

Town of Stillwater

Local Law Number of 2004
Planned Development District
Luther Forest Technology Campus

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- A. Short Title and General Provisions.

1. This Local Law shall be known as "Local Law Number [redacted] of 2004 of the Town of Stillwater" or "Luther Forest Technology Campus Planned Development District" (hereinafter the "District" or the "PDD").

2. The District is intended to be an integrated manufacturing complex that spans the boundary between the Town of Stillwater and the Town of Malta. In creating the District, the two Towns have acted in concert in order to insure that the creation, development and administration of the District are the products of intermunicipal agreement, cooperation and shared purpose for the benefit of the citizens of the two Towns and the region.

3. The Zoning Code of the Town of Stillwater, as adopted by Local Law No. 1 of 2001, and the Zoning Map of the Town of Stillwater set forth therein and made a part thereof, are amended by changing from the existing zoning district and establishing the aforesaid LFTC PDD, which District is designed to contain one or more world-class quality employers in an environmentally friendly business campus operating nanotechnology manufacturing facilities, nanotechnology research and development facilities, businesses supportive of nanotechnology manufacturing and research and development, offices, commercial, a conference center, single-family residences and educational, public and recreational trails and facilities. See Appendix B, Definitions.

4. The area of the District consists of 315 +/- acres of land in the Town of Stillwater (henceforth "Town") identified by the metes and bounds description set forth in the margin (henceforth "Stillwater Parcel"). The proposed campus includes not only the District as formed by this legislation but also 1035 +/- acres of adjacent land in the Town of Malta identified by the metes and bounds description set forth in the margin (henceforth, the "Malta parcel"). The District and the Malta Parcel are collectively referred to as the "Campus".

a. The District shall be laid out in conformance with the maps set forth in Appendix A hereto (#1 Zoning, #2 Vegetative Buffers, #3 Roadways, #4 Round Lake Bypass, #5 Exit 11A; #6 Drawings: Entrances to Village of Round Lake, Views of Campus).

b. All land uses, development, construction and operation of facilities within the District shall be conducted in accordance with (i) this Local Law, (ii) the environmental thresholds and conditions contained in this Local Law and the Findings Statements adopted by both Towns, (iii) the uses and site plans as approved by both Town Boards and Planning Boards, and (iv) any other relevant requirements and conditions of State and Federal environmental laws and permits issued thereunder.

c. The development and use restrictions contained within this Local Law and any specific conditions to approvals issued hereunder shall be interpreted so as to bring about the intent of the New York State Environmental Quality Review Act (hereinafter, SEQRA) and the Town Zoning Code to protect the public from adverse environmental impacts to the maximum extent reasonably practicable.

d. In any instances where specific permitted uses, area or height standards, development guidelines and/or review procedures specifically set forth in this Local Law, as the same are specifically applicable to the District, conflict with other general provisions or requirements of the Town of Stillwater Zoning Code, the particular provisions set forth herein shall take precedence. In all instances not specifically addressed in this Local Law, the Code of the Town of Stillwater shall apply.

e. Development within the District, exclusive of Development Areas 1 and 10, shall not exceed two million square feet.

f. The development of this District shall not commence and no applications for development shall be accepted until such time as (1) the Towns of Stillwater and Malta and the affected School Districts execute an intermunicipal agreement for the purpose of sharing tax revenues and payments in lieu of taxes (PILOT) and (2) the Town of Malta and the Town of Stillwater execute an

intermunicipal agreement for the purpose of administering the governmental approval process required for the development of the Luther Forest Technology Campus PDD.

g. Each owning entity shall submit written reports to the Town Board demonstrating compliance with the Statement of Findings adopted in conjunction with this Local Law. Such reports shall be submitted annually unless the Town Board determines that more frequent reporting is necessary. Where warranted, the Town Board may require additional monitoring or demonstration of compliance with the Statement of Findings. Any such additional monitoring or demonstration of compliance shall be at the expense of the owning entity.

B. Definitions

1. Buffer Zone – An area of woods and undisturbed growth at the perimeter of the District as set forth on the Maps (Exhibit A), being at least 400 feet in width adjacent to residential areas (except in Development Area 11, which will have a minimum 200 foot buffer), and 100 feet adjacent to roads. Forest management plans shall provide that mature trees shall be retained to the maximum extent possible within 100 feet of roadways and residential areas.

2. Campus Commercial - non-destination businesses intended to serve the needs of the Campus community. Most uses require a Special Use Permit from the Town Board, as set forth in paragraph C.

3. Community Uses - uses provided by public or not-for-profit entities such as public school, community recreational facilities, public safety facilities, college satellite campus, library, playground, playing fields and similar uses for the use and benefit of residents of the surrounding communities as well as users of the Campus.

4. Conference Center – A conference center, lodge or retreat to be used by its owner or the Owners for the benefit of its own employees or guests, or for lease by a single user for its own employees or guests. Such conference center, lodge or retreat shall not be used as a hotel, and the rental of individuals rooms containing sleeping quarters shall be limited to those participating in events within the conference center, lodge or retreat.

5. Consumer Price Index – Consumer Price Index for all Urban Consumers, North East Urban, as published by the U.S. Bureau of Labor Statistics.

6. Entities - persons, businesses, corporations, governmental entities, and quasi-governmental entities (e.g., Saratoga Economic Development Corp.; public authorities; some emergency and public services entities).

7. Environmental Managements System (EMS) – A cycle of planning, implementing, reviewing and improving the processes and actions that an organization undertakes to meet its business and environmental goals.

8. Offices - general office, administrative and clerical, marketing, sales and customer support, including but not limited to businesses in financial services, insurance, 'back office' data processing and accounting facilities, and related non-retail uses.

9. Managed Forest – Forest located within the District either left in an undisturbed state, or selectively harvested subject to a plan filed with the New York State Department of Environmental Conservation, and subject to approval of the Town of Stillwater.

10. Nanotechnology Manufacturing Facilities - silicon wafer fabrication facilities, semiconductor manufacturing and similar nanoelectronics and nanotechnology manufacturing facilities which use "clean room" manufacturing techniques. Nanotechnology is the branch of technology that deals

with dimensions and tolerances of 0.1 to 100 nanometers, or with the manipulation of individual atoms and molecules. Nanotechnology manufacturing is the surface science and physical chemistry, which focuses on the fabrication of structures in carbon, silicon, and other inorganic materials. The study of biological systems that exist primarily in a water- based environment or similar shall be prohibited, such as biopharmaceuticals or bioengineering research and/or manufacturing uses.

Acceptable accessory uses of such nanotechnology manufacturing facilities would be the provision of services for those working in such facilities and their guests, for example cafeterias, daycare facilities, in-house health or medical clinic, ATM machines or banking branches.

11. Nanotechnology Manufacturing Support Businesses - Those businesses and governmental entities which provide goods and services of use to Nanotechnology Manufacturing Facilities, including Research and Development Facilities.

12. Operators – Unless otherwise specified, the word "operator" shall refer to the person or entity operating a facility within the PDD, whether or not the operator has any ownership or leasehold interest on the real property on which the facility is located.

13. Owner – Unless otherwise specified, the word "owner" shall refer to the title holder of a particular parcel within the PDD, and the word "Owners" shall refer to all owners of property within the PDD, who shall act through the Landowner's Association described herein, and whose individual members shall be responsible for the acts or omissions of the Landowner's Association upon the Association's default.

14. Primary Arterial Boulevards – A roadway whose primary goal is to accommodate high volume through traffic movements. The roadway will be no more than 2 through lanes (excluding turn lanes) in width in each direction and may be separated by a median area no less than 20 feet in width. The roadway may have a separated Shared use public pathway as part of its section. The limits of the primary arterial boulevard are indicated on Exhibit A- Map #3 .

