

NEW YORK STATE DEPARTMENT OF STATE
41 STATE STREET
ALBANY, NEW YORK 12231
LOCAL LAW FILING

Town of Stillwater
Local Law Number 3 of 2008
Planned Development District
Luther Forest Technology Campus
(originally adopted as Local Law Number 4 of 2004 by
Resolution 134 of 2004 on June 14, 2004, as amended by
Local Law Number 8 of 2004 adopted on December 30, 2004)

A. Short Title and General Provisions.

1. This Local Law shall be known as "Local Law Number 3 of 2008 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, and public and recreational trails and facilities. See Section "B" below, "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")¹. The proposed campus includes not only the District as formed by this

¹ All that certain tract, piece or parcel of land situate, lying and being in the Town of Stillwater, County of Saratoga, State of New York, lying generally Westerly of Cold Springs Road, and being more particularly bounded and described as follows:

BEGINNING at a point in the centerline of Cold Springs Road as field located by C. T. Male Associates, P.C. February 2004, said point being distant North 22 deg. 03 min. 43 sec. East 2,577+ feet as measured along the centerline of Cold Springs Road from its intersection of the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 978 of Deeds at Page 1053 (Tax Map Parcel No. 241-1-1.111) on the North and the lands now or formerly of Charles H. Harrison and Karen A. Harrison as described in Book 1344 of Deeds at Page 385 (Tax Map Parcel No. 241-2-3.12) on the South and runs thence from said point of beginning through the lands now or formerly of The Luther Forest Corporation the following four (4) courses: 1) North 48 deg. 13 min. 04 sec. West 1,410.81 feet to a point; 2) thence North 62 deg. 00 min. 14 sec. West 1,035.22 feet to a point; 3) thence South 86 deg. 23 min. 17 sec. West 600.00 feet to a point; and 4) thence South 50 deg. 00 min. 00 sec. West 600.00

legislation but also 1099.57 +/- acres of adjacent land in the Town of Malta identified by the metes and bounds description set forth in the margin² (henceforth, the "Malta parcel"). The District and

feet to a point on the municipal division line between the Town of Malta on the West and the Town of Stillwater on the East; thence North 11 deg. 14 min. 32 sec. East along said municipal division line 6,631.71 feet to a point; thence continuing through the lands now or formerly of The Luther Forest Corporation the following nine (9) courses: 1) in a generally Southeasterly direction along a curve to the right having a radius of 4,180.00 feet, a chord bearing of South 54 deg. 34 min. 44 sec. East and a chord distance of 1,151.78 feet, an arc length of 1,155.46 feet to a point; 2) thence South 15 deg. 29 min. 35 sec. West 196.13 feet to a point; 3) thence South 01 deg. 54 min. 58 sec. West 176.85 feet to a point; 4) thence South 07 deg. 21 min. 29 sec. West 146.61 feet to a point; 5) thence South 10 deg. 28 min. 30 sec. West 318.42 feet to a point; 6) thence South 06 deg. 40 min. 14 sec. East 131.93 