

GENERAL CERTIFICATE
OF
TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY

This certificate is made in connection with the execution by Town of Bethlehem Industrial Development Agency (the "Agency") of a lease agreement dated as of July 1, 2022 (the "Lease Agreement") by and between Albany Port District Commission (the "APDC") and the Agency, the Memorandum of Lease Agreement, the Underlying Lease, the Memorandum of Underlying Lease, the Uniform Agency Project Agreement, the Section 875 GML Recapture Agreement, (as each of said documents is defined in the Lease Agreement) and any other document to be executed by the Agency (all of the preceding documents being collectively referred to as the "Agency Documents") in connection with the undertaking by the Agency of a project (the "Project") consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the "Land"), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the "Project Facility"), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from sales and use taxes (collectively, the "Financial Assistance"); and (C) the lease of the Project Facility to the APDC pursuant to the terms of the Lease Agreement.

Capitalized terms used herein which are not otherwise defined herein shall have the meanings ascribed to them in the Lease Agreement except that, for purposes of this certificate, (A) all definitions with respect to any document shall be deemed to refer to such document only as it exists as of the date of this certificate and not as of any future date, and (B) all definitions with respect to any Person shall be deemed to refer to such Person only as it exists as of the date of this certificate and not as of any future date or to any successor or assign.

THE UNDERSIGNED OFFICER OF THE AGENCY HEREBY CERTIFIES THAT:

1. I am an officer of the Agency and am duly authorized to execute and deliver this certificate in the name of and on behalf of the Agency.
2. The Agency is a corporate governmental agency constituting a public benefit corporation of the State of New York (the "State") duly established under Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act"), and Chapter 582 of the Laws of 1973 of the State, as amended, constituting Section 909-b of said General

Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act"). A copy of Chapter 582 of the Laws of 1973 of the State is attached hereto as Exhibit A.

3. The Agency (A) has full legal power and authority to own its Properties, conduct its business, execute, deliver and perform its obligations under each of the Agency Documents and (B) has taken all actions and obtained all approvals required in connection therewith by the Act and any other applicable laws and regulations.

4. Under the Act, it is the purpose of the Agency to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing industrial, manufacturing, warehousing and research facilities, including commercial facilities, and the Agency has the power to acquire, construct, reconstruct, lease, sell, improve, maintain, equip or furnish certain properties, including commercial facilities.

5. Pursuant to the Act, the governing body of Town of Bethlehem, New York, for whose benefit the Agency was established filed or caused to be filed within six (6) months after the effective date of such Chapter 582 of the Laws of 1973 of the State, in the office of the New York State Department of State, Miscellaneous Records Unit, the Certificate of Establishment of the Agency pursuant to Section 856(1)(a) of the New York General Municipal Law. The Certificate of Establishment of the Agency described in the preceding sentence also named the members and officers of the Agency as appointed by the governing body of Town of Bethlehem, New York. Attached hereto as Exhibit B is a certified copy of said Certificate of Establishment of the Agency and certificates of appointment relating to all of the current members of the Agency.

6. The current members and officers of the Agency are as follows: Victoria Storrs, Chair; Tim Maniccia, Secretary; Richard Kotlow, Treasurer; David Kidera, Member; Christopher Bub, Member. The foregoing named individuals constitute all of the members of the Agency; each of such individuals was and is duly appointed, qualified and acting as such member; each of such individuals who is indicated as an officer of the Agency was and is duly elected or appointed, qualified and acting as such officer; and each of such individuals has been a member of the Agency since at least January, 2022.

7. Attached hereto as Exhibit C is a true, correct and complete copy of the by-laws of the Agency, together with all amendments thereto or modifications thereof; and said by-laws as so amended and modified are in full force and effect in accordance with their terms as of the date of this certificate.

8. The execution, delivery and performance of all agreements, certificates and documents required to be executed, delivered and performed by the Agency in order to carry out, give effect to and consummate the transactions contemplated by the Agency Documents have been duly authorized by all necessary action of the Agency. The Agency Documents are in full force and effect on and as of the date hereof, and no authority for the execution, delivery or performance of the Agency Documents has been repealed, revoked or rescinded.

9. The execution, delivery and performance of the Agency Documents, the consummation of the transactions therein contemplated and compliance with the provisions of each by the Agency do not and will not (A) violate the Act or the by-laws of the Agency, (B) require consent under (which has not heretofore been received) or result in a breach of or default under any credit agreement, purchase agreement, indenture, mortgage, deed of trust, commitment, guaranty, lease or other agreement or instrument to which the Agency is a party or by which the Agency may be bound or affected, or (C) conflict with or violate any existing law, rule, regulation, judgment, order, writ, injunction or decree of any government, governmental instrumentality or court, domestic or foreign, having jurisdiction over the Agency or any of the Property of the Agency.

10. The Agency has duly authorized the taking of and has taken any and all actions necessary to carry out and give effect to the transactions contemplated to be performed on its part by the Agency Documents.

11. Each of the representations and warranties of the Agency contained in each of the Agency Documents is true, accurate and complete on and as of the date of this certificate with the same force and effect as though such representations and warranties were made on and as of the date hereof.