15. Public and Private Utilities – Above-ground or underground buildings, structures (including wires, conductors, conduits, pipes, tunnels, man-holes) for the delivery or transfer of natural gas, electricity, steam, telecommunication (by cable, radio or microwave transmission) for the benefit of owners and/or tenants of real property located within the District.

16. Single-Family Residential - This use is permitted only in Area 10, in which as many as 50 single family units may be constructed. The layout and area plan shall be in conformance with the Town of Malta Open Space Development Law, Town of Malta Code § 167-43. The lands to be used for purposes of calculating the net developable lands under the Town's Open Space Development Law shall be as set forth in Exhibit A, shall use one- half acre zoning as the underlying zoning in calculating the net developable lands, and may include lands designated as "green space" in Area 14.

17. Shared Use Public Pathway- A paved bikeway constructed to standards adopted by the Town of Stillwater that is physically separated from motorized vehicular traffic by an open space or barrier and either within the high way right-of-way or within an independent right-of-way. Shared use paths may also be used by pedestrians, skaters, wheelchair users, joggers and other non-motorized users. These pathways shall be open to the general public at all times, and all forms of motorized equipment shall be prohibited except for motorized wheelchairs and necessary maintenance vehicles.

18. Trail – An unimproved, unpaved recreational facility (trail) to service pedestrians and bicyclists. Trails shall be open to the general public from dawn to dusk, and all forms of motorized equipment shall be prohibited except for motorized wheelchairs and necessary maintenance vehicles.

C. Authorized Development by Area. The District has been divided into distinct areas as set forth on the Maps, henceforth "Areas". Areas 1 through 11, in which business development is permitted, are also referred to as "Development Areas". The following uses, defined in Appendix B, are permitted in the following Areas:

1. Area 1:

g. Allowable Uses:

(1) Nanotechnology manufacturing facilities up to a maximum of four manufacturing facilities. Each such facility shall not exceed 350,000 square feet (maximum cleanroom area 200,000 square feet), and may include as accessory buildings to support each manufacturing facility: a central utility building of up to 50,000 square feet; other small facilities and support buildings, each up to 10,000 square feet; and one or more office buildings together totaling up to 100,000 square feet. Each facility, together with these accessory buildings, shall not exceed a total of 800,000 square feet.

(2) Public and private utilities.

a. Uses by Special Use Permit: None.

2. Areas 2 and 3:

a. Allowable Uses: Nanotechnology manufacturing support businesses; community uses; offices; public and private utilities.

b. Uses by Special Use Permit: Nanotechnology manufacturing facilities (up to 100,000 square feet of clean room area or less each facility).

3. Areas 4, 5 and 9:

a. Allowable Uses: Nanotechnology manufacturing support businesses; offices; public and private utilities.

b. Uses by Special Use Permit: Nanotechnology manufacturing facilities (up to 100,000 square feet of clean room area or less each facility).

4. Areas 6, 7 and 8:

a. Allowable Uses: Community uses; offices; public and private utilities.

b. Uses by Special Use Permit: Campus commercial.

5. Area 10:

a. Allowable Uses: Single-family residential; public pathways and trails; public and private utilities.

b. Uses by Special Use Permit: None.

6. Area 11:

a. Allowable Uses: Conference center with a maximum of 40 rooms for overnight accommodations and conference center capacity of 200 people; community uses; public and private utilities.

b. Uses by Special Use Permit: None.

7. Areas 12, 13, 14, 15, 17 and 19:

a. Allowable Uses: Buffer zone; managed forest; managed wetland; public pathways and trails; public and private utilities.

b. Uses by Special Use Permit: None.

8. Area 16:

a. Allowable Uses: Public pathways and trails; managed wetland; public and private utilities.

b. Uses by Special Use Permit: None.

9. Area 18:

a. Allowable Uses: Community Uses, public park; public pathways and trails; public and private utilities.

b. Uses by Special Use Permit: None.

D. Special Use Permits; Siting Criteria and Guiding Principles. All uses identified in this sub-paragraph, whether allowable or permitted only by special use permit, shall meet the siting criteria and guiding principles set forth herein.

1. Uses by Special Permit. An application for a proposed Special Use Permit shall be accompanied by a demonstration that the proposed use is consistent with the authorized uses set forth in Section B above, as well as the criteria and guiding principles set forth below, as applicable. The Town Board shall approve or deny an application for a Special Use Permit within 31 days of receipt of a complete application. If such application is approved, the Planning Board shall complete the site plan review process under the procedures and timetable of Town Law Section 274-a relative to site plan approval. In evaluating, interpreting and applying the siting requirements set forth below, as well as the other provisions of this PDD, the Town Board and Planning Board of the Town of Stillwater shall refer to and be guided by the "PDD Master Development Plan, Luther Forest Technology Campus" (henceforth "Master Plan") adopted herewith and set forth as Appendix D. The Master Plan may be amended by the Town Board from time to time following notice and public hearing as required by Sections 264 and 265 of the Town Law regarding zoning amendments. Where the Master Plan and this local law are inconsistent, this local law shall control.

2. Proposed Nanotechnology Manufacturing, Nanotechnology Manufacturing Support Businesses, and Research and Development Facilities shall meet the following siting criteria and guiding principles.

a. Business Orientation. Entities shall be oriented towards nanotechnology and related 'clean room' development, manufacturing and support.

b. Relationships With Campus Businesses. Entities shall provide synergies with ongoing businesses within the Campus.

c. Environmental Impacts. Entities shall not produce air emissions, vibration, excessive traffic, or other adverse impacts which would be incompatible with the thresholds and limitations set forth in the Findings Statement, and all requirements of State and Federal law and regulation.

d. Image Entities shall provide economic stability and high visibility to the Campus.

e. Campus Orientation. Entities shall strongly contribute to a business campus environment by providing compatible architectural elements and complementary business focus.

f. Employment Impact. Entities shall provide an expanded employment base to the region, particularly for technically- competent individuals. New employment opportunities created within the District shall be posted at the Stillwater Town Hall, Stillwater Village Hall, Saratoga County Personnel Department and on the internet at a site linked to the Town's web site.

g. Intellectual Impact. Entities shall add to the intellectual base of the region.

h. Leadership. Entities shall have a demonstrated, long-term commitment to building public trust and establishing a positive and responsive relationship within their respective communities through implementation of successful community participation programs and/or other evidence of responsiveness to community interest and concerns. Companies will demonstrate environmental leadership and implement policies that ensure public accountability. Entities must be committed to promoting the highest standards of organizational integrity and public responsibility.

i. Safety Standards. Entities shall have high standards for worker health and safety as evidenced by their existing compliance record with OSHA and other State and Federal reporting agencies.

j. Public Trust. Entities shall consistently exercise and promote the highest standards of organizational integrity and public responsibility. Owners and operators shall meet all governmental and industry standards for air, land and water quality. Hazards that may exist at a facility shall be identified using state of the art hazard assessment techniques. All efforts shall be made to design, operate and maintain a safe facility and to prevent accidents. This shall include compliance with the state of the art practice in the industry (as well as any government regulations) and impose a continuing obligation to review and comply with consensus codes, industry practices or guidelines. This obligation is ongoing, which means that facilities and practices must be upgraded as changes occur in industry practices. Owners and operators must be aware of unique circumstances associated with their operation, keep abreast of accidents and near misses in the general industry, assess the impacts of possible releases and have an up-to-date contingency plan.

k. Energy Conservation. Entities shall conserve energy to the maximum extent practicable, considering each entity's purpose and mission. Buildings shall be designed, constructed and operated in substantial accordance with "green building standards". Tools and equipment will be selected with appropriate consideration given to energy consumption. Employees shall be encouraged to ride share or undertake other forms of travel efficiency with the goal of reducing transportation impacts to the ecosystem. Reference is made to New York State Energy Research and Development Authority, LEED: Leadership in Energy and Environmental Design – www.nysedra.org.