feet to a point; 7) thence South 22 deg. 19 min. 11 sec. East 166.69 feet to a point; 8) thence South 14 deg. 37 min. 47 sec. East 323.61 feet to a point; and 9) thence South 86 deg. 57 min. 25 sec. East 392.72 feet to a point on the centerline of Cold Springs Road; thence along the centerline of Cold Springs Road the following twenty-two (22) courses: 1) South 04 deg. 04 min. 55 sec. West 178.07 feet to a point; 2) thence South 00 deg. 10 min. 39 sec. East 65.20 feet to a point; 3) thence South 03 deg. 19 min. 45 sec. West 151.84 feet to a point; 4) thence South 04 deg. 53 min. 26 sec. West 193.42 feet to a point of curvature; 5) in a generally Southerly direction along a curve to the left having a radius of 525.00 feet, a chord bearing of South 08 deg. 45 min. 34 sec. East and a chord distance of 247.79 feet, an arc length of 250.15 feet to a point of tangency; 6) thence South 22 deg. 24 min. 35 sec. East 71.53 feet to a point; 7) thence South 20 deg. 30 min. 21 sec. East 357.76 feet to a point; 8) thence South 21 deg. 34 min. 31 sec. East 137.80 feet to a point; 9) thence South 20 deg. 22 min. 17 sec. East 394.11 feet to a point; 10) thence South 22 deg. 15 min. 53 sec. East 96.14 feet to a point; 11) thence South 24 deg. 31 min. 45 sec. East 89.88 feet to a point; 12) thence South 25 deg. 51 min. 55 sec. East 166.78 feet to a point; 13) thence South 15 deg. 07 min. 37 sec. East 453.27 feet to a point of curvature; 14) in a generally Southeasterly direction along a curve to the left having a radius of 950.00 feet, a chord bearing of South 26 deg. 02 min. 19 sec. East and a chord distance of 359.66 feet, an arc length of 361.84 feet to a point of reverse curvature; 15) in a generally Southerly direction along a curve to the right having a radius of 300.00 feet, a chord bearing of South 22 deg. 07 min. 16 sec. East and a chord distance of 153.56 feet, an arc length of 155.29 feet to a point of tangency; 16) thence South 07 deg. 17 min. 32 sec. East 175.49 feet to a point of curvature; 17) thence in a generally Southerly direction along a curve to the right having a radius of 350.00 feet, a chord bearing of South 06 deg. 27 min. 43 sec. West and a chord distance of 166.43 feet, an arc length of 168.04 feet to a point of tangency; 18) thence South 20 deg. 12 min. 58 sec. West 949.39 feet to a point of curvature; 19) thence in a generally Southerly direction along a curve to the left having a radius of 650.00 feet, a chord bearing of South 09 deg. 39 min. 03 sec. West and a chord distance of 238.36 feet, an arc length of 239.72 feet to a point of tangency; 20) thence South 00 deg. 54 min 52 sec. East 529.03 feet to a point of curvature; 21) thence in a generally Southerly direction along a curve to the right having a radius of 1,000.00 feet, a chord bearing of South 08 deg. 44 min. 24 sec. West and a chord distance of 335.41 feet, an arc length of 337.00 feet to a point; and 22) thence South 18 deg. 23 min 39 sec. West 121.73 feet the point or place of beginning and containing 315 acres of land, more or less.

