recent exterior elevations and sign details provided by MPA Architects, Inc. on July 22nd and 23rd, 2015 (attached for reference):

Overall Form, Scale, and Massing:

The overall form, scale, and massing of the proposed building appears to comply with the Historic Design Guide which indicates that commercial buildings may include one, two, or even three story structures with a variety of forms and details. The proposed Dollar General store consists of a one-story building with two-story cross gables centered on three of the four facades.

Roof:

The Historic Design Guide indicates that acceptable roof forms include gabled, hip, and shed roofs with wood shakes, shingles or corrugated iron roofing. Cross gables and false fronts were are also common for Gold Rush-era architecture. The proposed design for the Dollar General store includes a sloped mansard roof surrounding a flat roof with taller cross gables on three façade. While not technically described as an appropriate roof form, the mansard roof concept does provide the illusion of a hipped roof and therefore it appears to be consistent with the intent of the Historic Design Guide. The roofing materials indicated in the Dollar General plans include dimensional composite shingles for the primary roofing and corrugated metal for two small porch overhangs. Dimensional composite shingles may be an acceptable alternative to wood where fire restiveness is a high priority. Care should be exercised to select a color range and material that resembles wood. The proposed corrugated metal roofing with galvanized finish is also acceptable.

Porches:

The Historic Design Guide discusses the importance of covered sidewalks and porches. The proposed Dollar General store incorporates wood-framed porches with shed roofs on all sides of the building. The Dollar General plans indicate that the sidewalk will be paved with

HERITAGE ARCHITECTURE & PLANNING



concrete. The Historic Design Guide indicates several paving options including wood, brick, stone, and concrete.

Exterior Wall Materials:

The Historic Design Guide suggests appropriate exterior wall materials include brick, stone masonry, painted horizontal shiplap siding, painted horizontal clapboard, or unfinished vertical board-and-batten siding. The proposed exterior wall materials at the Dollar General store include horizontal wood shiplap with a paint finish and vertical board-and-batten siding with a clear finish. These materials and finishes are appropriate for the historical period and they comply with the Historic Design Guide.

Windows:

The Historic Design Guide requires divided-lite windows. The proposed plans for the Dollar General store include divided light windows which appear to comply with the Historic Design Guide.

Doors:

The Historic Design Guide does not provide direction with regard to appropriate door types for new commercial buildings. Since the intent of the Historic Design Guide is to promote new development that is compatible with the original architecture, is can be assumed that any new doors should be similar to doors that would have been used during this period of architecture. The proposed Dollar General store includes three door types:

- One aluminum storefront system with a dark bronze colored frame and tinted glass on the northeast facade.
- Four pairs of wood faux barn doors with black powder-coated metal barn-style hardware.
- Paneled metal slab doors (one single door and one double door) on the northwest and southeast facades.

The aluminum storefront system is not compatible in design, detailing, or materials with doors that would have been used during the historic period of El Dorado County. Historically, the main entry door to a commercial establishment in Georgetown would have likely featured a wood swinging door with adjacent wood-framed windows facing the main street. Such a configuration may not be feasible at the Dollar General store since the main entrance must be located close to the accessible parking which is provided in the adjacent surface parking lot on the north end of the site. Additionally, an automated entry system may be necessary for functional reasons. If an automated entry system is required, it should be located (as it has been in the proposed plans) on a secondary elevation so it is less visible from the public right-of-way. The proposed plan also indicated that the aluminum entry system will be set back from the building façade approximately 4-feet and the aluminum will have a dark finish. Given these factors, we feel that the proposed entry system is acceptable since it does not substantially detract from the character of the historic setting.

The wood faux barn doors appear to be compatible with doors that would have been used during this period of architecture. Appropriate barn door hardware could include a sliding door track and hanger or heavy-gauge strap hinges.

HERITAGE ARCHITECTURE & PLANNING



The painted paneled metal doors match the basic appearance of paneled wood doors that were common during the historical period. Although period doors would not have been metal, we feel that the profile and period-appropriate paint color together with the inherent durability of metal instead of wood meet the basic intent of the Historic Design Guide.

Exterior Signage:

MPA Architects, Inc. has provided documentation indicating that the proposed building and free-standing signage have been reviewed and approved by the County. The County has indicated that they approve faux wood signage for the building sign and a free-standing wooden monument sign. As noted on the details provided by MPA Architects, Inc. all signage will be externally illuminated.

Exterior Lighting:

The exterior elevations indicate six wall mounted lantern-style light fixtures flanking the main entrance and false entries. The Historic Design Guide does not offer any specific requirements on exterior lighting, but since the fixtures are attached to the building façade it is important to select fixtures that are compatible with historical period. Early fixtures would likely have included oil-burning lanterns. Therefore, a lantern-style fixture would be appropriate for the historical period.

Exterior Colors:

The Historic Design Guide indicates that exterior horizontal siding was frequently painted white, gray, red oxide, or subtle yellow while vertical board-and-batten siding would have been left unpainted. There are no specific recommendations in the Historic Design Guide regarding trim or accent colors. However, a period-appropriate color scheme can be selected using popular color schemes from other Gold Rush era buildings. Architecture from this era frequently featured white or cream-colored trim and window sashes were generally painted a darker color to provide the illusion of a single large pane of glass.

The plans note the following exterior color palate:

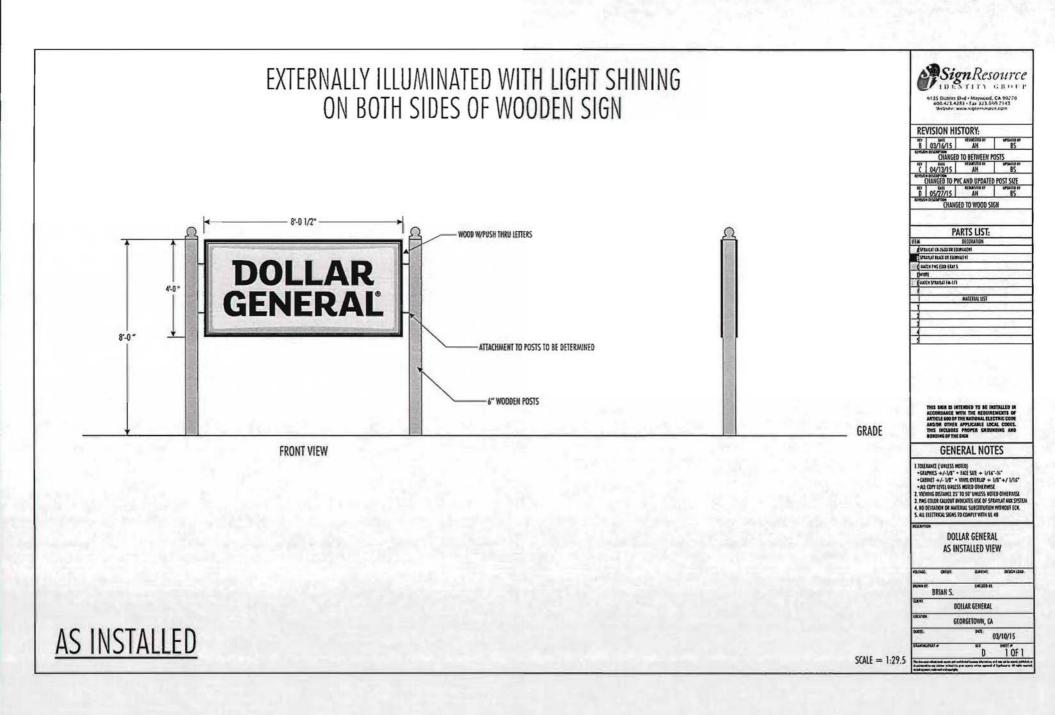
- Horizontal Siding: Dunn Edwards DE 6221 Flintstone.
- All Exterior Trim and Paneled Doors: Dunn Edwards DEW351 Antique White.
- Window Sashes: Dunn Edwards DE 6021 Outer Boundary (Note: as noted above the window frames and trim will be Antique White).
- Vertical Siding and Faux Barn Doors: Clear sealer (flat), natural finish.
- Corrugated Metal Roofing: Natural galvanized metal (no paint).