12. Attached hereto as Exhibit L is a list of all material pending litigation relating to the Agency or the Project. Except as set forth in Exhibit L, there is no action, suit, proceeding, inquiry or investigation, at law or in equity, or before or by any court, public board or body pending or, to the best of our knowledge, threatened against or affecting the Agency or the Project (nor, to the best of our knowledge, any basis therefor), wherein an unfavorable decision, ruling or finding would adversely affect (A) the transactions contemplated by the Approving Resolution (as hereinafter defined), (B) the validity or the enforceability of the Approving Resolution or the Agency Documents or the transactions contemplated therein, or (C) the existence or organization of the Agency.

13. The Agency Documents have been each duly executed, acknowledged, where appropriate, and delivered on behalf of the Agency by the Chair of the Agency; the signature of said officer thereon is the genuine signature of such officer; and said executed Agency Documents are in substantially the same form as the forms thereof presented to the members of the Agency and approved by the Approving Resolution.

14. Pursuant to the authorization contained in a resolution adopted by the members of the Agency on September 24, 2021 (the "Public Hearing Resolution"), the Agency authorized the Executive Director to conduct a public hearing with respect to the Project. Attached hereto as Exhibit D is a certified copy of the Public Hearing Resolution.

15. Attached hereto as Exhibit E is proof of mailing of notice of the public hearing, held with respect to the Project (the "Public Hearing"), to the chief executive officers of the "affected tax jurisdictions" with respect to the Project (as such quoted term is defined in Section 854(16) of the Act).

16. Attached hereto as Exhibit F are proofs of posting of the notice of Public Hearing.

17. Attached hereto as Exhibit G is an affidavit of publication of notice of the Public Hearing.

18. Attached hereto as Exhibit H is the report of the Public Hearing (the "Report").

19. Attached hereto as Exhibit I is a true, correct and complete copy of the resolution of the members of the Agency adopted on December 17, 2021 (the "Preliminary Term Sheet Resolution") preliminarily approving and authorizing execution by the Agency of the Agency Documents. Such Preliminary Term Sheet Resolution was duly adopted by the members of the Agency, has not been amended or modified since its adoption and is in full force and effect as of the date of this certificate in accordance with its terms

20. Pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the "SEQR Act") and the regulations (the "Regulations") adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, "SEQRA"), (A) the Executive Director of the Agency has reported to the members of the Agency, as follows: (1) the Executive Director, on behalf of the Agency, and all other state

and local governmental agencies which constitute “involved agencies” with respect to the Project have agreed that the Town of Bethlehem Planning Board should act as lead agency (the “Lead Agency”) pursuant to SEQRA with respect to the Project; (2) the Lead Agency on May 5, 2020, accepted a final generic environmental impact statement (the “FGEIS”) prepared with respect to the Project, which analyzed and evaluated potential environmental impacts equally with social and economic factors associated with the conceptual development of the Project; (3) on June 2, 2020, the Lead Agency adopted the FGEIS Findings Statement, which established thresholds pursuant to SEQRA to be followed during the design, construction and operations phase of a future specific Project; (4) a supplemental draft environmental impact statement (the “SDEIS”) was submitted to the Lead Agency on November 16, 2021; (5) the Lead Agency accepted the supplemental final environmental impact statement (the “SFEIS”) on March 1, 2022; (6) the staff of the Agency received a copy of the FGEIS, the SDEIS and the SFEIS; (7) the staff of the Agency reviewed the FGEIS, the SDEIS and the SFEIS; (8) the staff of the Agency also received a copy of a Planning Board’s Findings Statement relative to the FGEIS, the SDEIS and the SFEIS (the “Findings Statement”), which Findings Statement was adopted by the Lead Agency on March 15, 2022; and (9) the staff of the Agency reviewed the Findings Statement and (B) at a meeting of the Agency held on March 25, 2022, (1) the staff of the Agency discussed with the members of the Agency the results of their review of the FGEIS, the SDEIS and the SFEIS conducted by the staff of the Agency, (2) a copy of the Findings Statement was presented to the members of the Agency, (3) the staff of the Agency discussed the Findings Statement with the members of the Agency, and (4) the members of the Agency reviewed and considered the Findings Statement, and (C) by resolution adopted by the members of the Agency at said meeting (the “SEQR Resolution”), the members of the Agency (1) adopted the Findings Statement as the Agency’s written findings statement relative to the Project, as required by Section 617.11(c) of the Regulations and (2) determined to proceed with the Project. Attached hereto as Exhibit J is a certified copy of the SEQR Resolution.

21. Attached hereto as Exhibit K is a true, correct and complete copy of the resolution of the members of the Agency adopted on March 25, 2022 (the “Approving Resolution”) approving and authorizing execution by the Agency of the Agency Documents. Such Approving Resolution was duly adopted by the members of the Agency, has not been amended or modified since its adoption and is in full force and effect as of the date of this certificate in accordance with its terms.

22. The Agency is not contemplating instituting bankruptcy, insolvency or similar proceedings against itself.

23. The Agency has complied with all of the agreements and satisfied all of the conditions on its part to be performed and satisfied by the terms of the Agency Documents on or prior to the Closing Date.