² All that certain tract, piece or parcel of land situate, lying and being in the Town of Malta, County of Saratoga, State of New York, lying generally Southerly of Route 9P and Northerly of Knapp Road, and being more particularly bounded and described as follows:

BEGINNING at a point at the intersection of the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 1379 of Deeds at Page 154 (Tax Map Parcel No. 230-1-22.1) on the East and the lands now or formerly of Robert Beck as described in Book 1546 of Deeds at Page 304 (Tax Map Parcel No. 218.19-2-58) on the West with the centerline of Route 9P as field located by C.T. Male Associates, P.C. February 2004 and runs thence from said point of beginning along the centerline of Route 9P as field located the following two (2) courses: 1) in a generally Easterly

direction along a curve to the left having a radius of 2,550.00 feet, a chord bearing of South 81 deg. 37 min. 08 sec. East and a chord distance of 593± feet, an arc length of 594± feet to a point of tangency; and 2) thence South 88 deg. 17 min. 51 sec. East 34± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 1379 of Deeds at Page 154 (Tax Map Parcel No. 230-1-22.1) on the Southwest and West and the lands now or formerly of The Luther Forest Corporation, lands to be retained by The Luther Forest Corporation as described in Book 978 of Deeds at Page 1063 (Tax Map Parcel No. 230-1-16.1) on the Northeast and East; thence along the above last mentioned parcel boundary and through the lands now or formerly of The Luther Forest Corporation the following eight (8) courses: 1) South 31 deg. 28 min. 21 sec. East 298± feet to a point; 2) thence South 03 deg. 40 min. 12 sec. West 205± feet to a point; 3) thence South 12 deg. 04 min. 46 sec. West 465± feet to a point; 4) thence South 22 deg. 28 min. 59 sec. West 543± feet to a point; 5) thence South 28 deg. 56 min. 29 sec. East 114± feet to a point; 6) thence South 23 deg. 20 min. 49 sec. West 146± feet to a point; 7) thence South 07 deg. 06 min. 00 sec. West 1,276± feet to a point; and 8) thence South 40 deg. 18 min. 35 sec. East 156± feet to a point; thence continuing through the lands now or formerly of The Luther Forest Corporation the following three (3) courses: 1) in a generally Easterly direction along a curve to the right having a radius of 5,280.00 feet, a chord bearing of South 71 deg. 09 min. 59 sec. East and a chord distance of 192± feet, an arc length of 192± feet to a point; 2) thence South 19 deg. 52 min. 27 sec. West 1,100.00 feet to a point; and 3) in a generally Southeasterly direction along a curve to the right having a radius of 4,180.00 feet, a chord bearing of South 66 deg. 18 min. 43 sec. East and a chord distance of 556.07 feet, an arc length of 556.48 feet to a point on the municipal division line between the Town of Malta on the West and the Town of Stillwater on the East; thence along said municipal division line South 11 deg. 14 min. 32 sec. West 7,473.67 feet to a point; thence continuing through the lands now or formerly of The Luther Forest Corporation the following ten (10) courses: 1) thence North 82 deg. 10 min. 05 sec. West 2,231.67 feet to a point; 2) thence South 59 deg. 35 min. 25 sec. West 219.24 feet to a point; 3) thence South 49 deg. 24 min. 59 sec. West 315.28 feet to a point; 4) thence South 66 deg. 06 min. 53 sec. West 269.16 feet to a point; 5) thence South 83 deg. 44 min. 26 sec. West 235.14 feet to a point; 6) thence South 78 deg. 22 min. 21 sec. West 98.95 feet to a point; 7) thence South 43 deg. 02 min. 37 sec. West 233.87 feet to a point; 8) thence South 20 deg. 52 min. 01 sec. West 128.04 feet to a point; 9) thence South 36 deg. 45 min. 00 sec. West 238.21 feet to a point; and 10) thence South 37 deg. 01 min. 08 sec. West 75± feet to a point on the common division line between the lands now or formerly of The Luther Forest Corporation on the North and the lands now or formerly of Donald Fitch and Rena Fitch as described in Book 434 of Deeds at Page 269 and lands now or formerly of Saratoga Water Services, Inc. as described in Book 1324 of Deeds at Page 176 on the South; thence along the above last mentioned common division line the following two (2) courses: 1) North 70 deg. 43 min. 09 sec. West 443± feet to a point; and 2) thence North 71 deg. 29 min. 17 sec. West 617± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation on the West and the lands now or formerly of Saratoga Water Services, Inc. on the East; thence South 15 deg. 35 min. 18 sec. West along the above last mentioned division line 285± feet to its intersection with the common division line between the lands now or formerly of The Luther Forest Corporation on the North and the lands now or formerly of Saratoga Water Service, Inc. as described in Book 1324 of Deeds at Page 176 and Book 990 of Deeds at Page 206, lands now or formerly of Country Club Acres, Inc. as described in Book 994 of Deeds at Page 813 and Book 1505 of Deeds at Page 605 and lands now or formerly of George J. Beaudoin as described in Book 895 of Deeds at Page 444 on the South; thence along the above last mentioned common division line the following two (2) courses: 1) North 71 deg. 37 min. 42 sec. West 1,241± feet to a point; and 2) thence North 72 deg. 21 min. 12 sec. West 652± feet to its intersection with the common division line between the lands now or formerly of The Luther Forest Corporation on the East and the lands now or formerly of Curry Development Corp. as described in Book 1301 of Deeds at Page 596 and lands now or formerly of Woodfield Homeowners Association, Inc. as described in Book 1450 of Deeds at Page 224 on the West; thence along the above last mentioned common division line the following three (3) courses: 1) North 03 deg. 43 min. 48 sec. East 1,947.73 feet