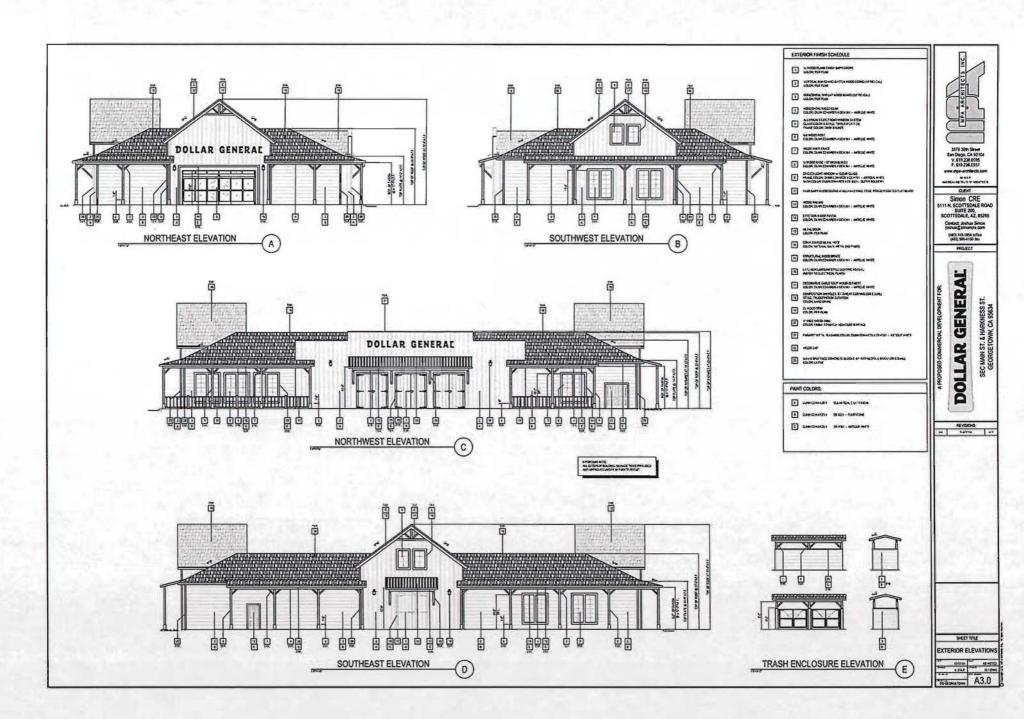
The selected color palette is appropriate for the historical period.

Conclusion:

The proposed design provided by MPA Architects, Inc. (attached for reference) appears to be in general compliance with the Historic Design Guide for El Dorado County.

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15 APR 15 AM 8: 24

RECEIVED

2239 Oregon Street Berkeley, CA 94705 510.704.1599

aherman@alhecon.com

April 6, 2015

Mr. Joshua Simon President SimonCRE 5111 N Scottsdale Road, Suite 200 Scottsdale, AZ 85018

Re: Dollar General Economic Analysis in Georgetown, CA

Dear Mr. Simon:

ALH Urban & Regional Economics (ALH Economics) has prepared a brief economic analysis of the proposed Dollar General store in Georgetown, California. The purpose of the analysis is to demonstrate the degree of potential market support for the store, and an assessment of the potential for the store to coexist with existing retailers already present in Georgetown. To accomplish this analysis, ALH Economics engaged in the following tasks:

- Obtained information about the planned Dollar General store
- Reviewed Dollar General documents regarding store sales, operations, and typical market draw
- · Visited the prospective store site and surrounding retail establishments
- Estimated the likely market area for Dollar General store draw
- Estimated market area retail demand
- Analyzed anticipated Dollar General sales in the context of market area demand
- Assessed the implications of Dollar General's operations in Georgetown

A summary of the task findings follows. These findings are subject to the assumptions and general limiting conditions included at the end of the report. Select tables are included in the text, with exhibits presented in Appendix A. For general information purposes a description of ALH Economics and resume of the firm Principal, Amy L. Herman, is included in the Appendix B.

PROPOSED DOLLAR GENERAL STORE

Dollar General is seeking to open a Dollar General store in Georgetown, California, located at the southeast corner of Main and Harkness streets. Georgetown is one of several small communities in the Divide, which is located in El Dorado County between the Middle and South Forks of the American River, near the heart of the Sierra Nevada Foothills and Northern California's Gold Country. Georgetown is a census-designated place (CDP), with an estimated 2010 population of 2,367. This was an increase over the estimated year 2000 population of 2,037. Current estimates prepared by Nielson, a national vendor of economic and demographic data based upon sophisticated modeling

PAGE 1



15-1409 F 33 of 52



ALH Urban & Regional Economics

techniques, suggest the Georgetown population currently totals a slightly higher 2,520. The two cities closest to Georgetown include Placerville to the south and Auburn to the west. Georgetown is 16 and 19 miles distant from these two cities, respectively. Depending upon work and leisure travel patterns, residents in and around Georgetown likely make their major retail purchases in these two cities. Because of the area topography, however, travel times to Placerville and Auburn are 25 and 30 minutes one way, respectively.

The proposed Dollar General store will be developed on 1.31 acres in historic Georgetown, CA that are undeveloped. A portion of the development site currently housing horseshoe pits for the community. The store is anticipated to total 9,100 square feet, of which approximately 7,200 square feet will comprise sales floor area. The balance of the space will comprise a range of uses, such as office, break room, restrooms, restroom corridor, storage area, etc. The Dollar General store will be developed in a small commercial area, which also includes an auto care center, mini storage, a gas station, a stand-alone liquor store and market, and three commercial centers including a mix of office, retail, and medical office space.