IN WITNESS WHEREOF, I have hereunto set my signature as Chair the Agency this 29th day of July, 2022.

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

BY: Victoria Storrs
Victoria Storrs
Chair

The undersigned, Catherine Hedgeman, Esq., counsel for the Agency, hereby certifies that the signature of the officer of the Agency subscribed to and contained in the foregoing General Certificate of the Agency is true and genuine.

Catherine M Hedgeman
Catherine Hedgeman, Esq.

EXHIBIT A

CHAPTER 582 OF THE LAWS OF 1973

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on July 22, 2013.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

LAWS OF NEW YORK.—By Authority

CHAPTER 582

AN ACT to amend the general municipal law, in relation to creating and establishing the town of Bethlehem industrial development agency, and providing for its functions, powers and duties

Became a law June 5, 1973, with the approval of the Governor. Passed on Home Rule request pursuant to Article IX, section 2(b)(2) of the Constitution by a majority vote, three-fifths being present

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. The general municipal law is hereby amended by inserting in title two of article eighteen-A, a new section, to be section nine hundred nine-b, to read as follows:

§ 909-b. *Town of Bethlehem industrial development agency. For the benefit of the town of Bethlehem and the inhabitants thereof, an industrial development agency, to be known as the TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY, is hereby established for the accomplishment of any or all of the purposes specified in title one of article eighteen-A of this chapter. It shall constitute a body corporate and politic, and be perpetual in duration. It shall have the powers and duties now or hereafter conferred by title one of article eighteen-A of this chapter upon industrial development agencies and provided that the exercise of the powers by such agency with respect to the acquisition of real property whether by purchase, condemnation or otherwise, shall be limited to the corporate limits of the town of Bethlehem, and such agency shall take into consideration the local zoning and planning regulations as well as the regional and local comprehensive land use plans. It shall be organized in a manner prescribed by and be subject to the provisions of title one of article eighteen-A of this chapter. Its members shall be appointed by the governing body of the town of Bethlehem. The agency, its members, officers and employees and its operations and activities shall in all respects be governed by the provisions of title one of article eighteen-A of this chapter.*

§ 2. This act shall take effect immediately.

EXPLANATION — Matter in *italics* is new; matter in brackets [] is old law to be omitted.

STATE OF NEW YORK } ss:
Department of State }

I have compared the preceding with the original law on file in this office, and do hereby certify that the same is a correct transcript therefrom and of the whole of said original law.

JOHN P. LOMENZO
Secretary of State

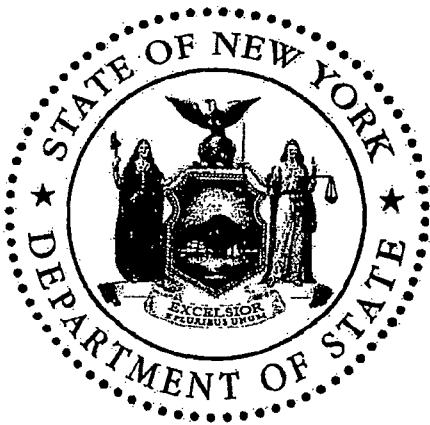
EXHIBIT B

CERTIFICATE OF ESTABLISHMENT OF THE AGENCY AND
CERTIFICATES OF APPOINTMENT OF CURRENT MEMBERS

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 6, 2022.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY

Certificate of Organization

By resolution dated November 14, 1973 adopted by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, the Town of Bethlehem Industrial Development Agency was duly organized.

1. The date of passage of the special act establishing the agency was May 18, 1973, effective June 5, 1973.

2. The name of the agency is Town of Bethlehem Industrial Development Agency.

3. The names of the members and their terms of office are:

Harry B. Rezzemini (Chairman) Pleasure of the
Town Board

Harry H. Sheaffer Pleasure of the
Town Board

Arthur E. McCormick Pleasure of the
Town Board

4. The need for the establishment of the Town of Bethlehem Industrial Development Agency is to promote the economic welfare of the inhabitants of the Town of Bethlehem and to actively promote, attract, encourage and develop economically sound commerce and industry in the town.

This certificate is prepared for filing in the office of the Secretary of State pursuant to the provisions of Section 856, paragraph 1 (a) of the General Municipal Law.

Marvin T. Camp
Town Clerk, Town of Bethlehem

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 6, 2022.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

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STATE RECORDS

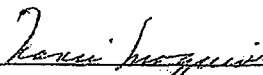
JUL 20 2012

DEPARTMENT OF STATE

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY

Certificate of Appointment

This is to certify that on February 8, 2012 by resolution adopted by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, Victoria Storrs was duly appointed a Member of the Town of Bethlehem Industrial Development Agency to serve at the pleasure of the Town Board.