to a point; 2) thence North 10 deg. 54 min. 05 sec. East 376.36 feet to a point; and 3) thence North 30 deg. 34 min. 05 sec. East 180.61 feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation on the South and the lands now or formerly of Fox Wander East Neighborhood Association, Inc. as described in Book 1248 of Deeds at Page 300 on the North; thence North 85 deg. 04 min. 28 sec. East along the above last mentioned division line 445± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation on the East and the lands now or formerly of Fox Wander East Neighborhood Association, Inc. on the West; thence along the above last mentioned division line in a generally Northerly direction along a curve to the right having a radius of 5,280.00 feet, a chord bearing of North 06 deg. 03 min. 50 sec. East and a chord distance of 3,436± feet, an arc length of 3,499± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation on the Southwest and the lands of The People of the State of New York as described in Book 836 of Deeds at Page 114 on the Northeast; thence South 43 deg. 08 min. 10 sec. East along the above last mentioned division line 3,691.97 feet to its intersection with the common division line between the lands now or formerly of The Luther Forest Corporation as described in Book 978 of Deeds at Page 1063 and lands now or formerly of Wright-Malta Corporation as described in Book 1446 of Deeds at Page 593 on the Southeast and the lands of The People of the State of New York as described in Book 836 of Deeds at Page 114 on the Northwest; thence North 39 deg. 37 min. 13 sec. East along the above last mentioned common division line 3,455.17 feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 978 of Deeds at Page 1063 and Book 1379 of Deeds at Page 181 on the Northeast and the lands of The People of The State of New York on the Southwest; thence along the above last mentioned division line the following six (6) courses: 1) North 50 deg. 22 min. 47 sec. West 2,380.31 feet to a point; 2) thence North 82 deg. 42 min. 01 sec. West 192.95 feet to a point; 3) thence North 77 deg. 17 min. 47 sec. West 195.93 feet to a point; 4) thence North 60 deg. 07 min. 47 sec. West 218.41 feet to a point; 5) thence North 36 deg. 48 min. 57 sec. West 466.06 feet to a point; and 6) thence North 72 deg. 01 min. 57 sec. West 262.98 feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 1379 of Deeds at Page 181 and Book 1379 of Deeds at Page 154 on the South and the lands now or formerly of Ermine Lair Neighborhood Association, Inc. as described in Book 1248 of Deeds at Page 307 and Book 1248 of Deeds at Page 310 (the Luther Forest Residential Subdivision No. 5 and No. 8) on the North; thence along the above last mentioned division line the following three (3) courses: 1) in a generally Northeasterly direction along a curve to the right having a radius of 5,280.00 feet, a chord bearing of North 63 deg. 56 min. 39 sec. East and a chord distance of 1,550.58 feet, an arc length of 1,556.21 feet to a point; 2) thence in a generally Easterly direction along a curve to the right having a radius of 5,280.00 feet, a chord bearing of North 72 deg. 49 min. 19 sec. East and a chord distance of 80.00 feet, an arc length of 80.00 feet to a point; and 3) continuing in an Easterly direction along a curve to the right having a radius of 5,280.00 feet, a chord bearing of North 87 deg. 46 min. 06 sec. East and a chord distance of 2,646± feet, an arc length of 2,675± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation as described in Book 1379 of Deeds at Page 154 on the East and the lands now or formerly of Ermine Lair Neighborhood Association, Inc. as described in Book 1248 of Deeds at Page 307 (the Luther Forest Residential Subdivision No. 8) on the West; thence along the above last mentioned division line the following two (2) courses: 1) North 15 deg. 02 min. 01 sec. West 1,584± feet to a point; and 2) thence North 16 deg. 08 min. 13 sec. East 1,221± feet to its intersection with the division line between the lands now or formerly of The Luther Forest Corporation on the South and the lands now or formerly of Robert Beck as described in Book 1546 of Deeds at Page 304 on the North; thence South 68 deg. 41 min. 04 sec. East along the above last mentioned division line 70± feet to its intersection with the above first mentioned division line between the lands now or formerly of The Luther Forest Corporation on the East and the lands now or formerly of Robert Beck on the West; thence North 17 deg. 16 min. 56 sec. East along the said above first mentioned division line 327± feet to the point or place of beginning and containing 1,035 acres of land, more or less.

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 Development Area One shall be conducted in accordance with (i) this Local Law, (ii) the environmental thresholds and conditions contained in this Local Law, including the representative values contained in the Industry Requirements Report (Appendix F), (iii) the June 14, 2004 Findings Statements adopted by the Town of Stillwater (Appendix C), (iv) Final Supplemental Environmental Impact Statement of Findings dated, December 18, 2008 (Appendix E), (v) the uses and site plans as approved by both Town Boards and Planning Boards, and (vi) 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. To the extent provided for and allowed under the Municipal Home Rule Law of New York State, whenever a specified statute, regulation, published industry standard (e.g., NFPA, ISO) or similar program or provision which is cited herein is superseded, amended or replaced, the new provision shall be fully binding. A reasonable period of time shall be allowed for conformance with a revised industry standard.
- 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 have executed and delivered 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 have executed and delivered an intermunicipal agreement for the purpose of administering the governmental approval process required for the development of the Luther Forest Technology Campus PDD. An intermunicipal agreement between the Towns of Stillwater and Malta and the affected School Districts regarding the Luther Forest Technology Campus was executed on or about August 4, 2005 and made effective February 17, 2005, a copy of which is annexed hereto and incorporated herein as Appendix "B."
- g. Subject to the provisions and requirements of the Freedom of Information Law of the State, whenever an entity is required by this legislation, or rule or regulation

promulgated hereunder, to produce a copy of a document or thing containing trade secrets, the same shall be provided subject to redaction or other confidentiality protections authorized by applicable law and reasonably satisfactory to said entity.

- h. The Town Board of the Town of Stillwater may adopt by resolution rules and regulations implementing this Local Law.

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 contractual obligations 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. DELETED.
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.
19. *Lay-down Facility* - An unenclosed area used by construction contractors to stage construction material prior to its use and for use post-construction for the storage of materials.