DOLLAR GENERAL STORE OPERATIONS INFORMATION

Dollar General is a discount retailer offering a broad selection of merchandise, including consumables, seasonal, home products, and apparel. The store merchandise includes high quality national brands from leading manufacturers as well as comparable quality private brand selections with prices at substantial discounts to national brands, including a Dollar General brand. The store's product offerings include most necessities, such as basic packaged and refrigerated food and dairy products, cleaning supplies, paper products, health and beauty care items, basic apparel, housewares, hardware and automotive supplies, among others. Across all Dollar General stores, the average selling space is about 7,400 square feet. Through its broad merchandise offering, Dollar General seeks to enable customers to fulfill their routine shopping requirements.¹

Dollar General differentiates itself from other retailers by offering low prices in a small-store format. Most Dollar General items are priced at \$10 or less, with approximately 25% priced at \$1 or less. Dollar General locates its stores in a variety of rural, suburban, and urban communities, with approximately 70% serving communities with populations of fewer than 20,000. According to materials published by Dollar General, the majority of store customers live within 3.0- to 5.0-miles, or a 10-minute drive, of the stores.²

In 2014, average net store sales totaled \$223 per square foot throughout the U.S. This figure comprised modest increases over prior year figures, which were \$220 in 2013 and \$216 in 2012.³ These net sales figures were calculated by Dollar General based on average selling square footage of Dollar General stores. As average figures, these sales estimates most directly pertain to mature stores that have achieved stabilized sales. Typically, stores achieve stabilization over time, such as up to three years. While this is a figure that pertains to mature stores, this analysis conservatively assumes that the Georgetown Dollar General store will perform consistent with the retailer's national average.

¹ See Dollar General Corp, Form 20-K, Filed 3/20/15 for the Period Ending 01/30/15, pages 2 and 3 for most of the information in this paragraph.

² Ibid.

³ Ibid, pages 27 and 28.



ALH Urban & Regional Economics

This results in a stabilized store sales estimate of \$1.6 million in 2014 dollars. (i.e., 7,200 square feet of sales area x \$223 per square foot). Assuming a modest increase in sales for 2015 similar to past year increases, up to \$226 per square foot, would continue to result in a stabilized store sales estimate of \$1.6 million. As noted, this is a figure that typically pertains to mature, or stabilized, stores, not new stores during the initial ramp up period. As such, initial sales at the proposed Georgetown store are likely to be lower than this \$1.6 million estimate, but the analysis is conservatively benchmarked to a stabilized estimate of sales.

As noted above, Dollar General categorizes store sales into four major merchandising categories – consumables, seasonal, home products, and apparel. The percentage of store sales occurring across these categories, and the type of merchandise represented, is summarized in Table 1, below.

Table 1. Dollar General Merchandise Categories

| Category | Percent of Sales | Type of Merchandise | |
|---------------|---------------------|---|--|
| Consumables | 75.7% | Paper and cleaning products, packaged food, perishables, snack health and beauty, pet, and tobacco products | |
| Seasonal | 12.4% | Decorations, toys, batteries, small electronics, greeting cards, stationery, prepaid phones and accessories, gardening supplies, hardware, automotive, and home office supplies | |
| Home Products | 6.4% | Kitchen supplies, cookware, small appliances, light bulbs, storage containers, frames, candles, craft supplies, and kitchen, bed, and bath soft goods | |
| Apparel | 5.5% | Casual everyday apparel for infants, toddlers, girls, boys, women and men, including socks, underwear, disposable diapers, shoes, and accessories | |

Source: Dollar General Corp, Form 10-K, Filed 03/20/15 for the Period Ending 01/30/15, p.5.

Based upon these store sales categories, and the \$1.6 million Georgetown store sales estimate, the Georgetown Dollar General store sales would be distributed by category as presented in Table 2.

Table 2. Estimated Distribution of Georgetown
Dollar General Sales

| Percent of | | | | |
|---------------|--------|-------------|--|--|
| Category | Sales | Sales (1) | | |
| Consumables | 75.7% | \$1,233,900 | | |
| Seasonal | 12.4% | \$202,100 | | |
| Home Products | 6.4% | \$104,300 | | |
| Apparel | 5.5% | \$89,700 | | |
| 35 6 | 100.0% | \$1,630,000 | | |

Sources: Table 1 and ALH Urban & Regional Economics.

(1) Figures rounded to the nearest \$100.

PAGE 3



The information in Table 2 indicates that approximately \$1.2 million in store sales is estimated to comprise consumables, including food as well as non-food items. With respect to food items, based upon field visits to Dollar General stores in several California locations, these consumables do not include fresh produce such as fruits and vegetables. In addition, Dollar General carries a limited array of meats and cheeses, and does not include typical butcher or seafood counter food items. Further, while Dollar General sells beer and wine, these options are limited, and the store does not sell other types of alcohol products such as hard liquor. Dollar General also does not sell the type of prepared food items typically found in a deli or hot food counter in a grocery store or some convenience markets. Thus, while Dollar General sells many food items, the options are limited, including the range of food products, requiring consumers seeking a wider range of products to continue to shop elsewhere.

EXISTING GEORGETOWN CONDITIONS

Georgetown features two nodes with commercial uses. One node is centered around the Buffalo Hill Center at the intersection of Georgetown Road (Highway 193) and Spanish Dry Diggins Road. This location is about 1.0 miles west of the proposed Dollar General site. This center is anchored by the Mar-Val grocery store; select other uses also include Georgetown Hardware, Outdoor Sports, Re-Purpose, Salon 193, Aunt Missy's attic Quilting Supply, and Buffalo Hill Café & Pastries. The Mar-Val Food Store is one of a small chain of seven stores that tends to serve mountain and other rural communities in California. The Mar-Val Food store is a 20,000-square-foot full-service grocery store that also includes a deli with sandwiches and prepared salads, organic produce, gluten free products, fresh meat, some natural foods, BBQ supplies and firewood, stationery, a well-priced selection of fine wines, liquor, personal care products, greeting cards, DVDs, and a limited amount of hardware. The store also sells propane and has a Redbox video rental. The Buffalo Hill Center is in good physical condition, is fully occupied, and features a unique landscape dotted with mining and logging antiques. Other nearby uses include an antiques store and a Wellness Center.

The second commercial node is along Main Street, just north of Highway 193. This is the heart of Historic Georgetown, and includes a couple blocks of commercial structures on both sides of Main Street, some of which are historic buildings. Commercial uses include a couple antique or trade stores, an auto mechanics shop and an auto parts shop, an art gallery, a clothing store, personal services such as a barber shop, an insurance office, and a real estate office/notary, several restaurants and saloons, a hotel, and a bed and breakfast. Main Street also includes Worton Market, an approximately 3,200-square-foot convenience and variety store that features a deli; coffee; gifts such as picture frames, jewelry, ornamental signs, and glass bowls; fishing supplies; beer and wine; some apparel; canned and boxed food items; personal and household products; and a very limited selection of fresh produce and meats.⁴ Other uses on Main Street include a firehouse, a Veterans of Foreign Wars office, an office for the Jeep Jamboree, and a radio station. In general, this area appears to be targeted to serve needs of both area residents as well as tourists staying or passing through Georgetown on their way to the high Sierras. All of the commercial structures are well maintained, in a manner typical of mountain communities, especially ones with historical roots. There are limited vacancies in this area, with one prominent vacancy preparing to open in early May as a

⁴ Square footage based upon property records maintained by Realquest.com. Reported building rea square footage is 3,166 square feet.



breakfast and lunch café, and another more office type vacancy located on Main Street but in the back of an existing structure.

Overall, real estate conditions in Georgetown appear good to moderate, especially consistent with its function as a mountain area-serving commercial node that mixes local and tourism traffic. The addition of a Dollar General store with its consumer draw for basic necessities could help strengthen this area-serving focus, enabling area residents to meet more of their shopping needs locally and boosting the visibility and attraction of the existing uses.