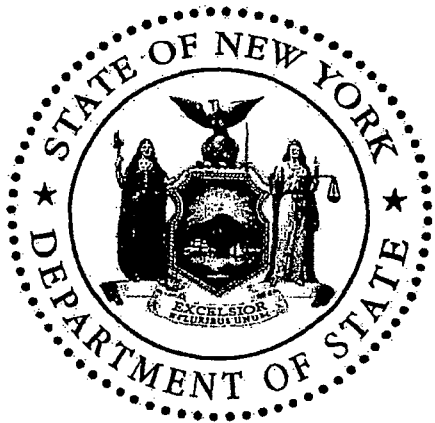
Town Clerk, Town of Bethlehem

DATED: July 16, 2012

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 6, 2022.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

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STATE RECORDS

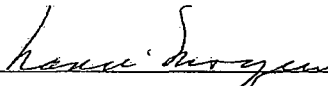
JUL 29 2015

DEPARTMENT OF STATE

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY

Certificate of Appointment

This is to certify that on July 8, 2015, by motion approved by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, Timothy Maniccia was duly appointed a Member of the Town of Bethlehem Industrial Development Agency to serve at the pleasure of the Town Board.

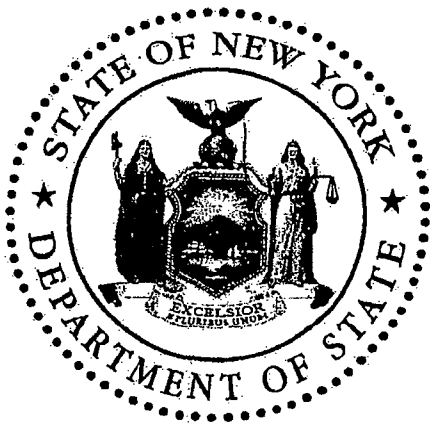


Town Clerk, Town of Bethlehem

DATED: July 28, 2015

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



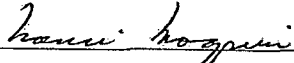
WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 6, 2022.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
Certificate of Appointment

This is to certify that on November 14, 2018 by motion approved by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, Richard Kotlow was duly appointed a Member of the Town of Bethlehem Industrial Development Agency to serve at the pleasure of the Town Board.


Town Clerk, Town of Bethlehem

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STATE RECORDS

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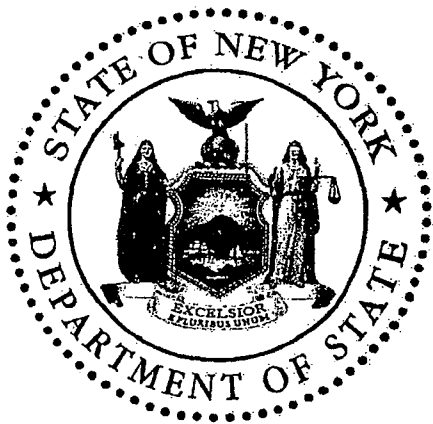
DATED: March 16, 2022

DEPARTMENT OF STATE

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
April 6, 2022.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State


FILED
STATE RECORDS

MAY 09 2016

DEPARTMENT OF STATE

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
Certificate of Appointment

This is to certify that on Feb. 24, 2016, by motion adopted by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, DAVID KIDERA was duly appointed a Member of the Town of Bethlehem Industrial Development Agency to serve at the pleasure of the Town Board.



Town Clerk, Town of Bethlehem

DATED: May 6, 2016

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 6, 2022.

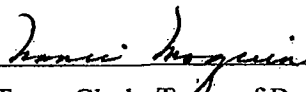
Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

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NOV 05 2021
DEPARTMENT OF STATE

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
Certificate of Appointment

This is to certify that on October 27, 2021, by motion approved by the Town Board of the Town of Bethlehem pursuant to the provisions of Section 856 of the General Municipal Law, Christopher Bub was duly appointed a Member of the Town of Bethlehem Industrial Development Agency to serve at the pleasure of the Town Board.



Town Clerk, Town of Bethlehem

DATED: November 3, 2021

EXHIBIT C
BY-LAWS OF THE AGENCY

**TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY
BY-LAWS**

Pursuant to the authority contained in Section 858, Title 1 of Article 18-a of the General Municipal Law, as set out in Chapter 1030 of the Laws of 1969, and Section 909-b of the General Municipal Law, as set out in Chapter 582 of the Laws of 1973 of the State of New York, the Town of Bethlehem Industrial Development Agency hereby approves the following By-Laws for the regulation of its activities.

ARTICLE I

NAME, SEAL

Section 1. NAME. The name of the Agency shall be the "Town of Bethlehem Industrial Development Agency."

Section 2. SEAL. The official seal of the Agency shall be in a design circular in form bearing the words and dates as follows:

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY, NEW YORK
CORPORATE SEAL
1980

Section 3. OFFICE. The office of the Agency shall be at 445 Delaware Avenue, Delmar, New York 12054.

ARTICLE II

MEMBERS

Section 1. Members. The members of the Agency shall be appointed by the Town Board of the Town of Bethlehem, and shall serve at the pleasure of the Town Board.

Section 2. Number of Members. The members of the Agency shall consist of not less than three nor more than seven members.

Section 3. Responsibility of Members. It is the policy of the Agency that board members commit themselves to acting in accordance with accepted principles of good corporate governance. Board members have a duty to be informed, knowledgeable and engaged in the activities of the Agency and to actively exercise oversight of Agency management. If a board member is unable to fulfill these commitments, it is the duty of the board member to resign from the Agency board.