l. Sustainable Use of Natural Resources. Entities shall plan for and commit to the sustainable use of natural resources, with due consideration given to preservation of critical habitats.

m. Worker Protection. Entities shall achieve and maintain high standards for worker health and safety and implement progressive measures for risk management and reduction.

n. Environmental Protection. Entities shall go beyond compliance with minimal or permit standards and continuously eliminate or reduce potentially harmful discharges into the environment. Entities must continuously seek and use better substitutes with improved economic performance for chemicals that have documented adverse environmental impacts. Best Available Technology (BAT) and Best Available Control Technology (BACT) for pollution control must be used at

the time of facility construction. Every 3 years the owner or operator shall evaluate the impacts of BAT or BACT on public health and the environment. This evaluation shall be submitted to the Town upon request. If in-place technology creates conditions or contaminants in quantities or characteristics which are or may be injurious to human, plant or animal life or to property or which unreasonably interferes with the comfortable enjoyment of life and property throughout the area, the owner or operator shall be required to upgrade its pollution control equipment and install the latest BAT or BACT within 2 years. See Exhibit E at V.D.1.g.-j.

o. Waste Management. Entities shall abide by New York State law, rules and regulation for solid waste management, reuse and recycling. Reference is made to 6 New York's Code of Rules and Regulations Part 360; RCRA Title D; Code of Federal Regulations Title 40, Chapter 1, sub-chapter I; and www.epa.gov/docs/epacfr40/chapt-1.info/. Companies will proactively seek innovative ways to reuse and recycle waste, thereby minimizing solid and hazardous waste materials that require landfilling.

p. Tax Abatement Limitations. Entities locating within the District are only permitted to use the New York State Empire Zone Program or equivalent State program for tax incentives. Additionally, if, at any time, title is conveyed to an Industrial Development Agency (IDA), and, as a result, the real property tax exemption is invoked, then there must be a payment-in-lieu of tax (PILOT) agreement that requires the annual payment of a PILOT equivalent to the total amount of real property tax that would otherwise be paid if the property were not eligible for exemption. In addition, in each year, the PILOT must be allocated in the same manner and the same proportions as set forth in paragraph "q" immediately following this paragraph.

q. Alternate PILOT or Tax Sharing Agreements, Development Area 1.

(1) The other provisions of this Local Law notwithstanding, where an entity owning or operating a business in Development Area 1 enters into a payment-in-lieu-of-taxes (PILOT) agreement, the PILOT payments shall be allocated in a specific ratio as herein required between the Towns of Malta and Stillwater, and the Ballston Spa Central School District and Stillwater Central School District. Such revenue allocation agreement shall require the allocation of all PILOTS such that, for Town purposes, 75% of the total shall be disbursed or paid to the Town of Malta, and 25% of the total shall be disbursed or paid to the Town of Stillwater; and for school purposes, 75% of the total shall be disbursed or paid to the Ballston Spa Central School District, and 25% of the total shall be disbursed or paid to the Stillwater Central School District. Such agreement shall remain in effect until certificates of occupancy have been issued for Nanotechnology Manufacturing Facilities in Development Area 1 in both the Town of Malta and the Town of Stillwater, that is, until each Town has one such facility.

(2) Likewise, in the event Development Area 1 is owned by a private entity, the Town of Malta and the Town of Stillwater shall enter into a tax-sharing agreement such that, for Town purposes, 75% of the total tax shall be disbursed or paid to the Town of Malta, and 25% of the total tax shall be disbursed or paid to the Town of Stillwater; and for school purposes, 75% of the total tax shall be disbursed or paid to the Ballston Spa Central School District, and 25% of the total tax shall be disbursed or paid to the Stillwater Central School District, until certificates of occupancy have been issued for Nanotechnology Manufacturing Facilities in Development Area 1 in both the Town of Malta and the Town of Stillwater.

r. Traffic Mitigation. Nanotechnology Manufacturing Facilities shall use the "off-peak" shift changes throughout the operating life of the facility substantially as described in the traffic studies contained in the Statement of Findings, Exhibit B. No amendment of this law shall be made to allow for a different sequence or timing of shift change times for such nanotechnology manufacturing facilities without the preparation of a

Supplemental GEIS regarding proposed variant shift change impacts on adjacent street traffic.

s. Manufacturing Activities. All manufacturing uses authorized within the District shall take place entirely within enclosed buildings, except for those facilities or portions of facilities such as chemical bulk, petroleum, or materials storage facilities or electrical substations which are required by code, regulation or good engineering practice to be outside of the manufacturing buildings.

3. Environmental Management Plans. Plans to meet the criteria set forth above with respect to energy conservation, sustainable use of natural resources, environmental protection and waste management shall be in writing, and copies of such plans shall be made available to the Town of Stillwater by the owner of the property upon which the monitored activity is located upon request, or by the Owners. The Town of Stillwater shall make suitable accommodation to protect trade secrets. Upon request of the Town of Stillwater, such plans shall be made available to the public by posting of the same on the internet by said owner or by the Owners.

4. Environmental Audits. All entities owning or operating businesses within the District which conduct activities which may have an adverse environmental impact (e.g., produce wastes or emissions possibly dangerous to human health or the natural environment, noise, transportation of volatile or dangerous chemicals or substances), shall make and provide the Town of Stillwater with annual environmental audits. In addition, all such entities shall be liable to the Town for the expense of air quality or other environmental testing to be performed by an independent expert at the request of the Town and at the expense of the entity. The necessity, scope and frequency of audits and testing, and the mechanism for funding, shall be determined during site plan review.

5. Campus Commercial.

a. General Intent. Commercial uses shall provide such goods or services primarily for the use and benefit of employees and visitors to the Campus, so as to reduce environmental impacts by providing services within the Campus. The intent of this provision is to prohibit commercial uses that will create a commercial center within the Campus. Commercial uses will not be permitted which will attract customers from outside the Campus who otherwise will have no relationship with the Campus, and which uses will therefore not be compatible with the Campus Commercial use designation.

b. An entity may provide, itself or through a concessionaire, goods and/or services for its employees, such as a cafeteria or medical facility. Such provision of goods and/or services are deemed accessory to the entity's primary use, provided such goods and/or services are offered in the entity's own building.

c. All uses for the provision of goods and/or services other than as described in sub-paragraph "b" above shall require a Special Use Permit from the Town Board.

d. No free-standing structures used exclusively or primarily for campus commercial uses are permitted in the District.

e. Site Plan Review – All campus commercial uses shall have site plan review pursuant to the Zoning Code of the Town of Stillwater.

E. Site Plan and Building Permit Requirements.

(1) The development of this District shall not commence and no applications for development shall be accepted unless, on or before December 31, 2004, the affected municipal corporations execute an intermunicipal agreement for the purposes of (1) sharing tax revenues or payments in lieu of taxes (PILOT) and (2) jointly administering the planning process required for the development of the Luther Forest PDD. More specifically, the required intermunicipal agreements shall provide as follows:

a. For revenue sharing, the agreement shall provide for the annual allocation of all real property tax revenues or payments in lieu of taxes, from all real property located within Area One such that for Town purposes 75% of the total of all tax revenues or PILOTS shall be allocated, disbursed or paid to the Town of Malta and 25% shall be allocated, disbursed or paid to the Town of Stillwater; and, for school purposes, 75% of the total of all tax revenues or PILOTS shall be allocated, disbursed or paid to the Ballston Spa Central School District, and 25% of the total of all tax revenues or PILOTS shall be allocated, disbursed or paid to the Stillwater Central School District.

b. For site plan review, the agreement shall provide for the creation of a joint planning board comprised of representatives of each Town, approved by the respective Town Boards, that will serve as the planning board for each Town in the review of any applications for the development of the Luther Forest PDD. Any recommendation of the joint planning board shall be subject to approval by each Town Board.