MARKET AREA DEFINITION AND DEMOGRAPHIC CHARACTERISTICS

As noted earlier, Dollar General tends to locate stores in a variety of rural, suburban, and urban communities, with approximately 70% serving communities with populations of fewer than 20,000. Georgetown meets the definition of this type of community with a low population basis. Dollar General typically draws customers from within 3- to 5-miles of the store location, or within a 10-minute drive.

Because of Georgetown's location 16 to 19 miles from the nearest major city, ALH Economics believes the most likely market area for the proposed Dollar General store will at minimum comprise the 5-mile radius. Because of the area topography this defines a larger area than would be encompassed by a 10-minute drive time, and most likely comprises the equivalent of about a 12- to 13-minute drive time. However, beyond this area still remains a portion of the regional geography that is still not geographically closer to the more retail rich locations of Placerville and Auburn. Thus, ALH Economics anticipates that the market area for the Georgetown Dollar General store could extend up to a 7-mile radius from the site. Beyond this 7-mile distance to the west and south, consumers can just as readily shop in the more heavily retailed areas of Placerville and Auburn, where a wide array of retail outlets are available. Or, alternatively, there are other shopping opportunities about 12.5 miles from the Dollar General site in Cool, including another full-service grocery store. Based upon the geographic location of Georgetown, ALH Economics anticipates that the market area for the Georgetown Dollar General store will reach beyond the typical 5-mile area, and extend up to 7-miles. More likely the market area radius will vary somewhere between these two radii, depending upon market area resident shopping patterns and location within the defined market area rings.

ALH Economics obtained demographic estimates for the population base within the 5.0- and 7.0-mile radii of the Dollar General store site from Nielsen Reports, which is a leader in the United States in providing demographic and economic data, including modeled data. According to Nielsen, in 2015 there are 5,985 people and 2,428 households within the 5.0-mile radius, with average household incomes of almost \$74,000. Within the 7.0-mile radius the population totals 13,073, households total 5,341, and the average household income is about \$76,000. As cited earlier, Nielsen estimates that population in the Georgetown CDP totals 2,520, thus the population in the CDP comprises 75% of the 5-mile market area population base and about 20% of the 7-mile market area.

MARKET AREA RETAIL DEMAND

ALH Economics maintains a retail demand model that estimates household spending on retail. The model is based upon analysis of taxable statewide retail sales combined with an estimate of household spending on retail by income. The model assumes that households in a market area will



make retail expenditures comparable to the pattern of retail sales in the State of California. Exhibit 1 in Appendix A presents the results of this analysis. This exhibit indicates that among the nine major retail categories tracked by the State of California Board of Equalization, household spending is anticipated to be greatest for food and beverage sales at 17.4% of all retail spending, and lowest for home furnishings and appliances at 5.4% of all retail spending.

Pursuant to data published by the U.S. Bureau of Labor Statistics, 2013 Consumer Expenditures Survey, households in the income group with annual household incomes between \$50,000 and \$69,999 throughout the United States spent an average of 36% of household income on the type of retail goods tracked by the BOE. The average household income in this bracket in 2013 was \$59,101. The next income bracket reported by the U.S. Bureau of Labor Statistics is the highest income bracket, with household incomes \$70,000 and above. In this income bracket, the average household income was \$131,945 (see Exhibit 2 in Appendix A). Because the market area's average household income is approximately \$75,000 (the average of the 5- and 7-mile radii), and is closer to the average income in the \$50,000 to \$69,999 bracket than to the average in the highest income bracket, ALH Economics estimates that the market area households will spend an average of 30% of income on retail goods. This is likely a conservative percentage, as examination of the data in Exhibit 2 suggests that spending on retail decreases by 1% for approximately each \$6,600 increase in income. Applying this trend would suggest a retail spending ratio of 33% for households with average incomes comparable to the Georgetown 5- and 7-mile market areas.

Market area household retail demand was estimated based upon the 30% share of income spent on retail and the estimated distribution of retail spending pursuant to Exhibit 1. The results are presented in Table 3, which indicates total market area retail demand potential of \$54.6 million for the 5-mile market area and \$121.2 million for the 7.0-mile market area.

Table 3. Estimated Market Area Demand for Retail Goods

| Retail Category | Distribution of Demand | Market Area Demand (1) | | | |
|---------------------------------------|------------------------|------------------------|--------------|---------------|--|
| | | Per HH | 5-Mile | 7-Mile | |
| Food & Beverage Stores | 17.4% | \$3,921 | \$9,520,691 | \$20,943,167 | |
| General Merchandise Stores | 15.4% | \$3,464 | \$8,411,260 | \$18,502,694 | |
| Motor Vehicle & Parts Dealers | 13.1% | \$2,954 | \$7,171,812 | \$15,776,215 | |
| Food Services & Drinking Places | 12.6% | \$2,833 | \$6,879,275 | \$15,132,705 | |
| Gasoline Stations | 12.4% | \$2,784 | \$6,759,121 | \$14,868,396 | |
| Other Retail Group | 11.1% | \$2,489 | \$6,044,169 | \$13,295,678 | |
| Clothing & Clothing Accessories | 6.9% | \$1,553 | \$3,770,433 | \$8,294,021 | |
| Building Materials & Garden Equipment | 5.9% | \$1,317 | \$3,197,200 | \$7,033,050 | |
| Home Furnishings & Appliances | 5.3% | \$1,185 | \$2,876,039 | \$6,326,575 | |
| Retail Spending | 100.0% | \$22,500 | \$54,630,000 | \$120,172,500 | |

Source: ALH Urban & Regional Economics.

⁽¹⁾ Assumes annual average household income of \$75,000.



Not all this demand is in categories representative of Dollar General sales, most notably Motor Vehicles & Parts Dealers, Gasoline Stations, and Food Services and Drinking Places (i.e., restaurants and bars). While there is some overlap with motor vehicle parts, the majority of this category is mostly likely measuring demand for automobile sales. Thus, excluding these three categories results in a 5-mile market area retail demand estimate of \$33.8 million and 7-mile market area retail demand estimate of \$74.4 million for goods inclusive of the type of merchandise sold by Dollar General. Of note, the "Other Retail Group" category presented in Table 3 includes drug stores, health and personal care, gifts, art goods and novelties, sporting goods, florists, photographic equipment and supplies, musical instruments, stationary and books, office and school supplies, second-hand merchandise, and miscellaneous other retail stores. Many of these types of goods are sold at Dollar General, although not all of them.

EXISTING RETAIL SALES

Because it is a small unincorporated area, reliable estimates of the retail sales achieved by retail outlets in the market area are not available. The only available government-generated data are from the U.S. Census Bureau, Zip Code Business Patterns for the Georgetown zip code of 95634, which includes information on retail outlets by type and size that include paid employees, excluding government. The most recent data available are from 2012. This information includes only seven retail outlet listings, with the largest including 10-19 employees. These types of outlets include furniture store, hardware store, other building materials store, two supermarkets and other grocery, gasoline station, and fuel dealer. As there are clearly other retailers in Georgetown, located at both the Buffalo Hill Center and on Main Street, these data are of only limited use, and not indicative of sales.