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 Section "B" above, are permitted in the following Areas:

1. Area 1:

a. Allowable Uses:

- (1) Nanotechnology manufacturing facilities (up to a maximum of three manufacturing facilities), at least one to be substantially located in the Town of Stillwater.³ Each such facility shall be anchored by a primary fabrication building, whose footprint shall not exceed 525,000 square feet (a maximum cleanroom area 300,000 square feet), and may include associated accessory buildings (separate or contiguous), including but not limited to, support clean room, manufacturing areas, a central utility building, a gas separation facility, data center, other storage and support buildings and one or more administrative office buildings. Each facility, together with these accessory buildings, shall not exceed a total building footprint of 980,000 square feet.
- (2) Public and private utilities.

b. 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.

³ The Town of Malta cannot authorize or prohibit construction within the Town of Stillwater. The Town of Malta, however, as lead agency for the SEQRA process underlying the within zoning change, has evaluated environmental impacts for the Campus in general, and Development Area 1 in particular, with a maximum of four nanotechnology manufacturing facilities in the configuration set forth above. Should a material act be taken in violation of this number or configuration of nanotechnology manufacturing facilities anywhere within Development Area 1, the Code Enforcement Officer of the Town of Stillwater or a Court of competent jurisdiction may require that no further construction be made, and/or no further industrial activity take place, until such time as the violation has been cured.

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. Siting Criteria and Guiding Principles for Allowable Uses and Special Use Permits. 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 the timeframe permitted by law from 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 synergize 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 (i) June 14, 2004 Statement of Findings (Appendix C); (ii) Final Supplemental Environmental Impact Statement of Findings, December 18, 2008 (Appendix E); (iii) the representative values set forth in the Industry Requirements Report (Appendix F); (iv) and all requirements of Federal, New York State, Saratoga County and Town of Stillwater 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 applicable governmental standards for air, land and water quality and implement environmental management systems certified to current ISO industry standards. All efforts shall be made to design, operate and maintain a safe facility and to prevent accidents.
- k. Energy Conservation. Entities shall conserve energy to the maximum extent practicable, considering each entity's purpose and mission and commit to pursuing the highest LEED certification practicable and economically feasible. 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.nyserdera.org
- l. Sustainable Use of Natural Resources. To the maximum extent practicable, entities shall plan for and commit to the sustainable use of natural resources, with due consideration given to preservation of critical habitats identified in the SEQRA process, or subsequently identified by the Town Board of the Town of Stillwater and communicated to the landowner in writing.
- 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 comply with all Local, State, and Federal laws and regulations with respect to discharges into the environment. Furthermore, Entities shall agree to appropriate, relevant and reasonable measures that go beyond compliance with all applicable Local, State, and Federal regulations with respect to discharges into the environment. Such measures shall be incorporated into the project-specific SEQRA Findings Statement dated December 18, 2008, or another appropriate and binding agreement between the Entity and the Town. Said Entities must, to the maximum extent practicable, continuously reduce potentially harmful discharges into the environment, and continuously seek and use better substitutes with improved economic performance for chemicals that have documented adverse environmental impacts.
- 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-I.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. There shall be no limitation on the Entity's ability to seek from the IDA relief from the mortgage recording tax and from the local share of sales tax for construction materials costs. The Entity retains the right to contest the assessment on its property pursuant to NY Real Property Tax Law §524, and the right to contest such assessment does not constitute 'abatement' as proscribed in this subsection. This provision is not intended to create a presumption as to the merits of any application or proceeding by the Entity to contest its assessment. This section is in no way intended to prevent Entities for seeking favorable tax treatment from the Federal or State governments, so long as such tax treatment does not further reduce tax revenue to the Town of Stillwater.

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

The other provisions of this local law notwithstanding, nothing herein shall prohibit entities owing and/or operating businesses in Development Area 1 from entering into a Payment-in-Lieu-of-Taxes (PILOT) agreement providing that PILOT payments be allocated in the ratios agreed upon by and between the Town of Malta, the Town of Stillwater, the Ballston Spa Central School District and Stillwater Central School District. Likewise, in the event Development Area 1 is owned by a private entity, the revenue apportionment ratios shall be made as described above.

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, gases (including liquefied cryogenic gases), petroleum, or materials storage/~~lay-down~~ facilities or electrical substations which are required by code, regulation or good engineering practice to be outside of the manufacturing buildings.

t. Environmental Management Plans. Entities will implement an environmental, health and safety management program consistent with the Industry Requirements Report and will attain ISO 14001 certification for the facility as soon as practicable. Entities will prepare and produce all environmental plans required by local, State and Federal laws. To the extent such plans are required to be submitted or filed with any Federal, State or local government agencies, Entities shall, at the same time as any such submission or filing, provide a copy of such plans to the Town of Stillwater, subject to confidentiality protections authorized by applicable law and reasonably satisfactory to said entities.

u. Environmental Audits.