(2) All development shall be subject to site plan review pursuant to the Town Code of the Town of Stillwater and New York State's Town Law. All building plans shall be approved by an architect duly licensed by the State of New York or by an engineer duly licensed by the State of New York. All construction shall comply with current International Building and Fire Codes as enacted in New York State Code of Rules and Regulations. All construction shall be subject to inspection by the Town of Stillwater Code Enforcement Officer, the Town Engineer, the Town of Stillwater Highway Superintendent, and/or the Town's agent, as directed by Town of Stillwater Department of Planning, Building and Development.

(3) All roadways denominated herein as Primary Arterial Boulevards and Local Streets shall be built to the technical specifications of town highways in the Town of Stillwater and county highways in the County of Saratoga for the class of use of the highway in question. The Primary Arterial Boulevards shall be divided by a median as evidenced in Appendix A, Map #3. If the standards for Town and County highways differ, the more stringent standards shall control. Prior to construction, plans for such roadways shall be submitted and approved by the Town of Stillwater Highway Superintendent, Town Engineer and the Saratoga County Department of Public Works.

(4) All roads, drainage facilities and easements and related rights-of-way shall be constructed by the developer in conformance with site plan(s) as submitted and approved by the Stillwater Town Planning Board, and as approved by the Town's Engineers. All deeds issued for propert(ies) of or within the District shall be accompanied by a map prepared by a licensed surveyor showing the proposed transfer and setting forth the location of all proposed structures and improvements (including all roads, drainage facilities and easements and related rights-of-way) whether said proposed improvements are to be made by the transferor, transferee or a third party, which map shall be reviewed and approved by the Department of Planning Building and Development prior to filing with the Saratoga County Clerk. Proof of filing of the deed(s) and map(s) shall be provided to the Town within ten days of filing.

(5) It is anticipated that the roads within the District may be offered to the Town or County for dedication without cost to the Town or County. The Town or County have no obligation to accept the roads if offered for dedication. Either the Town or the County may require the dedication of one or more roads.

(6) Except as otherwise set forth below, no site preparation, clearing, grubbing, erection of signs or construction shall be made without the property owner or its designee having applied for and received site plan approval from the Town Planning Board, and without a duly issued Building Permit. During site plan review, the Town Planning Board shall review and approve site layout, grading and drainage, access, landscaping, circulation, stormwater management, off-street parking, lighting, and any other items deemed necessary to complete its review. Nothing in this section shall prohibit selective tree harvesting in Non-Development Areas pursuant to a forestry management plan submitted to the New York State Department of Environmental Conservation and following all instructions of the Department, and subject to approval of the Town of Stillwater.

(7) The hours of allowable outdoor construction shall be from 7:00 a.m. to 6:00 p.m., Monday through Saturday. Construction at other hours shall be allowed pursuant to the issuance of a Building Use Permit to be issued by the Town of Stillwater Department of Planning, Building and Development. Such permits shall be issued in instances where the applicant can demonstrate that it has, to the greatest extent practicable, established and implemented mitigation measures for any construction that will take place outside the proposed hours, and demonstrate a need for construction outside the allowable construction times. Such permit shall specify the dates, times and type of construction that shall be allowed.

(8) Any application for site plan review hereunder shall contain a narrative statement of compliance with (i) this Local Law, and (ii) the project conditions, mitigation measures and relevant impact thresholds which may be applicable to the development as set forth in the Findings Statement adopted in connection with the adoption of this Local Law. If required, the applicant shall also complete a Luther Forest Technology Campus Special Use Permit/Site Plan Application, together with all required maps, studies, architectural renderings, building elevations and attachments.

(9) Where a proposed site plan development presents issues regarding impacts that were not addressed in the GEIS or Findings Statement (such as impacts from changed or unanticipated circumstances), the Town Board or Planning Board may request further information such as a Full Environmental Assessment Form or further explanations to determine the significance of such potential impacts and whether a supplemental EIS, limited to those new issues, may be required.

F. Subdivisions Within Approved Non-residential Development Areas.

(1) Upon receiving site plan approval from the Planning Board for any particular development of lands within an approved Development Area and, if applicable, maintenance of a current certificate of occupancy for such allowed use, the owner of the parcel may subdivide same for purposes of transfer of ownership or a security interest, upon subdivision review and approval from the Planning Board, provided that the map required by subparagraph "D3" above has been provided and approved in form; reciprocal easements or covenants or similar instruments which run with the land(s) to be subdivided in a form approved by the Town of Stillwater Department of Planning, Building and Development are in place which guarantee ingress and egress to the subdivided premises, for maintenance and financial responsibilities for required amenities (such as parking lots) and common facilities and lands of the Campus (e.g., roads, sidewalks, trails, security), and the transferee has prepaid any fee and signed any agreements necessary to be a member of the Landowners' Association as set forth in paragraph "W". Subdivision within any Development Area will not require owners to comply with setbacks, frontage and greenspace areas. The Town shall ensure adequate access and parking to all subdivided parcels.

(2) Subdivisions of lands within approved Development Areas may also contain lands outside of the Development Areas which are designated for open space or common use, provided that no use or development of those lands shall be permitted which is inconsistent with the buffer or green space designations and/or forestry management provisions or other prescriptions of this PDD, and that all requirements of paragraph one of this section "E 1" are met with respect to all transferred land.

(3) This section does not apply to the incidental Single Family Residence Uses within Area 10. Proposed subdivisions for residential uses within Area 10 will require such subdivision review and approvals as set forth in the Town of Malta Zoning and/or Subdivision regulations. Residential lots within Development Area 10 shall not have direct access to the industrial uses within other Areas, nor shall such lands be included in the covenants and reciprocal access easements which will overlay industrial development lands in the other Areas, nor shall the owners of such parcels be required to be members of the Landowners' Association described in Section "W".

G. Development Agreements. All entities owning or operating Nanotechnology Manufacturing Facilities (whether an "anchor" facility in Development Area 1 or smaller facility located in any Development Area), and all businesses leasing, owning or occupying an area of 100,000 square feet or more, are required to enter into a Development Agreement with the Town of Stillwater, which Agreement

shall be in place prior to submitting a site plan review application. Each such Agreement shall provide, at a minimum, for the demonstration and fulfillment of the siting criteria and guiding principals set forth in Paragraph C, above, and which shall provide a tangible benefit to the residents of the Town of Stillwater. Tangible benefits to the Town mean benefits over and above those identified elsewhere in this Local Law needed to accommodate or mitigate impacts resulting directly from the construction of facilities. Such benefits shall be substantial and shall contribute to quality of life in the Town and Village of Stillwater. Examples of such tangible benefits include but are not limited to the following:

1. The development and installation of the required infrastructure, including any land, improvements and equipment, necessary for the increased capacity to provide water, power and roadways, and to transport and process sewage.
2. The development and implementation of a storm water mitigation plan and a sewer master plan.
3. The enhancement of the sewage transportation systems and facilities within the Town and Village of Stillwater.
4. The restoration and redevelopment of the Village of Stillwater, including the central business district, and the installation or improvement of sidewalks, lighting and landscaping.
5. Preservation of open space through purchase of development rights or fee acquisitions on a one-for-one basis to that space being developed.
6. Creation of museums, streetscapes or community focal points (e.g., statues, fountains, street art).
7. Construction of multi-use trails for non-motorized connectivity to connect the LFTC to residential areas and commercial centers.
8. Historic preservation.
9. Recreational Facilities.

H. Impact thresholds. All development, use and occupancy of lands within the District shall be within the thresholds, standards, conditions and limitations set forth in the Findings Statement adopted in conjunction with this Local Law.

