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June 27, 2019

Aleshire & Wynder, LLP  
Attn: Jeff Malawy, Esq.  
City Attorney, City of Lompoc  
18881 Von Karman Ave., Suite 1700  
Irvine, CA 92612

**RE: Burton Ranch Specific Plan Area Development Agreement**

Dear Mr. Malawy:

This office represents Harris Grade Partners, LP, The Towbes Group, Inc., and MJ Land, LLC in regard to the Burton Ranch project. We are writing in regard to the Lompoc City Council's ("Council") adoption of Ordinance No. 1669(19) ("Ordinance") on May 7, 2019, which approved a five-year extension for the Burton Ranch Specific Plan Area Development Agreement ("DA Extension") and an addendum to the 2006 Burton Ranch Environmental Impact Report ("EIR Addendum"). A few days ago, we received notice that the Council received a letter on June 6, 2019 alleging certain procedural deficiencies related to the Council's approval of the Ordinance, DA Extension, and EIR Addendum and the Council's actions could potentially be declared invalid.

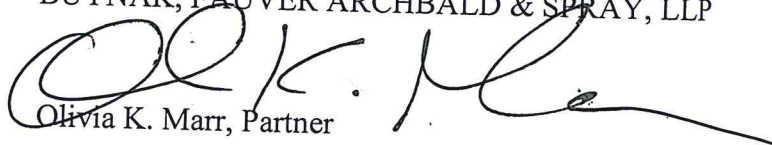
As you are aware, the Council's adoption of the Ordinance and approval of the DA Extension and EIR Addendum created a contractual obligation for the City of Lompoc, upon which our clients have relied. They were led to believe they were authorized to proceed with the Burton Ranch project and, as such, have expended a significant amount of time, effort, and financial resources since the Council's May 7 meeting in preparation of advancing the Burton Ranch project. For example, they have engaged various third party professionals and consultants to assist them with the upcoming requirements for project development and advancement of various entitlements. Ultimately, they will have lost the benefit of their bargain with the City of Lompoc and will be forced to incur a significant amount of delay and expense to repeat the approval process if the DA Extension were deemed invalid.

Jeff Malawy, Esq.  
June 27, 2019  
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Please contact the undersigned should you have any questions or require any additional information regarding the above matter.

Sincerely,

BUYNAK, FAUVER ARCHBALD & SPRAY, LLP



Olivia K. Marr, Partner

JSM:mjd