- (1) 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 operate under an environmental management system which shall include periodic, independent compliance auditing. As described in the Industry Requirements Report, the Entity conducts compliance audits corporate wide at all of its manufacturing facilities and will continue to implement that auditing program.
- (2) Paragraph W.6.b. notwithstanding: The Entity has an environmental auditing policy that requires periodic third party compliance auditing of its operations, as described in the Industry Requirements Report, and which may be reviewed and amended from time to time in the discretion of the Entity. The Entity shall materially comply with its internal environmental auditing policy and all future local, state or federal law or regulations requiring environmental auditing.
- (3) The Entity shall contemporaneously provide to the Town of Stillwater true copies of all reports, records, summaries and conclusions which are provided to NYS Department of Environmental Conservation and US Environmental Protection Agency or any other federal, state or local agency.
- (4) The Entity shall contemporaneously provide to the Town of Stillwater true copies of all permit applications (including supplements or modifications thereof) to Federal, State and local agencies, together with copies of all permits issued in response thereto.

v. Air Pollution Control. The Entity shall comply with all local, state and federal regulations with respect to air emissions. The first phase of development will be below Title V thresholds (i.e., not a Major Source of air pollutants) and will be permitted under a NYSDEC State Facility Permit. Nonetheless, the Semiconductor Operator shall design and implement technology equivalent to Best Available Control Technology (BACT) as described in the Industry Requirements Report and will also develop and implement a Compliance Assurance Monitoring (CAM) Plan which meets the requirements of the provisions of 40 CFR Part 64 in order to demonstrate and confirm continuous compliance with permit limits. Neither BACT nor a Compliance Assurance Monitoring Plan is normally a required component of a NYSDEC State Facility Permit and, as such, these actions represent voluntary efforts by the Entity.

3. 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. The Entity may provide, by itself or through an agent, a fitness facility for the Entity's primary use.

- c. All uses for the provision of goods and/or services other than as described in subparagraph "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, the affected municipal corporations execute an inter-municipal 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. Subject to the provisions of Section D(2)(q) herein, 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 the Ballston Spa Central School District and 25% shall be allocated, disbursed or paid to the Town of Stillwater and 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.
 - c. The Intermunicipal Agreement between the Towns of Stillwater and Malta regarding the Luther Forest Technology Campus dated August 4, 2005, made effective February 28, 2005 is attached as Appendix B.
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 Office of Building Inspector - Code Enforcement Officer.
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 property(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 Office of Building Inspector - Code Enforcement Officer 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.
 - a. Along with the site plan application, the Entity may apply for and, upon meeting all necessary requirements, receive a Soil Disturbance approval which may permit site preparation, including but not limited to, clearing, grubbing, and excavation and placement of fill. In order to receive the approval, the Entity must submit a Storm Water Pollution Prevention Plan ("SWPPP"). The submission shall consist of all requirements contained in the Town Code or its Local Laws, and, any rules and regulations promulgated by the Town Board hereunder, and SPDES General Permit (GP-0-08-001) for stormwater discharges from construction activity.
 - b. Along with the site plan application, the Entity may apply for and may receive a Temporary Construction Site Plan approval which will allow the property to be used temporarily for construction-related purposes in order to prepare to commence construction of the permanent structures on site. In order to receive the approval, the Entity must submit an application which complies with any rules and regulations promulgated by the Town Board hereunder, and which fully identifies: the layout of the site during construction; temporary structures, including concrete batch plant, pre-cast plant, temporary offices and sanitary sewer connections; information pertaining to location and type of construction materials stored on site; projected start date and duration; routes for construction vehicles; layout for parking, temporary utility locations and construction; mitigation plan for noise, dust, vibration, construction traffic, lighting and emergency services (including ambulance and fire protection); and any other information or documentation identified by the Planning Board.
 - c. During site plan review, the Town Planning Board shall review and may approve site layout, grading and drainage, access, landscaping, circulation, stormwater management, off-street parking, and lighting. Upon receipt of site plan approval, the Entity shall apply for and may be issued a Building Permit to commence activities as set forth in the resolution for site plan approval. The Town Building Department may establish an appropriate process for the issuance of phased Building Permits as deemed necessary to efficiently process and accommodate the needs of the project.

d 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 Office of Building Inspector - Code Enforcement Officer. 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. An application for site plan review shall also be subject to the representative values contained in the Industry Requirements Report and the SFEIS dated August 4, 2008, incorporated herein by reference.