ARTICLE III

OFFICERS

Section 1. OFFICERS. The officers of the Agency shall be a Chair, Vice-Chair, Treasurer, Secretary (each of whom shall be members), Assistant Secretary and such other officers as it may determine, who shall have such duties, powers and functions as hereinafter provided, all of whom shall be elected by the members of the Agency. Such officers shall be elected at the annual meeting of the Agency in each fiscal year.

ARTICLE IV

TENURE OF OFFICE

Section 1. Each officer of the Agency shall hold office for one year and each member shall continue to hold office until his successor is appointed or elected and qualifies in his stead. If the term of an Agency member should terminate, his term of office as an officer shall also terminate and at the regular meeting next succeeding such termination the members of the Agency shall elect from among their number a successor who shall serve until the next annual meeting of the Agency.

Section 2. Each member shall continue to hold office as a member until his successor is appointed or elected and qualifies in his stead.

ARTICLE V

DUTIES OF OFFICERS

Section 1. CHAIRMAN. The Chairman shall preside at all meetings of the Agency. He shall sign and execute on behalf of the Agency all contracts, notes, bonds, trust indentures or other evidences of indebtedness when so authorized by the Agency, and shall perform such other duties as may be prescribed for him by law or by Agency. The Chairman shall submit to the Agency such recommendations and information as he may consider proper concerning the business, affairs, and policies of the Agency.

Section 2. SECRETARY. The Secretary shall record all the votes and record the minutes of the Agency in a journal to be kept for that purpose; attend to the serving of notice of all meetings when required; shall keep in safe custody the seal of the Agency and shall have power to affix such seal to all papers or other documents as may be required; shall attend to such correspondence as may be assigned; shall perform all duties as the Agency may designate.

Section 3. TREASURER. The treasurer shall oversee the financial management procedures and systems implemented by the Agency. This includes coordinating the financial reporting and the budgeting process with the Agency's management, committees, and the Members.

Section 4. ADDITIONAL DUTIES. The officers of the Agency shall perform such other duties and functions as may from time to time be required by the Agency, by the By-Laws of the Agency, or by the rules and regulations of the Agency.

Section 5. REMOVAL, RESIGNATION, SALARY, ETC. Any officer elected or appointed by the Agency may be removed by the Agency with or without cause. In the event of the death, resignation or removal of an officer, the Agency in its discretion may elect a successor to fill the unexpired term at the next regular meeting of the Agency. All officers who are members of the Agency shall serve without compensation.

Section 6. ADDITIONAL PERSONNEL. The Agency may appoint such other officers and employees including a Chief Executive Officer and a Chief Financial Officer, as the Agency may require for the performance of its duties. The Agency may also appoint Counsel and may retain and employ private consultants for professional and technical assistance and advice. The appointment duties and compensation of all personnel shall be determined by the Agency subject to the laws of the State of New York.

Section 7. BONDING OF OFFICERS. The Chairman, the Treasurer, and such other officers as the Agency may require, shall execute bonds conditioned upon the faithful performance of the duties of their offices, the amount and sufficiency of which shall be specified by the Agency and the premiums thereof shall be paid by the Agency.

ARTICLE VI

GENERAL PROVISIONS

Section 1. FISCAL YEAR. The fiscal year of the Agency shall begin on January 1.

Section 2. ANNUAL MEETING. The annual meeting of the Agency shall be held in February each year at the regular meeting place of the Agency in conjunction with the Regular Meeting for February.

Section 3. REGULAR MEETINGS. Regular meetings of the Agency shall take place at a time and manner approved by the Agency at its annual meeting. Regular meetings may be adjourned to any other place at the will of a majority of the members of the Agency present and voting at such meeting.

Section 4. SPECIAL MEETINGS. The Chairman of the Agency may, when he deems it desirable, and shall, upon the formal request of two members of the Agency, call a special meeting of the Agency for the purpose of transacting any business designated in the notice of such meeting. The notice of such meeting shall be served on each member of the Agency by delivery or mail received by each such member at least 24 hours prior to the date of such meeting. Pursuant to Section 94 of the Public Officers Law, notice of such special meeting shall be given to news media at the same time.

Section 5. EXECUTIVE SESSIONS. When determined by the Agency that any matter pending before it is confidential in nature it may, in accordance with the laws of the State of New York, establish an executive session and exclude non-members from such session.

Section 6. QUORUM. At all meetings of the Agency, a majority of the members of the Agency then in office shall constitute a quorum and the vote of a majority of the members present and voting at a meeting of the Agency shall be deemed the act of the Agency. A majority of the members present whether or not a quorum is present may adjourn any meeting to another time and place.

Section 7. ORDER OF BUSINESS. The order of business at regular meetings shall be:

- (a) Roll call. Determination of quorum.
- (b) Reading of minutes of previous meeting.
- (c) Approval of the minutes of previous meeting.
- (d) Reports of Committees.
- (e) Communications.
- (f) Unfinished business.
- (g) New business.
- (h) Adjournment.

Section 8. MANNER OF VOTING. The voting on all questions coming before the Agency shall be by the recorded vote of its members, and the yeas and nays shall be entered in the minutes of each meeting, except in the case of appointment when the vote may be by ballot.