There are two stores in Georgetown that are likely to be most competitive with Dollar General. These include the Mar-Val Food store at Buffalo Hill Center and the Worton Market on Main Street. As noted earlier, the estimated store sizes are 20,000 and 3,200 square feet, respectively. Sales performance for these stores is not publicly available, so for the sake of analysis ALH Economics assumes generic performance estimates of \$400 per square foot for Mar-Val and \$200 per square foot for Worton Market. The \$400 per square foot estimate for Mar-Val is a generalized figure based on sales per square foot performance for regional, small town/low density grocery store chains reported by Retail Maxim, an industry resource on retail store productivity. The \$200 per square foot figure for Worton Market is based on some data reported by Hoovers.com, as well as a generalized industry estimate.

Based upon these sales estimates, ALH Economics estimates that Mar-Val annual sales totals \$8.0 million and Worton Market annual sales total \$640,000, or a combined total of almost \$9.0 million. Based upon the preceding retail demand categories, the Mar-Val sales would reflect grocery store sales while the Worton Market sales cross over several likely categories of demand, including grocery, restaurant, apparel, general merchandise, and other retail, reflecting the broad range of products sold in the store.

These sales estimates, especially the Mar-Val \$8.0 million sales estimate, is close to the estimated demand in the food & beverage stores category for the Dollar General's 5-mile market area, but less than for the 7.0-mile market area. Assuming this sales estimate is reasonably on point, this indicates two, related market indicators. First, this includes the strong likelihood that the Mar-Val Food Store has a larger market area than 5.0 miles, since it is unlikely that one store captures almost all the



market area demand for food sales. Since market area households need to shop outside the 5-mile market area to satisfy all their retail shopping needs, they are most likely taking advantage of these shopping trips to also purchase food supplies from other stores with a different mix of goods. This is highly likely because the Mar-Val store is the only store in this portion of El Dorado County, with the next nearest store comprising the Holiday Market in Cool, California, located approximately 11.5 miles west of Mar-Val. In a different direction, there are no proximate grocery stores further east or north of Mar-Val, meaning that Mar-Val Food Store is the nearest market for upcountry communities such as Volcanoville, which is located almost 16 miles from Mar-Val Food, as well as Quintette and Chiquita Lake. These communities are beyond even the 7-mile market area defined for Dollar General, but clearly include areas for which Georgetown comprises the nearest retail shopping location. In addition, Mar-Val Food Stores sales, as well as Worton Market sales, are likely boosted by outside market area sales, due to tourism to the Divide in general, as well as upcountry or other locations in the Sierra Nevada Foothills. Evidence of this is provided in Yelp listings for Worton Market, which praise the store's deli food items as well as gift items by people living outside the market area.

DOLLAR GENERAL RETAIL DEMAND CAPTURE RATE

Based upon its \$1.6 million store sales estimate the proposed Georgetown Dollar General store will need to capture only a small portion of market area demand to achieve stabilized sales consistent with national store performance standards. Across all categories of market area demand, this would be 3.0% of the \$54.6 million in 5-mile market area demand and 1.4% of the \$120.2 million 7-mile market area demand. However, demand for Dollar General merchandise will not originate from all categories of market area demand. Therefore, this capture rate increases to an overall 4.8% of 5-mile demand for all retail excluding demand for motor vehicles, gas, and restaurants and 2.2% for the 7-mile market area. These figures are presented in Exhibit 3, which also estimates potential market area capture rates in the specific demand categories most likely to correspond with Dollar General's store sales.

As noted in Exhibit 3, the market area demand capture rates by retail category for the Dollar General 5-mile market area range from 2.4% in clothing and accessories to 10.3% in general merchandise. The comparable figures for the 7-mile market area are 1.1% and 4.7%, respectively. Notably, there is very little existing competition in Georgetown or elsewhere in the market area to obtain basic household necessities other than food items. Therefore, in most of the categories listed, Dollar General will bring a mix of retail merchandise to Georgetown that is not already present. This will enable market area residents to reduce their travel time and the associated transportation costs (both personal and environmental) to obtain basic household necessities. This includes home furnishings and supplies such as towels, shower curtains, area rugs, vases, ironing boards, laundry baskets, and picture frames; electronics such as wall clocks, alarm clocks, and cell phones; and apparel such as baby and toddler clothes, women and men's underwear, and t-shirts.

There will, however, be potential sales merchandise overlap with the market area's two existing stores selling food items – Mar-Val Food Stores and Worton Market. The portion of Dollar General sales anticipated to be most competitive with these stores includes \$370,200 in food sales. Some of the Dollar General merchandise similar to the existing market area stores selling food items includes canned foods, baking goods, soda, first aid supplies, personal care products, cleaning supplies, pet supplies, and cooler items such as milk, cheese, butter, and sandwich meats. The Mar-Val Food store,



however, sells many products not represented at Dollar General, such as fresh and frozen meat, fresh and frozen seafood, an ample array of fresh produce, organic produce and natural foods, gluten free foods, a broader range of items such as pasta and soups, freshly prepared foods, an expansive and well-priced wine selection as well as hard liquor, and a broader range of beer than typically sold at Dollar General. The provision of these more full-service grocery items indicates that market area shoppers will still need to frequent Mar-Val Food Store to purchase important weekly food items necessary to prepare healthy meals. This, combined with Mar-Val Food Store's larger market area and tourist demand, will help insulate the store from the modest amount of competitive food item sales anticipated at Dollar General. Moreover, as a larger store with an established customer base, Mar-Val Food Store will have the ability to modify its product mix to maximize sales in products not available at Dollar General yet targeted to meet the needs of its loyal customers.

Similar to Mar-Val Food Store, Worton Market sells some mix of products comparable to Dollar General but also products not available at Dollar General, or even Mar-Val Foods, hence Worton Market's distinction as more of a convenience/variety store. The more unique items available at Worton Market include the broad array of gift items in the store, freshly prepared foods including sandwiches, pastries, ice cream, and coffee, and specialty apparel items. Thus, only a portion of the merchandise and corresponding sales at Worton Market are competitive with the Dollar General food sales. Thus, like for Mar-Val Food Store, the mix of goods available at Worton market will help insulate it from the competitive influence of Dollar General.

Assuming the market area food sales estimates are reasonably on point, the demand analysis indicates the potential for yet additional food sales to be absorbed in Georgetown without impacted existing food store sales. This food sales totals at least the amount of food sales projected for Dollar General among the 5-mile market area, or possibly millions of dollars among the 7-mile market area. Therefore, if Dollar General achieves the estimated \$370,200 volume of sales in food and beverage store sales, this will help further meet market area shopper needs, and strengthen the market area's existing sales base.