9. Where a proposed site plan development presents issues regarding impacts that were not addressed in the (i) GEIS, (ii) Findings Statement dated June 14, 2004, (such as impacts from changed or unanticipated circumstances), (iii) representative values contained in the Industry Requirements Report, or (iv) Findings Statement of the SFEIS dated December 18, 2008, 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. 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 in accordance with subdivision provisions of the Stillwater Town Code, 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 Office of Building Inspector - Code Enforcement Officer 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 so long as the requirements of Paragraph Q herein are otherwise satisfied during the site plan approval process. The Town shall ensure adequate access and parking to all subdivided parcels. The Entity may subdivide prior to final site plan approval, provided there is compliance with all other conditions set forth herein.

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. For Development Area 1, a separate Development Agreement shall be required for each of the three Nanotechnology anchor facilities. In the case of the first facility, a Development Agreement must be in place prior to the issuance of any approvals or permits from the Town of Stillwater. For the second facility, a second Development Agreement must be in place prior to the issuance of any approvals or permits for that second facility. Similarly, for the third facility, a third Development Agreement must be in place prior to the issuance of any approvals or permits for that third facility. Each 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 Appendix E, the Findings Statement, dated June 14, 2004, the Industry Requirements Report and the Findings Statement of the SFEIS, dated December 18, 2008.

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. Violation thresholds shall also include those set forth in the Industry Requirements Report and the Findings Statement of the SFEIS dated, December 18, 2008.

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:

a. 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.

b. 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.

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. Bonds or Letters of Credit shall be required as per the Town Code or its Local Laws of the Town of Stillwater in the amounts acceptable to the Town Engineers and Town Attorney, and as customarily coordinated by the Office of the Building Inspector – Code Enforcement Officer. All such Performance Bonds or Letters of Credit shall, by their terms, be enforceable in the Local, State or Federal Courts in or encompassing Saratoga County, New York.

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.

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, the Saratoga County Water Authority, 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.

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 accepted industry practices, including but not limited to compliance with 6 C.F.R. Part 27 of the US Department of Homeland Security regulations, NFPA 1600 and/or other law enforcement agencies. Spill response plans, risk management plans and emergency response plans shall be prepared and maintained as required by all local, State and Federal laws and regulations, including but not limited to; NYS DEC regulations; U.S. OSHA regulations; US EPA regulations; FHA regulations; and NYS DOT regulations.

1. All manufacturing facilities and other facilities required by local, 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. Copies of such plans shall be filed with the Town of Stillwater. There shall be a standing fire, emergency and hazardous materials response brigade in place for each nanotechnology manufacturing facility prior to a certificate of occupancy being issued. The Entity and the Town will collaborate fully to ensure adequate training and preparation of those resources to provide for the safety of emergency response personnel, the community, and business interests.
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.
3. Land owners shall cooperate with the Town in the siting of emergency warning signs on the landowner's real property where deemed appropriate by the Town.

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.
- (3) Roof lines that are flat or slightly pitched are recognized as industry standard.
- (4) Roof materials shall be selected so that roof colors are not reflective and are in the earth tone ranges.
- (5) 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.
- (6) Building openings for overhead doors and loading areas shall be screened from public areas whenever possible.

- (7) 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. 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.
- I. 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:
 - .8 parking spaces per employee (minimum; per shift)
 - 2. Nanotechnology Manufacturing Support Businesses:
 - .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 adequate security and insurance 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 contractual obligations 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. Prior to seeking any owner within the Campus to pay for an obligation of the Landowners' Association, the Town of Stillwater shall first give written notice of the obligation to the Landowners' Association and its intent to seek payment from a member thereof, and allow 60 days from the date of the letter. 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 Office of Building Inspector - Code Enforcement Officer.

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. The square footage calculations shall not include the square footage contained within Development Area 1.
 - 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 any 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.
3. 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.
4. Telecommunications - cellular communications facilities are restricted to those maximum heights as set within Paragraph R and shall only be permitted as building mounted structures.
5. 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.

6. Growth-inducing Impacts.

a 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 for each of the three anchor facilities in Development Area 1; and
- (2) Ancillary development within LFTC: \$ 0.12 per square feet. The term "Ancillary Development" includes only development outside of Development Area 1. (See Statement of Findings, dated June 14, 2004, at Section IIIA and M(5).

b. Open Space and Recreation

- (1) DELETED.
- (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 Office of Building Inspector - Code Enforcement Officer.
- (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.⁴ 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 within 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

⁴ Said fees are based on 2004 dollars and shall be adjusted for inflation pursuant to the Consumer Price Index.

open space and recreation fees shall be calculated by the Town of Stillwater Office of Building Inspector - Code Enforcement Officer.