Section 9. COMMITTEES. The Chairman, Vice Chairman and members of all committees shall be appointed by the chairman of the Agency who shall be an ex officio member of each committee. A quorum

of any committee shall consist of a majority of members of that committee.

Section 10. EXECUTION OF INSTRUMENTS. All Agency instruments and documents shall be signed or countersigned, executed, verified or acknowledged by such officer or officials or other person or persons as provided in these By-Laws or as the Agency may from time to time designate.

ARTICLE VII

AMENDMENTS

Section 1. AMENDMENTS TO BY-LAWS. The By-Laws of the Agency shall be amended only with the approval of at least a majority of all of the members of the Agency at a regular or a special meeting, but no such amendment shall be adopted unless at least seven days written notice thereof has been previously given to all members of the Agency.

EXHIBIT D
PUBLIC HEARING RESOLUTION

**PUBLIC HEARING RESOLUTION
ALBANY PORT DISTRICT COMMISSION PROJECT**

A regular meeting of Town of Bethlehem Industrial Development Agency (the “Agency”) was convened in public session at the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York on September 24, 2021 at 8:00 o’clock a.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Victoria Storrs	Chair
Catherine Hedgeman	Vice Chair/Assistant Secretary
Tim Maniccia	Secretary
Richard Kotlow	Treasurer
David Kidera	Member
Jared Finke	Member

Each of the members present participated in the meeting virtually pursuant to the signing into law on September 2, 2021 of Chapter 417 of the Laws of 2021.

ABSENT:

None

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Thomas P. Connolly, Esq.	Executive Director/Agency Counsel
Allen F. Maikels	Chief Financial Officer and Contracting Officer
Robin Nagengast	Assistant to the Executive Director
Robert Leslie	Director of Planning
David VanLuven	Town Supervisor
A. Joseph Scott, III, Esq.	Agency Bond/Agency Special Counsel

The following resolution was offered by Tim Maniccia, seconded by Catherine Hedgeman, to wit:

Resolution No. 0921-___

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OF TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY TO HOLD A PUBLIC HEARING REGARDING A PROPOSED PROJECT TO BE UNDERTAKEN FOR THE BENEFIT OF ALBANY PORT DISTRICT COMMISSION.

WHEREAS, Town of Bethlehem Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 582 of the 1973 Laws of New York, as amended, constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing,

warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, Albany Port District Commission, a State of New York public benefit corporation (the “APDC”), has submitted an application (the “Application”) to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the “Project”) for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency; and

WHEREAS, pursuant to Section 859-a of the Act, prior to the Agency providing any potential “financial assistance” (as defined in the Act) of more than \$100,000 to any project, the Agency, among other things, must hold a public hearing pursuant to Section 859-a of the Act with respect to said project; and

WHEREAS, the Agency desires to provide for compliance with the provisions of Section 859-a of the Act with respect to the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby authorizes the Executive Director of the Agency, after consultation with the members of the Agency and Agency Special Counsel, (A) to establish the time, date and place for a public hearing of the Agency to hear all persons interested in the Project (the “Public Hearing”); (B) to cause the Public Hearing to be held in a city, town or village where the Project Facility is or is to be located, and to cause notice of such Public Hearing to be given to the public by publishing a notice or notices of such Public Hearing in a newspaper of general circulation available to the residents of the governmental units where the Project Facility is or is to be located, such notice or notices to comply with the requirements of Section 859-a of the Act; (C) to cause notice of the Public Hearing to be given to the chief executive officer of the county and of each city, town, village and school district in which the Project Facility is or is to be located to comply with the requirements of Section 859-a of the Act; (D) to

conduct such Public Hearing; (E) to cause a report of the Public Hearing fairly summarizing the views presented at such Public Hearing (the "Report") to be prepared; and (F) to cause a copy of the Report to be made available to the members of the Agency.

Section 2. The law firm of Hodgson Russ LLP of Albany, New York is hereby appointed Special Agency Counsel to the Agency with respect to all matters in connection with the Project. The Agency has been informed that Hodgson Russ LLP has acted as special counsel to the APDC on prior matters, and will act as special counsel to the APDC on this Project. The Agency will be also be represented by Thomas P. Connolly, Agency Counsel, in connection with the Project. The Agency hereby waives any potential conflict resulting from Hodgson Russ LLP acting as special counsel to the APDC in connection with this matter, and authorizes the Chair to execute any document or documents evidencing such waiver. Special Agency Counsel is hereby authorized, at the expense of the APDC, to work with the APDC and others to prepare for submission to the Agency, all documents necessary to effect the closing of this matter.

Section 3. The Chair, Vice Chair and/or Executive Director of the Agency is hereby authorized and directed to distribute copies of this Resolution to the APDC and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. All action taken by the Executive Director of the Agency in connection with the Public Hearing with respect to the Project prior to the date of this Resolution is hereby ratified and confirmed.

Section 5. All commitments of the Agency hereunder are subject to the condition that the following events shall have occurred not later than one (1) year from the date hereof (or such other date as shall be mutually satisfactory to the Agency and the APDC):

(A) The Agency and the APDC shall have agreed on mutually acceptable terms and conditions of the agreements to be entered into with respect to the Project; and

(B) All necessary governmental approvals shall be obtained.