If, however, the actual sales at the Mar-Val Food Store or Worton Market are higher than estimated by ALH Economics, then for the 5-mile market area there could be the potential diversion of sales from existing market area stores. This is less likely for the 7-mile market area because the food sales demand is more than double the demand at the 5-mile level. Both existing competitive stores sell a mix of products not available at Dollar General. As typically occurs in competitive retailing environments, if competitive pressure is experienced these stores can strive to distinguish themselves by strengthening their more unique products and services. This is likely what already occurred at Worton Market when Mar-Val Food Store opened at Buffalo Hill Center, after a long search by the property owner to secure a full-service grocery store. The retail demand estimates presented in Table 3 indicate many categories of retail spending in which there are scant retailers present in Georgetown. Thus, products representative of some of these other categories can be added to existing inventories to insulate stores against potential sales losses resulting from Dollar General's food and beverage sales and maintain their broad market appeal, to both market area residents, residents in other communities beyond the 5-mile to 7-mile radius of the Dollar General market area, and tourists.

Lastly, at the same time Dollar General may exert competitive pressures on existing food retailers, the store will add to the critical mass of retailing opportunities in Georgetown. Because of the relative lack



of shopping opportunities in Georgetown, market area consumers are leaving the area to make purchases for goods not available in Georgetown. At these times, consumers are also probably taking advantage of more cost effective grocery shopping opportunities available in these more heavily retailed areas. The presence of Dollar General will therefore help reduce the need for some of these out of community shopping trips, thus retaining more consumer dollars within the market area, which could ultimately increase the sales captured by a range of Georgetown retailers and restaurants.

CONCLUSION

In conclusion, this analysis demonstrates that Georgetown's market areas are underserved by retail goods, including possibly food sales. This indicates that the area is a sales leakage community. The Dollar General store can therefore help strengthen the retail base, enabling market area consumers to meet more of their retail shopping needs close to home. Even with absorption of Dollar General sales market area residents will still need to shop for many retail goods in locations with more ample shopping opportunities, especially in Placerville and Auburn, both of which have retailers offering a wide range of retail goods required by market area households, including food shopping, general merchandise shopping, home improvement stores, clothing stores, and others. However, because the Dollar General store will enhance the critical mass of commercial outlets in Georgetown, existing retailers and restaurants are anticipated to achieve greater visibility, resulting in enhanced market demand, which in turn will help preserve the physical condition of the existing commercial physical stock.

CLOSING COMMENTS

ALH Urban & Regional Economics was pleased to prepare these findings pertinent to the proposed Dollar General store in Georgetown, California. Please let us know if you have any comments or questions on the analysis.

Sincerely,

ALH Urban & Regional Economics

Amy L. Herman

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Principal

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ASSUMPTIONS AND GENERAL LIMITING CONDITIONS

ALH Urban & Regional Economics has made extensive efforts to confirm the accuracy and timeliness of the information contained in this study. Such information was compiled from a variety of sources, including interviews with government officials, review of City and County documents, and other third parties deemed to be reliable. Although ALH Urban & Regional Economics believes all information in this study is correct, it does not warrant the accuracy of such information and assumes no responsibility for inaccuracies in the information by third parties. We have no responsibility to update this report for events and circumstances occurring after the date of this report. Further, no guarantee is made as to the possible effect on development of present or future federal, state or local legislation, including any regarding environmental or ecological matters.

The accompanying projections and analyses are based on estimates and assumptions developed in connection with the study. In turn, these assumptions, and their relation to the projections, were developed using currently available economic data and other relevant information. It is the nature of forecasting, however, that some assumptions may not materialize, and unanticipated events and circumstances may occur. Therefore, actual results achieved during the projection period will likely vary from the projections, and some of the variations may be material to the conclusions of the analysis.

Contractual obligations do not include access to or ownership transfer of any electronic data processing files, programs or models completed directly for or as by-products of this research effort, unless explicitly so agreed as part of the contract.

APPENDIX A REPORT EXHIBITS

Exhibit 1 State of California BOE Taxable Retail Sales Estimate by Retail Category in Current Dollars 2012 (in \$000s)

| Type of Retailer | Total Taxable Sales (1) | State of California Taxable Sales Adjusted to Total Retail | % of Total |
|---------------------------------------|----------------------------|--|------------|
| Motor Vehicle & Parts Dealers | \$61,547,848 | \$61,547,848 | 13.1% |
| Home Furnishings & Appliances | \$24,681,910 | \$24,681,910 | 5.3% |
| Building Materials & Garden Equipment | \$27,438,083 | \$27,438,083 | 5.9% |
| Food & Beverage Stores | \$24,511,714 | \$81,705,713 (2) | 17.4% |
| Gasoline Stations | \$58,006,168 | \$58,006,168 | 12.4% |
| Clothing & Clothing Accessories | \$32,357,516 | \$32,357,516 | 6.9% |
| General Merchandise Stores | \$54,138,509 | \$72,184,679 (3) | 15.4% |
| Food Services & Drinking Places | \$59,037,320 | \$59,037,320 | 12.6% |
| Other Retail Group (4) | \$39,653,754 | \$51,870,516 (5) | 11.1% |
| Total (6) | \$381,372,822 | \$468,829,753 | 100% |

Sources: California State Board of Equalization (BOE), "Taxable Sales in California (Sales & Use Tax) during 2012; U.S. Economic Census, "Retail Trade: Subject Series - Product Lines: Product Lines Statistics by Kind of Business for the United States and States: 2007"; and ALH Urban & Regional Economics.

(1) Taxable sales are pursuant to reporting by the BOE.

(2) Sales for Food and Beverage Stores have been adjusted to account for non-taxable sales; only 30.0% of all food store sales are estimated to be taxable.

(3) Sales for General Merchandise Stores have been adjusted to account for non-taxable food sales, since some General Merchandise Store sales include non-taxable food items. ALH Urban & Regional Economics estimates that at least 25% of General Merchandise sales are for grocery items that are also non-taxable. This estimate is based on analysis of the 2007 U.S. Economic Census, which attributes approximately 26% of General Merchandise Stores sales to food.

(4) Other Retail Group includes drugs stores, health and personal care, gifts, art goods and novelties, sporting goods, florists, photographic equipment and supplies, musical instruments, stationary and books, office and school supplies, second-hand merchandise, and miscellaneous other retail stores.

(5) Sales for Other Retail Group have been adjusted to account for non-taxable drug store sales, since drug store sales are included in the Other Retail Group category. ALH Urban & Regional Economics estimates that 33.0% of drug store sales are taxable, based on discussions with the California BOE and examination of U.S. Census data. In California, drug store sales in 2012 represented approximately 15.2% of all Other Retail Group sales. ALH Urban & Regional Economics applied that percentage and then adjusted upward for non-taxable sales.

(6) Totals may not add up due to rounding.

Exhibit 2
Household Income Spent on Retail (1)
United States
in Current Dollars
2013

| Characteristic | | Household Income Range | | |
|-----------------------------|--------------------------|----------------------------|----------------------------|-------------------------|
| | All Consumer Units | \$40,000 to \$49,999 | \$50,000 to \$69,999 | \$70,000 and more |
| Average HH Income | ome \$63,784 | | \$59,101 | \$131,945 |
| Amount Spent on Retail (2) | \$20,555 | \$17,769 | \$21,104 | \$32,771 |
| Percent Spent on Retail (3) | 32% | 40% | 36% | 25% |

Sources: Table 1202. Income before taxes: Annual expenditure means, shares, standard errors, and coefficient of variation, Consumer Expenditure Survey, 2013, U.S. Bureau of Labor Statistics; and ALH Urban & Regional Economics.