I. Enforcement and Penalties.

1. Violations of the provisions set forth in this Local Law, including, but not limited to, violations of the thresholds set forth in the Findings Statement, may be enforced in either the Town Court of the Town of Stillwater or in New York State Supreme Court, County of Saratoga. Enforcement proceedings may be brought on by the State of New York or the Town of Stillwater. The Supreme Court may issue an injunction prohibiting violation of this Local Law, and/or an injunction prohibiting further development or use of any single parcel or Development Area within the District. Where the alleged violation concerns aspects of the District common to the Owners, such as the construction and/or implementation of traffic mitigation measures or activities within non-Development Areas, the Supreme Court may issue an injunction prohibiting further development anywhere within the District.

2. The Code Enforcement Officer of the Town of Stillwater may halt construction in any single parcel or Development Area within the District. Where the alleged violation concerns aspects of the District common to the Owners, the Code Enforcement Officer may recommend to the Town Board that the demand be made against bond(s) or letter(s) of credit issued by the Landowners' Association.

3. The development and use restrictions contained within this Local Law shall be interpreted broadly so as to bring about the intent of this Local Law to protect the general public from negative environmental consequences to the maximum extent reasonably practicable.

4. In lieu of any fines otherwise provided by law, the sentencing Court shall impose the following fines for the following offenses of this Local Law:

i. For a violation of provisions of this Local Law related to noise: a fine from \$500 to \$1,000 per violation for the first violation; from \$1,000 to \$2,000 per violation for the second violation within 18 months; and from \$2,000 to \$5,000 per violation for the third violation within 18 months of a prior violation.

ii. For a violation of provisions of this Local Law related to driving a construction vehicle on Stillwater Town roads \$100 to \$200 per violation for the first violation within 18 months of a prior violation; \$500 to \$1,000 per violation for the second violation within 18 months of a prior violation; \$1,000 to \$2,000 per violation for the third violation within 18 months of a prior violation.

iii. For a violation of provisions of this Local Law related to cutting of trees: \$100 to \$200 per caliper inch at breast height, plus replanting of cut trees.

J. Performance Bonds or Letters of Credit. As directed by the Town of Stillwater Planning Board, the developer and the Landowners' Association shall file one or more bonds or letters of credit with the Town Supervisor in the amounts and form acceptable to the Town Engineer and Town Attorney to guarantee such performance and/or completion of the requirements of this PDD, and/or a bond or letter of credit for each discrete development or phase of development made or to be made therein, prior to issuance of a building permit for such development or phase of development. All such bonds and letters of credit shall remain in place until the satisfactory completion (including, but not limited to, issuance of a certificate of occupancy) and maintenance for one year after completion of each such discrete development or phase of development, including landscaping.

K. Access and Circulation. Access and traffic circulation within the Campus shall be provided by the following:

1. Site Access - The Developer shall provide for a connection to the campus from the Adirondack Northway (I-87) and US Route 9/NYS 67 with a by-pass road around the Village of Round Lake constructed in general conformance with the plans set forth in Appendix A at Maps 4 and 5, and secondarily to Cold Springs Road. The site access will connect to the primary arterial boulevards as herein described. Phasing of site access shall be governed by the traffic "thresholds" and other traffic-related Findings.

2. Primary arterial boulevards - Shall be the primary circulation roadways within the Campus and shall connect the various approved Development Areas. The boulevards shall be landscaped and shall provide a paved side-path, of similar design and construction to the existing Dunning Street/Plains Road bike path, for pedestrian and bicycle circulation. No development shall have frontage on the primary arterial boulevards to enhance the vehicle capacity of these roadways and the aesthetics of the overall Campus setting. There shall be a minimum 100'-wide undisturbed buffer from the edge of any road or path to any parking or other construction within a Development Area.

3. Local streets and service roads - to provide circulation within Development Areas, as necessary, and connecting facilities and their related parking areas.

L. Stormwater Management. Separate stormwater management plans compliant with New York State Stormwater Management Design Manual shall be submitted for each site. In addition to the requirements set forth in the design manual, pre-development infiltration into the lacustrine sands will be maintained for each site. A stormwater pollution prevention plan will be developed for each site as

required by the State Pollutant Discharge Elimination System regulations and subject to approval in form and content by the Town of Stillwater Planning Board and New York State Department of Environmental Conservation. A copy of the NYSDEC letter of acceptance of the subject notice of intent shall be submitted to the Town prior to commencing any construction.

M. Sewerage Transportation. Sanitary sewers will be provided throughout the Campus by connection to the County sewer system. All sewer facilities shall be designed and constructed in accordance with the standards of the Saratoga County Sewer District No. 1. The Owners and/or development entities shall enter into agreement with the Saratoga County Sewer District No. 1 ("Sewer District") providing for (1) ownership and operation by an entity other than the Sewer District subject to the direction of the Sewer District with performance guarantee through a bond approve in form by the Sewer District and the Town Attorney, or (2) ownership by the Sewer District. No sanitary sewers shall operate as Transportation Corporations under New York State Law. The sewer district shall determine what portion of these facilities are appropriate for public ownership. The determining factor for acceptance of dedication shall be whether such sewer facilities will provide service to only one, or potentially multiple, specific user(s) or entities within the Campus.

N. Water Transportation.

1. Water for the initial 300,000 square feet of development and for the residential development will be provided by Saratoga Water Services, Inc. As part of the site plan review process the water supply company shall provide documentation from the appropriate State agencies indicating that permitted capacity is available to serve the proposed development.

2. Water beyond the initial development will be provided directly from the Hudson River by means of a water main run from the river at a point in the Town of Stillwater through the lands of the Town, County or private owners to the Campus, in conformance with plans and descriptions found in the Findings Statement and Master Plan. Alternatively, water may be provided from any water delivery system owned and operated by the County of Saratoga or any entity formed by the County of Saratoga specifically and exclusively to operate a water delivery system upon site plan approval by the Town of Stillwater Planning Board.

3. Upon construction and connection of either of the Hudson River treatment plants, and the transmission main to the LFTC site, an emergency connection to the Saratoga Water Services, Inc. water system infrastructure shall be provided.

O. Security and Emergency Response Planning. Measures shall be taken to protect against terrorism and to secure all hazards in accordance with best available technology and guidance of the US Department of Homeland Security, NFPA 1600 and/or other law enforcement agencies. Spill response plans, risk management plans and emergency response plans shall be prepared and maintained up-to-date as required by all State and Federal regulations, including but not limited to; NYS DEC regulations; U.S. OSHA regulations and US EPA regulations.

1. All manufacturing facilities and other facilities required by State or Federal law shall prepare and file facility Emergency Response and Hazardous Materials Management Plans with the County Emergency Management Response Agency; the Stillwater Emergency Management and Preparedness Committee; the Arvin Hart Fire Department; the Stillwater Rescue Squad; and the Stillwater Town Police Department, prior to the issuance of a Certificate of Occupancy, and shall keep filed plans updated as directed by the same and as needed. There shall be a standing fire, emergency and hazardous materials response brigade for each nanotechnology manufacturing facility prior to a certificate of occupancy being issued.

2. All manufacturing facilities and other facilities required by State or Federal law, shall prepare and file facility Security Response Plan with the appropriate authorities prior to the issuance of a certificate of occupancy, and shall keep plans updated as directed by the appropriate authorities and as needed.

P. Architectural Guidelines. The following guidelines shall apply, except that either the Town Board or Planning Board may modify these guidelines with respect to individual applications.

1. Nanotechnology Manufacturing and Support Facilities.

a. Pedestrian/Public Access Building Areas.