Section 6. If the events set forth in Section 5 hereof do not take place within the time set forth in said Section 5, or any extension thereof, or if the APDC provides written notice of its intent to not proceed with the Project upon thirty (30) days prior written notice to the Agency, the APDC agrees that it will promptly reimburse the Agency (and its officers, members, agents or employees) for all reasonable and necessary direct out-of-pocket expenses (including legal fees and expenses) which the Agency (and its officers, members, agents or employees) may incur with respect to the Project.

Section 7. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Victoria Storrs	VOTING	YES
Catherine Hedgeman	VOTING	YES
Tim Maniccia	VOTING	YES
Richard Kotlow	VOTING	NAY
David Kidera	VOTING	YES
Jared Finke	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned (Assistant) Secretary of Town of Bethlehem Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on September 24, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Chapter 417 of the Laws of 2021 (the "2021 Laws"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such 2021 Laws; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

25th IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this day of March, 2022.



(Assistant) Secretary

(SEAL)

EXHIBIT E

PROOF OF MAILING OF NOTICE OF PUBLIC HEARING

AFFIDAVIT OF MAILING
 OF NOTICE OF PUBLIC HEARING
 ON PROPOSED PROJECT AND FINANCIAL ASSISTANCE
 RELATING THERETO

STATE OF NEW YORK)
) SS.:
 COUNTY OF ALBANY)

The undersigned, being duly sworn, hereby states:

1. That on September 30, 2021, I mailed to the following individuals a copy of a notice of public hearing entitled "Notice of Public Hearing on Proposed Project and Financial Assistance Relating Thereto" (the "Notice of Hearing") relating to the proposed Albany Port District Commission Project to be undertaken by Town of Bethlehem Industrial Development Agency for the benefit of Albany Port District Commission:

Honorable Daniel P. McCoy, County Executive
 Albany County
 112 State Street, Room 1200
 Albany, New York 12207

Jody Monroe, Superintendent
 Bethlehem Central School District
 700 Delaware Avenue
 Delmar, New York 12054

7021 0350 0000 7167 8270

7021 0350 0000 7167 8287

David VanLuven, Supervisor
 Town of Bethlehem
 Town Hall, Room 106
 445 Delaware Avenue
 Delmar, New York 12054

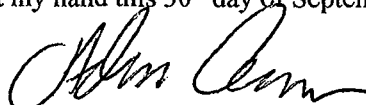
Holly Dellenbaugh, Board President
 Bethlehem Central School District
 700 Delaware Avenue
 Delmar, New York 12054

7021 0350 0000 7167 8294

7021 0350 0000 7167 8300

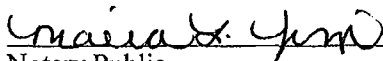
2. That the notice of hearing attached hereto as Exhibit A is a duplicate copy of the Notice of Hearing which was mailed to the above individuals.

IN WITNESS WHEREOF, I have hereunto set my hand this 30th day of September, 2021.



Adam Carson

Sworn to before me this
 30th day of September, 2021.


 Notary Public

Maria L. Yezzi
 Notary Public, State of New York
 Qualified in Columbia County
 No. 01YE4970681

TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY

445 Delaware Avenue
Town Hall
Delmar, New York 12054
TEL: (518) 439-4955 ext. 1189

September 30, 2021

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Honorable Daniel P. McCoy, County Executive
Albany County
112 State Street, Room 1200
Albany, New York 12207

Jody Monroe, Superintendent
Bethlehem Central School District
700 Delaware Avenue
Delmar, New York 12054

David VanLuven, Supervisor
Town of Bethlehem
Town Hall, Room 106
445 Delaware Avenue
Delmar, New York 12054

Holly Dellenbaugh, Board President
Bethlehem Central School District
700 Delaware Avenue
Delmar, New York 12054

RE: Notice of Public Hearing
Town of Bethlehem Industrial Development Agency
Proposed Albany Port District Commission Project

Ladies and Gentlemen:

Pursuant to Section 859-a(3) of the New York General Municipal Law (the Act”), the Town of Bethlehem Industrial Development Agency (the “Agency”) hereby informs you that the Agency has received an application (the “Application”) from Albany Port District Commission, a State of New York public benefit corporation (the “APDC”), for financial assistance in connection with a project (the “Project”) proposed to be undertaken by the Agency for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes

Honorable Daniel P. McCoy, County Executive
David VanLuven, Supervisor
Jody Monroe, Superintendent
Holly Dellenbaugh, Board President
September 30, 2021
Page 2

(the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency.

Enclosed is a notice of a public hearing to be held by the Agency pursuant to Section 859-a(3) of the Act relating to the proposed Project (the "Notice of Hearing"). The financial assistance being contemplated by the Agency in connection with the Project is described in said Notice of Hearing.

If you have any questions regarding the foregoing, please do not hesitate to contact me.