⁽¹⁾ Includes retail categories estimated to be equivalent to the retail sales categories compiled by the State of California, Board of Equalization.

⁽²⁾ Includes the Consumer Expenditures categories of: food; alcoholic beverages; laundry and cleaning supplies; other household products; household furnishings and equipment; apparel and services; vehicle purchases, cars and trucks, new; vehicle purchases, cars and trucks, used; vehicle purchases, other vehicles; gasoline and motor oil; 1/2 of maintenance and repairs (as a proxy for taxable parts); drugs; medical supplies; audio and visual equipment and services; pets, toys, hobbies, and playground equipment; other entertainment supplies, equipment, and services; personal care products and services; and reading; tobacco products and smoking supplies.

⁽³⁾ Percentages may be low as some expenditure categories may be conservatively undercounted by ALH Economics.

Exhibit 3 **Dollar General Market Area Demand Capture Rate Analysis**

| Retail Category | Dollar General Sales (1) | 5-Mile Market Area | | 7-Mile Market Area | |
|--|-----------------------------|-----------------------|-----------------------|-----------------------|-----------------------|
| | | Market Area Demand | Store Capture Rate | Market Area Demand | Store Capture Rate |
| | | | | | |
| General Merchandise Stores | \$863,730 (2) | \$8,411,260 | 10.3% | \$18,502,694 | 4.7% |
| Motor Vehicle & Parts Dealers | \$0 (3) | \$7,171,812 | 0.0% | \$15,776,215 | 0.0% |
| Food Services & Drinking Places | \$0 | \$6,879,275 | 0.0% | \$15,132,705 | 0.0% |
| Gasoline Stations | \$0 | \$6,759,121 | 0.0% | \$14,868,396 | 0.0% |
| Other Retail Group | \$202,100 (4) | \$6,044,169 | 3.3% | \$13,295,678 | 1.5% |
| Clothing & Clothing Accessories | \$89,700 | \$3,770,433 | 2.4% | \$8,294,021 | 1.1% |
| Building Materials & Garden Equipment | \$0 (3) | \$3,197,200 | 0.0% | \$7,033,050 | 0.0% |
| Home Furnishings & Appliances | \$104,300 | \$2,876,039 | 3.6% | \$6,326,575 | 1.6% |
| Total All Retail | \$1,630,000 | \$54,630,000 | 3.0% | \$120,172,500 | 1.4% |
| Total Less Motor Vehicles, Gas, and Rests. | \$1,630,000 | \$33,819,792 | 4.8% | \$74,395,185 | 2.2% |

Source: ALH Urban & Regional Economics.

⁽¹⁾ See Table 2.
(2) For the sake of analysis, and based upon visual observation, the store's "Consumables" sales are anticipated to be divided between these two categories 30% food/70% general merchandise, as not all consumables are food or beverage-based products.

⁽³⁾ Some sales anticipated in these categories, but they are anticipated to be nominal compared to the other retail categories.

(4) Corresponds with the "Seasonal" sales estimate.

APPENDIX B FIRM QUALIFICATIONS AND PRINCIPAL RESUME

FIRM INTRODUCTION

ALH Urban & Regional Economics (ALH Economics) is a sole proprietorship devoted to providing urban and regional economic consulting services to clients throughout California. The company was formed in June 2011. Until that time, Amy L. Herman, Principal and Owner (100%) of ALH Economics, was a Senior Managing Director with CBRE Consulting in San Francisco, a division of the real estate services firm CB Richard Ellis. CBRE Consulting was the successor firm to Sedway Group, in which Ms. Herman was a part owner, which was a well-established urban economic and real estate consulting firm acquired by CB Richard Ellis in late 1999.

ALH Economics provides a range of economic consulting services, including:

- fiscal and economic impact analysis
- CEQA-prescribed urban decay analysis
- economic studies in support of general plans, specific plans, and other long-range planning efforts
- market feasibility analysis for commercial, housing, and industrial land uses
- economic development and policy analysis
- · other specialized economic analyses tailored to client needs

Ms. Herman's clients have included numerous cities and redevelopment agencies throughout California, transportation agencies, medical and educational institutions, nonprofits, commercial and residential developers, and many of the top Fortune 100 companies. Since forming ALH Economics, Ms. Herman's client roster includes California cities, major universities, environmental consulting firms, commercial developers, and law firms. A select list of ALH Economics clients include the University of California at Berkeley; LSA Associates; Raney Planning and Management, Inc.; During Associates; Lamphier-Gregory; Gresham Savage Nolan & Tilden, PC; California Gold Development Corporation; Environmental Science Associates (ESA); Arcadia Development Co.; Catellus Development Corporation; Sedgwick LLP; First Carbon Solutions - Michael Brandman Associates; the City of Concord; Hospital Council of Northern and Central California; Howard Hughes Corporation dba Victoria Ward, LLC; Signature Flight Support Corporation; Blu Homes, Inc.; Ronald McDonald House; Infrastructure Management Group, Inc.; Charter Properties; Equity One Realty & Management CA, Inc.; Remy Moose Manley; Orchard Supply Hardware; Office of Community Investment and Infrastructure as Successor Agency to the Redevelopment Agency of the City and County of San Francisco; City of Los Banos; Dudek; City of Tracy; Bay Area Rapid Transit District; Eagle Commercial Partners, LLC; City of Dublin; China Harbour Engineering Company; and Alameda County Community Development Agency.

PRINCIPAL INTRODUCTION

Ms. Amy Herman, Principal of ALH Economics, has directed assignments for corporate, institutional, non-profit, and governmental clients in key service areas, including commercial market analysis, fiscal and economic impact analysis, economic development and redevelopment, location analysis, strategic planning, and policy analysis. During her career spanning 30 years, Ms. Herman has supported client goals in many ways, such as to assess supportable real estate development, demonstrate public and other project benefits, to assess public policy implications, and to evaluate

and maximize the value of real estate assets. In addition, her award-winning economic development work has been recognized by the American Planning Association, the California Redevelopment Association, and the League of California Cities.

Ms. Herman holds a Master of Community Planning degree from the University of Cincinnati and a Bachelor of Arts degree in urban policy studies from Syracuse University. She pursued additional post-graduate studies in the Department of City and Regional Planning at the University of California at Berkeley. She is President of the Board of Directors of Rebuilding Together East Bay - North (formerly Christmas in April) and serves as an officer on yet other non-profit boards.

Prior to forming ALH Economics, Ms. Herman worked for 20 years as an urban economist with Sedway Group and then CBRE Consulting's Land Use and Economics practice. Her prior professional work experience included 5 years in the Real Estate Consulting Group of the now defunct accounting firm Laventhol & Horwath (L&H), preceded by several years with the real estate consulting firm Land Economics Group, which was acquired by L&H. During the course of her career Ms. Herman has established a strong professional network and client base providing access to contacts and experts across a wide spectrum of real estate and urban development resources. A professional resume for Ms. Herman follows.