- (1) Building facades shall promote a blend of corporate identity with the regional architectural influences.
- (2) Roof lines shall not be long flat planes.
- (3) Roof materials shall compliment the facades in both color and material.
- (4) Colors shall harmonize with the surrounding woods.
- (5) Styles using columns, arcades, divided glazed surfaces and pedestrian scale details are encouraged.
- (6) Large expanses of undivided reflective glass are discouraged.
- (7) Masonry, brick, stone, metal and cast stone are preferred primary facade finishes.
- (8) The use of exterior insulation foam systems (EIFs) at pedestrian contact levels is prohibited.
- (9) Long unbroken horizontal facades are discouraged and facades that present a unified rhythm with numerous insets and broken planes are preferred.
- (10) Up-lighting of facades is prohibited.
- (11) Architectural styles that blend the 'Modern International Industry' style building with the dominant regional historic vernacular styles (i.e., by using Colonial, Greek Revival, Victorian or Classical influences, elements, building materials or finishes), are encouraged in 'focal point' areas of public view, where otherwise appropriate and functional.

b. Non-Public/Manufacturing and Functional Building Areas

- (1) Functional need and industrial standards for utilities, deliveries, mechanical systems, and the like are recognized as requirements for those non-public view portions of the building.
- (2) Guidelines for these areas are to be less restrictive and not intended to interfere with needs of the business. However, items listed below will be reviewed for adherence to the building's overall ability to blend as best as possible to its surrounding setting.
- (2) Roof lines that are flat or slightly pitched are recognized as industry standard.
- (3) Roof materials shall be selected so that roof colors are not reflective and are in the earth tone ranges.
- (4) Building facade of concrete, masonry, steel, stone, or glass are to be permitted. However, attempts to blend with surrounding buildings and the environment are encouraged.

(5) Building openings for overhead doors and loading areas shall be screened from public areas whenever possible.

(6) Utility service structures and support buildings shall be of similar building style and design to their corresponding main structures.

c. Campus Center Facilities: All buildings within the Campus Center (Development Areas 2, 3, 6, 7, 9 and 18) shall have facades which front toward the public streets or core pedestrian areas, shall be constructed in such a manner as to promote pedestrian access to and throughout the Campus Center, and shall be enhanced by traditional architecture and appropriate landscaping.

(1) Building facades shall be designed so that all sides of the building shall have a unified appearance

(2) Roof lines shall be designed to promote interest and avoid long, unbroken lines.

(3) Entrances and building accents shall be enhanced through changes in the roof line.

(4) Building colors shall compliment the entire campus core and be in harmony with existing and proposed buildings within the Campus Center; bold differences are discouraged.

(5) The use of traditional building elements such as columns, arcades, divided windows, architectural fenestration and pedestrian scale details are encouraged.

(6) Designs that incorporate interpretations of local vernacular styles are encouraged.

(7) Masonry, brick, stone, and cast stone facades are preferred.

(8) The use of extruded foam at pedestrian contact points is discouraged.

(9) Buildings that incorporate interesting broken expanses along the facade are encouraged.

(10) Buildings shall not be higher than 75 feet.

d. Landscaping Standards and Guidelines. The following guidelines shall apply to landscaping developed areas within the PDD:

(1) Linkages to the parking, trails, walks, and drop-off points shall be landscaped in a manner that promotes areas for gathering, shade, plantings indigenous to the surroundings.

(2) Plantings shall be primarily smaller deciduous trees, which would reach a climax height of 30 to 50 feet

(3) New deciduous trees shall be augmented by flower-beds of annuals and perennials.

(4) Trees, plants and other landscape materials shall be those which are used typically through Saratoga County and have a specified hardiness zone classification of 5 or greater (e.g., zones 1 - 5), and shall included a mixture of indigenous and adapted hybrid species.

(5) Two hundred (200) square feet of planting area shall be provided for every 20 parking spaces within the parking area. The provided planting area shall not be less than 5% of the total parking area and no more than 7% of the total parking area. Plantings within the 200 square feet shall consist of one deciduous tree with understory planting of shrubs and/or perennials. The minimum width of a planting area within the parking area shall be no less than 10 feet.

Q. Green Space, Buffers and Setbacks. A minimum of 60 percent of the lands within the PDD shall be green space. Minimum buffers and setbacks between all adjacent land uses and zoning districts are identified on Appendix A- Map #2- PDD Buffers and Setbacks. To ensure that the buffers, open space and environmentally sensitive areas are adequately preserved during construction, buffer limits and the means of construction protection shall be established during the site plan review process, and shall include imposition of protective measures, such as fences.

R. Signs. The Owners may construct and maintain monument entrance, directional and informational signs, in addition to normal street signs, within the District. Individual facility owners within the District may use either or both monument signs or building signs to identify their premises, however in no instance shall the signs exceed 200 square feet. Signs may be illuminated, providing that such signs are consistent with the lighting standards in Section T of this legislation and that, with the exception of common Campus entrance signs, signs shall not be visible from outside the campus. Additionally, building mounted signs shall not be located higher than 35 feet above finished grade, to the top of the sign. Main Campus entrance signs and a wayfinding signage package shall be submitted and approved prior to the first certificate of occupancy being issued for the District.

S. Building Height and Area Requirements. Maximum building height (including all structures erected thereon) shall be 110 feet above finished ground level within Development Area 1, and 75 feet above finished ground level elsewhere within the PDD, including all rooftop mounted equipment. For the purposes of this provision, "building height" is defined as the distance between ground level and the highest finished elevation of the building roof. Nanotechnology Manufacturing Facilities shall additionally have the following setback and buffer requirements: (i) buildings shall be set back within the Development Area a minimum of 700 - 1,000 feet from primary arterial boulevards to provide space for employee parking, (ii) an additional front yard setback of 100 - 200 feet for entry ways and landscaping shall be provided to screen parking, (iii) side and rear yard buffers shall be a minimum of 100 feet to provide room for landscaping and fencing and (iv) buildings shall be set back 500 - 1,000 feet from major roads or primary arterial boulevards which may have the potential for vibration.

T. Parking. Parking shall be provided according to the following schedule applicable to the various allowable uses. The parking schedule set forth herein is the minimum standard; however, the Town of Stillwater Planning Board may reduce the amount of parking spaces for a particular use upon a showing by the applicant that the application of the minimum parking schedule set forth above would create an excess number of parking spaces beyond what is reasonably needed, and that reducing required parking spaces would be environmentally beneficial (e.g., by reducing unneeded paving and impermeable surfaces, such as by construction of multi-level parking structures). Parking garages are strongly encouraged.

1. Nanotechnology Manufacturing Facilities:
0.8 parking spaces per employee (minimum; per shift)
2. Nanotechnology Manufacturing Support Businesses:
0.8 parking spaces per employee (minimum; per shift)
3. Campus Commercial:
1.0 parking spaces per 300 sq. ft. net leaseable floor area. This requirement may be waived if adequate street parking or common parking lots are otherwise provided within the Campus Commons area of Development Areas "6", "7", "8" and "11".

4. Office:
1.0 parking spaces per 300 sq. ft. net leaseable floor area, or, alternatively, 1 space per employee, as determined at site plan approval phase

5. Community Uses and Conference Center:
Adequacy of parking not subject to a particular standard; parking plans to be submitted and approved at site plan approval phase.

U. Lighting. Outdoor lighting shall be installed so as to minimize to the greatest extent possible the lighting of the sky above the Campus. No outdoor light shall be installed, modified or permitted to be used which casts a beam of light above a plane horizontal with the earth, other than temporary construction lighting. All outdoor lighting, excluding temporary lighting, shall be consistent with the following criteria:

1. Proposed area lighting will employ predominantly high-pressure sodium lighting, with the use of limited metal halide lighting as appropriate in areas outside of public views.