7. Health and Safety

a. 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.

b. Independent Environmental Audits - The Entity has an environmental auditing policy that requires periodic third party compliance auditing of its operations, as described in the Industry Requirements Report, and which may be reviewed and amended from time to time in the discretion of the Entity. The Entity shall materially comply with its internal environmental auditing policy and all future local, state and federal laws or regulations requiring environmental auditing.

c. 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) As set forth in the SFEIS, dated August 4, 2008.

8. 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.

9. Construction Impacts

a. 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.

b. 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 Office of Building Inspector - Code Enforcement Officer.

- Y. Trails and Pathways. The Luther Forest Technology Campus Economic Development Corporation or its successor(a)-in-interest substituted therefore 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, following the issuance of a Temporary Construction Site approval under Section E(6)(b) above, subject to the review and approval by the Planning Board for each such use:
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 supersede 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.
- EE. Inapplicability of Sunset Provision. Section 4.11 of the Town of Stillwater Zoning Local Law shall not apply to this PDD. However, in the event that construction of the first Nanotechnology Manufacturing Facility is not commenced in Development Area 1 by January 1, 2010, then this PDD shall expire and the zoning shall revert to the original zoning of the subject lands.
- FF. Special Provisions Relating to Development Area One. All other language in this local law notwithstanding, the following provisions shall apply only to Development Area One. All non-conflicting provisions of this local law, as amended, shall also control Development Area One.

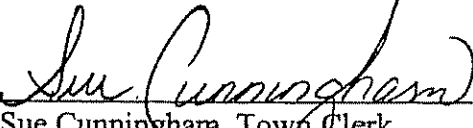
1. **Definition:** Development Area One is defined as that section "1" in Appendix A, Map 1, located within the Towns of Malta and Stillwater.
2. **Supplemental Statement of Findings:** A Statement of Findings dated June 14, 2004 is attached as Appendix C. It is supplemented by the Final Supplemental Environmental Impact Statement of Findings dated December 18, 2008, annexed hereto and incorporated by reference herein, as Appendix E. In the event there is a conflict between the Appendices E and C, Appendix E (the Supplemental Statement) shall control.
3. **Industry Requirements Report:** Annexed hereto and incorporated herein by reference as Appendix "F" is the AMD Industry Requirements Report dated July 29, 2008. This replaces in its entirety the 2002 AGI report which was included as Appendix C to the Draft Generic Environmental Impact Statement the Campus with respect to Development Area One.
4. **As between the Towns of Malta and Stillwater,** the Town of Stillwater will have primary responsibility for enforcing the provisions of this Local Law with respect to activities occurring in, and facilities located within, the Town of Stillwater. Similarly the Town of Malta shall have responsibility for enforcing the provisions of its own PDD legislation with respect to activities occurring in, and facilities substantially located within, the Town of Malta.

GG. Consent to Jurisdiction. Any person or entity against whom the terms of this PDD legislation are enforceable hereby consents to the exclusive jurisdiction and venue of the Local, State and Federal Courts in or encompassing Saratoga County, New York with regard to enforcement or disputes arising out of this legislation.

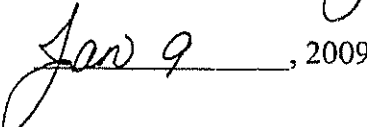
CERTIFICATION

I hereby certify that the local law designated as Local Law No. 3 of 2008 of the Town of Stillwater was duly adopted by the Town Board of the Town of Stillwater on December 18, 2008, in accordance with the applicable provisions of law.

I further certify that I have compared the preceding Local Law No. 3 of 2008 with the original local law on the file in this office, and that the same is a correct transcript therefrom and of the whole of such original local law, and that such local law was finally adopted by the Town Board of the Town of Stillwater on December 18, 2008.

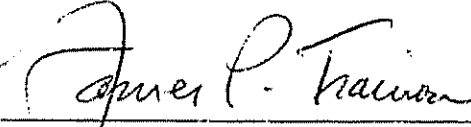

Sue Cunningham, Town Clerk

(Seal)

 , 2009

STATE OF NEW YORK
COUNTY OF SARATOGA

I, the undersigned, hereby certify that the foregoing Local Law No. 3 of 2008 contains the correct text and that all proper proceedings have been had or taken for the enactment of the Local Law annexed hereto.


James P. Trainor, Esq.
Attorney for the Town of Stillwater

 , 2009