AMY L. HERMAN, AICP PRINCIPAL

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OTHER CLIENTS

- Arcadia Development Company
- Bay Area Rapid Transit
 District
- Blu Homes, Inc.
- Charter Properties
- Essex Property Trust
- General Electric Company
- Gresham Savage Nolan & Tilden
- Infrastructure Management Group
- Kaiser Permanente
- Lawrence Berkeley National Laboratory
- Lennar
- City of Los Banos
- Merlone Geier Partners
- Michael Brandman
 Associates
- Mills Corporation
- City of Mountain View
- Port of San Francisco
- The Presidio Trust
- Pulte Homes
- Santa Clara Valley
 Transportation Authority
- City of Santa Rosa
- Shea Properties
- Sheppard Mullin Richter & Hampton LLP
- Simon Property Group
- The Sobrato Organization
- Southbay Development
- City of Sunnyvale
- Sunset Development Co.
- Westfield Corporation

Amy L. Herman, Principal of ALH Urban & Regional Economics, has provided urban and regional consulting services for approximately 30 years. During this time she has been responsible for directing assignments for corporate, institutional, non-profit, and governmental clients in key service areas, including fiscal and economic impact analysis, economic development and redevelopment, feasibility analysis, location analysis, strategic planning, policy analysis, and transit-oriented development. Her award-winning economic development work has been recognized by the American Planning Association, the California Redevelopment Association, and the League of California Cities.

Prior to forming ALH Urban & Regional Economics in 2011, Ms. Herman's professional tenure included 20 years with Sedway Group, inclusive of its acquisition by CB Richard Ellis and subsequent name change to CBRE Consulting. Her prior professional work experience includes five years in the Real Estate Consulting Group of the now defunct accounting firm Laventhol & Horwath (L&H), preceded by several years with the land use consulting firm Land Economics Group, which was acquired by L&H.

Following are descriptions of select consulting assignments managed by Ms. Herman.

ECONOMIC IMPACT ANALYSIS

University of California. Conducted economic impact studies and frequent updates for five University of California campuses: Berkeley, Davis, Riverside, San Francisco, and San Diego. Prepared models suitable for annual updates by campus personnel.

Various EIR Firms. Managed numerous assignments analyzing the potential for urban decay to result from development of major big box and other shopping center retailers. The analysis comprises a required Environmental Impact Report component pursuant to CEQA.

Hospital Council of Northern and Central California. Prepared an analysis highlighting the economic impacts of hospitals and long-term care facilities in Santa Clara County. The analysis included multiplier impacts for hospital spending, county employment, and wages. Just completed a similar study for the Monterey Bay Area Region.

Howard Hughes Corporation. Managed economic impact and fiscal impact analysis for a large-scale master planned development in Honolulu, including residential, commercial, and industrial land uses.

FISCAL IMPACT ANALYSIS

Stanford Management Company and Stanford Hospitals. Managed numerous assignments involving fiscal impact analysis for planned facilities developed by Stanford Management Company or Stanford Hospitals, including a satellite medical campus in Redwood City, a hotel and office complex in Menlo Park, and expansion of the hospital complex and the Stanford School of Medicine in Palo Alto.

Office of Community Investment and Infrastructure as Successor Agency to the Redevelopment Agency of the City and County of San Francisco. Managed financial analysis estimating the tax payments in lieu of property taxes associated with UCSF development of medical office space in the former Mission Bay Redevelopment Project area.

City of Concord. Structured and managed fiscal impact analysis designed to test the net fiscal impact of multiple land use alternatives pertaining to the reuse of the 5,170-acre former Concord Naval Weapons Station, leading to possible annexation into the City of Concord, California.

Ronald McDonald House. Analyzed the fiscal impact of the expansion of Ronald McDonald House in the City of Palo Alto.

San Francisco Mayor's Office of Economic Development. Conducted fiscal and economic impact analysis of redevelopment and expansion of San Francisco's Parkmerced residential community, including assessing the project's impacts on the San Francisco Municipal Transportation Agency.



AMY L. HERMAN, AICP Principal

ECONOMIC DEVELOPMENT AND REDEVELOPMENT

Catellus/City of Alameda. Prepared a retail leasing strategy for Alameda Landing, a regional shopping center planned on the site of the former U.S. Navy's Fleet Industrial Supply Center in Alameda.

City of Morgan Hill. Reviewed the City's economic development practices and compared them with "best practices" to other competitive Bay Area cities.

City of San Jose Redevelopment Agency. Prepared a study analyzing the costs and benefits associated with creating a bioscience incentive zone in the Edenvale industrial redevelopment area.

City of Palo Alto. Conducted a retail study targeting six of Palo Alto's retail business districts for revitalization, including the identification of barriers to revitalization and recommended strategies tailored to the priorities established for each of the individual target commercial areas.

East Bay Municipal Water District. Managed economic, demographic, and real estate data analysis in support of developing market-sensitive adjustments to long-term water demand forecasts.

DEVELOPMENT FEASIBILITY

PCR Services Corporation. Analyzed the retail supportability of the planned mixed-use development of the UTC/Rocketdyne site in the Warner Center area of Los Angeles

ChevronTexaco. Conducted a regional market analysis of an 8,400-acre oil field retired from active oil production in the New Orleans, Louisiana metropolitan area.

City of San Jose. Managed alternative City Hall location analysis, focused on recommending a long-term occupation strategy for the City. Following relocation of City Hall conducted a study examining the feasibility of redeveloping the City's former City Hall location and nearby parking facilities for residential, retail, and civic land uses.

General Motors Corporation. Managed reuse studies for closed manufacturing facilities in Indiana (250 acres, 14 sites) and New Jersey (80 acres). Studies focused on the long term reuse and redevelopment potential of the closed manufacturing sites.

CORPORATE LOCATION ANALYSIS

Toyota Motor Corporation. Conducted a location analysis study for a distribution facility in the San Francisco Bay Area, designed to minimize travel time distance to the majority of area dealerships.

Cisco Systems. Managed multiple corporate location studies for Cisco Systems, headquartered in San Jose, California. These studies focused on the formulation of both a regional and a North American location strategy.

Starbucks Coffee Company. Directed analysis examining alternative locations for a new coffee roasting plant in the Western United States. A variety of economic, business, and labor market data were collected. The roasting plant was successfully sited in Sparks, Nevada.

Sacramento Regional Transportation District (RTD). Managed a consultant team assisting the RTD in planning for its immediate and long-term administrative office space needs, and in developing a strategy for maximizing the value of the existing RTD complex.

Hines. Managed comparative analysis highlighting business and employee costs associated with business locations in three competitive Bay Area locations.

PROFESSIONAL PROFILE

AMY L. HERMAN, AICP Principal

PROFESSIONAL AFFILIATIONS

- American Planning Association (APA) and its Economic Development Division
- State of California, Real Estate Salesperson License, License #01821384

EDUCATION

 Ms. Herman holds a Bachelor of Arts degree in urban studies, magna cum laude, from Syracuse University. She also holds a Master of Community Planning degree from the University of Cincinnati. She has also pursued advanced graduate studies in City and Regional Planning at the University of California at Berkeley.

VOLUNTEER ACTIVITIES

- President, Rebuilding Together (formerly Christmas in April), East Bay North
- Past President, Diablo Pacific Short Line, 501 (c)(3) Portable Modular Train Organization
- Secretary and Volunteer, Swanton Pacific Railroad, Santa Cruz County, California
- Volunteer, Redwood Valley Railway, Tilden Regional Park, California