2. All lighting fixtures will be focused with full cut-offs installed in a horizontal position to prevent upward reflection or glow to night skies, and reduce the amount of light pollution beyond the edges of illuminated areas.

3. Lighting fixtures will be set at a height which will limit the amount of light trespass and encourage the use of 250 watt high-pressure sodium fixtures, and minimize the usage of higher wattages. Using lower wattage fixtures at lower heights will help to distribute the lighting more evenly and eliminate pockets of bright light. Lighting fixtures shall be set back from the development site boundaries to mitigate glare to surrounding properties.

4. The light levels in parking and pedestrian areas shall be in accordance with Illuminating Engineering Society of North America standards. Parking areas shall have a minimum maintained level of 0.5 foot-candles with a uniformity ratio of 4-to-1.

5. Low-level lighting shall be used at each roadway and along boulevards for safety and security. Light fixtures shall be selected to prevent upward reflection or glow and prevent light trespass outside of road rights-of-way.

6. Security lighting at or near buildings will be lit down and inward toward the building to mitigate outward glare and reflection. Flood lighting shall be permitted only when no adequate substitute is available.

7. Signs may be externally or internally lit. Externally lit signs will have shielded fixtures to prevent glare and/or light trespass.

8. Adjacent to residential properties, no direct-light source will be visible at the edge of the Development Area.

9. All non-essential lighting must be extinguished after business hours.

10. Lighting fixtures (luminaries) and bulbs will be selected to optimize energy efficiency consistent with New York State energy plans.

V. Forestry Management. Areas 12, 13, 14, 15, 17 and 19 may be logged under a forestry management plan submitted to the New York State Department of Environmental Conservation ("Department"), shall be subject to all instructions of the Department, and shall be subject to approval of the Town of Malta, except that clear-cutting shall not be permitted in any non-Development Area. Cutting of trees shall be permitted in Areas 16 and 18 only to the extent necessary to permit recreational uses. Portions of the District currently hold a Fisher Act tax exemption through a plan which has been filed with the Department. Prior to applying to the Town of Stillwater for site plan review for any property located within the District, the owner must have taken all steps necessary to remove Fisher Act classification (tax exempt status) for the Development Area in which the property subject to site plan review is located, and such classification must have been revoked. Immediately upon the effective date of this legislation, no timber may be cut except in strict conformance with the conditions set forth herein. The owner and/or Landowners' Association shall bond for erroneous cutting, subject to fines provided herein. The owner shall bear the expense of the cost of a Town consultant with respect to such plans.

W. Common Area Management and Security.

1. If there is a single owner of the land within the District, he, she or it shall be solely responsible for the management of common areas (e.g., non- Development Areas, roadways, paths). Should the ownership of the District be in more than one person or entity, each owner shall be a member of a landowners' association, the contractual terms (including amendments) of which shall be approved by the Town Board of the Town of Stillwater, and which terms shall provide for security for the District and for the development and maintenance of common areas (henceforth "Landowners' Association"). No person or entity may acquire real property within the District without becoming a member of the Landowners' Association, and no person or entity may conduct any business activity (including construction) without being a member in good standing of the Landowners' Association. The Landowners' Association's terms shall also provide for the posting of bonds in amounts and forms approved by (and running in favor of) the Town, together with the payment of costs, fees and expenses necessary to provide adequate security and to develop and maintain common areas, and that the Town of Stillwater and/or any member of the association may enforce the terms of the association. Each member of the Landowners' Association shall be jointly and severally responsible for the acts or omissions of the Association, and the Town of Stillwater may look to any such member to fulfill the obligations of the Association upon the Association's default. The public shall have free and unrestricted access to all paths, trails and walkways during daylight hours. Other language of this paragraph notwithstanding, the Association is not responsible for compliance within Development Area 10.

2. The owners may form a business improvement district encompassing the Campus (excluding Development Area 10 and including area 18 at the option of the Towns of Malta and Stillwater) to provide for security for the District and for the development and maintenance of common areas. Upon the establishment of such a business improvement district, the Town Board may waive some or all of the provisions of subparagraph V.1. by resolution.

3. A Recreational Master Plan encompassing Area 16 and linkages to Areas 16 and 18 shall be completed prior to and as a condition for the issuance of a certificate of occupancy for the 300,000 square feet of development within the District, which Recreational Master Plan shall be completed with the assistance of the Department of Planning, Building and Development, and the Town Planning Board.

X. Mitigation. The following measures will be taken to mitigate the negative environmental impacts of the PDD, in addition to those set forth in the Findings Statement.

1. With respect to all mitigation or impact fees specifically set forth herein, the amounts of said fees shall be adjusted for inflation annually in accordance with the Consumer Price Index. Unless otherwise stated, the mitigation requirements set forth in this Local Law shall be paid by the owners. Failure to complete any required mitigation measure, including the payment of any mitigation fee, shall be grounds for the Code Enforcement Officer or a court of competent jurisdiction to suspend and prohibit any further construction activity within the District until such mitigation measure or payment has been made.

2. Transportation

a. Round Lake Bypass – in conformance with rendering of gateways set forth as Appendix A, Drawing(s) 6, which by-pass must be constructed prior to the issuance of a certificate of occupancy for any buildings within the Campus, except for residential development within Development Area 10, and except for 300,000 square feet of new building construction within Development Area 5.

b. I-87 Exit 11a – which exit must be constructed prior to a certificate of occupancy being issued for the third Nanotechnology Manufacturing Facility within Development Area 1 or 1,800 trips in the morning peak hour or 1,875 trips in the evening peak hour, all as more fully set forth in the Findings Statement.

c. Thresholds: 600 trips or 500,000 square feet of occupied (i.e., non- mechanical) floor area per each development phase. A total of 2,400 trips or 2 million square feet of occupied floor area shall be permitted, inclusive of the Luther Forest Campus and the NYSERDA STEP property.

d. Should an access road be built into the District from a new exit on Interstate 87, land belonging to individuals residing on Easy Street in the Town of Malta could foreseeably be taken through the eminent domain process. Although the owner of the District may purchase one or more of these Easy Street properties on terms agreeable to the parties, and although owners of Easy Street properties are guaranteed by the New York State and Federal Constitutions and by statute just compensation for any takings, the entity applying for site plan review of Development Area 10 ("Developer") shall, as a condition for receiving subdivision approval, offer to (1) purchase the parcels of owners of real property as of the date of this legislation identified by tax map numbers 240.-2-19.2, 240.-2-19.3 and 240.-2-19.4 for fair market value, said value to be determined by an MAI appraisal obtained at the expense of the Developer; or (2) exchange with the individual owners of said parcel's their respective parcels for a house and property located in Development Area 10 of equivalent market value, said values to be determined by MAI appraisals obtained at the expense of the Developer. This offer must remain in effect for two years from the date first extended.

e. Electric Power – At critical viewsheds electric transmission lines will be single-pole, double-davit overhead lines and incorporate necessary landscaping and screening. All distribution lines within the campus associated with the project shall be underground. A mitigation fee of \$1,500,000 shall be paid to the Town of Malta as mitigation for the visual and other impacts of the overhead transmission lines, to be used for mitigation of other overhead utility lines within visual proximity of the proposed transmission line. Payment of the mitigation fee shall be made on or before commencement of construction of the transmission line. The existing distribution line proximate to 84 Lumber on NYS Route 9 will be buried.

f. Telecommunications – cellular communications facilities are restricted to those maximum heights as set within Paragraph R and shall only be permitted as building mounted structures.

g. Quality of Life – Owners shall have the responsibility of participating in committees formed from time-to-time by the Town Board concerning issues related to the Campus. A committee shall be formed by the Town of Stillwater named the Luther Forest Technology Campus Community Response Board, which shall advise the Town Board on issues related to the Campus, the members of which shall be appointed by the Town Board for one year terms with compensation.

h. Growth-inducing Impacts.

i. Future Planning Studies: The Town of Stillwater intends to complete Master Plan and Zoning updates as well as a Town wide Generic Environmental Impact Statement prior to completion of the first Fab in Development Area 1. Throughout build out of the Campus, the Town and Stillwater Central School District will also undertake various other planning studies, and periodically update the Town Master Plan and zoning ordinance as the Town Board deems necessary. Each business/tenant locating within the LFTC will contribute to a Town Planning Fund which will be used to complete the studies and implement the planning strategies necessary to meet the Town's goals. Contributions will be due at the time of site plan approval and will be in the amounts outlined below:

(1) Nanotechnology Manufacturing Facility in Development Area 1: \$ 100,000.00 (Each Facility); and

(2) Ancillary development within LFTC: \$ 0.12 per square feet.

i. Open Space and Recreation

(1) The owner shall transfer to the Town of Malta by warranty deed the parcel designated on Exhibit A, Map 1 as Area 18 to be used for park, community and/or recreational

purposes, in the size of at least 28 acres, prior to or at the time of the first application for site plan review of any land within the District. The Owner shall pay all closing costs, including the costs of a survey. Immediately upon enactment of this legislation, the Owner shall take all steps available to remove Fisher Act designation from these 28 acres.

(2) All easements obtained or retained by the Owners for placement or maintenance of water and/or sewer lines shall also contain an easement for use as public pathways and trails, paved or unpaved. The form and extent of use of these easements for public pathways and trails shall be determined by the Town of Stillwater Planning Board during site plan review, or by later requirement of the Stillwater Town Board by resolution, on notice to the Owner(s) of the affected easement(s) and the Landowners' Association, at the expense of the Owners. The Town Board shall have the ability to waive this requirement when it proves to be impracticable or undesirable, upon consultations with the Town Parks and Recreation Department and the Town of Stillwater Department of Planning, Building and Development.

(3) To further minimize the impact of the Campus on the open space and recreational facilities of Stillwater, an open space and recreation fee of \$.69 per square foot shall be paid for all non-residential structures constructed and \$1,000 per residential housing unit. Said sums shall be due and payable at the time a building permit is obtained. It is further understood that these open space and recreation fees reflect a credit for the value of the 28 acres of land to be received from the District. Open space and recreation fees paid pursuant to this legislation shall only be expended for open space and parkland acquisition and recreational capital improvements or for debt service relating to said open space and recreation capital improvements expenditures. The open space and recreation fee collected should be expended within 10 years. All open space and recreation fees shall be calculated by the Town of Stillwater Department of Planning, Building and Development.

k. Health and Safety

(1) To further minimize the potential impact of excessive air emissions from traffic between the Campus and the Town, the Owner or Landowner's Association shall study (or cause to be studied), in conjunction with the Town Planning Department, the feasibility of a shuttle system between the Campus and downtown area of Stillwater. The system may be designed and operated by the Owners or a third party. The study shall be completed prior to the issuance of a certificate of occupancy of the first manufacturing facility within Development Area 1. The study shall be updated prior to the issuance of a certificate of occupancy of each additional manufacturing facility within Development Area 1, or as requested by the Town of Stillwater.

(2) Independent Environmental Audits – Environmental audits of the nanotechnology manufacturing facilities within the campus shall be completed by a qualified, independent third party, as requested by the Town of Stillwater. The audit shall consist of a review of appropriate Local, State and Federal laws, implementing regulations and guidance documents and the facilities compliance with these laws, implementing regulations and guidance documents, as well as the individual permit conditions for each of the permits that have been issued for the facility. The cost of this audit shall be paid for by the owner of the facility.

l. Noise – The owner operator of each nanotechnology manufacturing facility shall be required to perform and fund noise monitoring at the following milestones and frequencies:

(1) Quarterly for the first year after the commencement of full operation of the first Nanotechnology Manufacturing facility and thereafter as requested by the Town Board;

(2) Upon reinstallation of venting equipment.

m. Emergency Services – It is the Town's goal to maintain the involvement of its citizens in fire and ambulance services, and to provide excellence in meeting fire and health related emergencies. Individual owners and operators of nanotechnology manufacturing facilities shall prepare

written annual emergency preparedness plans. These plans shall identify risks and disclose dangers and specify training and equipment needs. These plans shall be prepared in consultation with the emergency services providers in the Town of Stillwater and the Stillwater Emergency Management and Preparedness Committee.

n. Construction Impacts

(1) Inspectors – The Owners shall pay all costs associated with building inspections, including the hiring and employment costs (including fringe benefits and employers' tax contributions) of one or more full- or part-time building inspectors whose responsibility shall be to provide inspection services at the Campus. This cost shall be calculated and billed on an hourly basis.

(2) Engineering, Expert and Legal Professional Fees – Engineers', Experts' and Attorneys' fees incurred by the Town of Stillwater in connection with the inspection, monitoring and review of the development and build out within the District shall be paid by the Owner whose property and/or application is serviced by those professionals. Owners shall be required to fund an escrow account as determined and administered by the Town of Stillwater Department of Planning, Building and Development.

Y. Trails and Pathways. The Owner shall construct and maintain paved shared use public pathways and trails within the Campus at a minimum of 7.5 miles and as set forth on Exhibit A- Map 2. These trails shall be available to the public on a year round basis from dawn to dusk for all non-motorized vehicular uses. The shared use public pathway and trails within the Campus shall be constructed to the standards established by the Town of Stillwater Town Board. Said trails shall be connected to the existing public trails within the Town of Stillwater and in the Town of Malta, including the Zim Smith Trail, with approval from the Town of Stillwater Town Board. All shared use public pathways shall be completed contemporaneously with said adjacent roadway. A Recreational Trails Master Plan shall be developed for the campus, including areas 16 and 18. This Master Plan shall be developed by the Town Board. This plan shall be approved by the Town Board prior to the issuance of a certificate of occupancy for the first building in Development Area 5. Said Master Plan shall provide that there will be no hunting or trapping within Area 1. Additionally, one half of the trails within Development Area 16 shall be completed prior to the issuance of a certificate of occupancy for the first building in Development Area 5. The remaining trails within this area shall be completed prior to the issuance of a certificate of occupancy for the first Nanotechnology Manufacturing Facility within Development Area 1.

Z. Special Provisions Controlling Construction. The following temporary facilities shall be allowed to service the needs of construction employees, subject to site plan review and approval.

- (1) Construction Office.
- (2) Temporary Food Service.
- (3) Portable Restrooms.
- (4) Storage Trailers.
- (5) Storage Yards.

AA. Amendments. Other provisions of the Code of the Town of Stillwater notwithstanding, the Town of Stillwater may itself bring on an application to amend this Local Law, as it may from time-to-time be amended, subject to the provisions of the Code of the Town of Stillwater and New York State's Town Law. Upon any application for amendment to this PDD, the Town of Stillwater shall determine whether such changes are environmentally significant so as to require the preparation of a supplemental EIS according to the SEQRA standards at 6.

BB. Supersession: This Local Law is hereby adopted pursuant to the provision of §10 of the New York State Municipal Home Rule Law and §10 of the New York State Statute of Local Governments, it being the intent of the Town Board to supercede any and all contrary or inconsistent State Laws.

CC. Savings Clause: If any clause, sentence, paragraph, word, section or part of this local law shall be adjudged by any court of competent jurisdiction to be unconstitutional, illegal or invalid, such judgment, order and/or decision shall not affect, impair or invalidate the remainder thereof, but shall be confined in its operation of the clause, sentence, paragraph, worked section or part thereof directly involved in the controversy in which such judgment shall have been rendered.

DD. Effective Date. This Local Law shall take effect 10 days after being filed in the office of the New York Secretary of State.