Very truly yours,

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

By: /s/ Thomas P. Connolly
Thomas P. Connolly, Esq, Executive Director

Enclosures

EXHIBIT A
COPY OF THE NOTICE OF HEARING

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

Notice is hereby given that a public hearing pursuant to Section 859-a(2) of the General Municipal Law of the State of New York (the "Act") will be held by the Town of Bethlehem Industrial Development Agency (the "Agency") on the 13th day of October, 2021 at 4:30 o'clock p.m., local time, in the Auditorium of the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York in connection with the following matters:

Albany Port District Commission, a State of New York public benefit corporation (the "APDC"), has submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the "Land"), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the "Project Facility"), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency.

The Agency is considering whether (A) to undertake the Project and (B) to provide certain exemptions from taxation with respect to the Project, including exemption from sales taxes relating to the acquisition, construction and installation of the Project Facility. If any portion of the Financial Assistance to be granted by the Agency with respect to the Project is not consistent with the Agency's uniform tax exemption policy, the Agency will follow the procedures for deviation from such policy set forth in Section 874(4) of the Act prior to granting such portion of the Financial Assistance.

If the Agency determines to proceed with the Project, the Project Facility will be acquired, constructed and installed by the Agency and will be leased (with an obligation to purchase) or sold by the Agency to the APDC or its designee pursuant to a project agreement (the "Agreement") requiring that the APDC or its designee make certain payments to the Agency.

The Agency has not yet made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") regarding the potential environmental impact of the Project.

The Agency will at said time and place hear all persons with views on either the location and nature of the proposed Project, or the Financial Assistance being contemplated by the Agency in connection with the proposed Project. A copy of the Application filed by the APDC with the Agency with respect to the Project, including an analysis of the costs and benefits of the Project, is available for public inspection

during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from, and written comments may be addressed to: Thomas P. Connolly, Esq., Executive Director, Town of Bethlehem Industrial Development Agency, 445 Delaware Avenue, Town Hall, Delmar, New York 12054; Telephone: (518) 439-4955 ext. 1189.

Dated: September 28, 2021.

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

BY: s/Thomas P. Connolly
Executive Director

7021 0350 0000 7167 8287

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Certified Mail Restricted Delivery \$ _____

Adult Signature Required \$ _____

Adult Signature Restricted Delivery \$ _____

Postage \$ 53

Total Postage and Fees \$ 7.33

Postmark Here: SEP 30 2021

000161.003201

Sent to: Body Monroe, Superintendent
Delmar, New York 12054

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

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Certified Mail Restricted Delivery \$ _____

Adult Signature Required \$ _____

Adult Signature Restricted Delivery \$ _____

Postage \$ 53

Total Postage and Fees \$ 7.33

Postmark Here: SEP 30 2021

000161.003201

Sent to: Honorable Daniel P. McCoy, County Executive
Albany County
412 State Street, Room 1200
Albany, New York 12207

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7021 0350 0000 7167 8300

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Certified Mail Restricted Delivery \$ _____

Adult Signature Required \$ _____

Adult Signature Restricted Delivery \$ _____

Postage \$ 53

Total Postage and Fees \$ 7.33

Postmark Here: SEP 30 2021

000161.003201

Sent to: Holly Dellenbaugh, Board President
Bethlehem Central School District
446 Delaware Avenue
Delmar, New York 12054

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7021 0350 0000 7167 8294

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Extra Services & Fees (check box, add fees as appropriate)

Return Receipt (hardcopy) \$ 3.05

Return Receipt (electronic) \$ _____

Certified Mail Restricted Delivery \$ _____

Adult Signature Required \$ _____

Adult Signature Restricted Delivery \$ _____

Postage \$ 53


Total Postage and Fees \$ 7.33


Postmark Here: SEP 30 2021


000161.003201

Sent to: David VanLuyen, Supervisor
Town of Bethlehem
Town Hall, Room 106
446 Delaware Avenue
Delmar, New York 12054

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none"> Complete items 1, 2, and 3. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p>	
<p>1. Article Addressed to: Honorable Daniel P. McCoy, County Executive Albany County 112 State Street, Room 1200 Albany, New York 12207</p>	<p>B. Received by (Printed Name)</p>	<p>C. Date of Delivery 10/4</p>
<p>2. Article Number (Transfer from service label) 7021 0350 0000 7167 8270</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>	
 9590 9402 6754 1074 5227 37	<p>3. Service Type</p> <input type="checkbox"/> Adult Signature <input type="checkbox"/> Adult Signature Restricted Delivery <input checked="" type="checkbox"/> Certified Mail® <input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Insured Mail <input type="checkbox"/> Insured Mail Restricted Delivery (over \$500)	
PS Form 3811, July 2020 PSN 7530-02-000-9053		<input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Registered Mail™ <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Signature Confirmation Restricted Delivery
		Domestic Return Receipt

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none"> Complete items 1, 2, and 3. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p>	
<p>1. Article Addressed to: Jody Monroe, Superintendent Bethlehem Central School District 700 Delaware Avenue Delmar, New York 12054</p>	<p>B. Received by (Printed Name)</p>	<p>C. Date of Delivery 10-6-21</p>
<p>2. Article Number (Transfer from service label) 7021 0350 0000 7167 8287</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>	
 9590 9402 6754 1074 5227 20	<p>3. Service Type</p> <input type="checkbox"/> Adult Signature <input type="checkbox"/> Adult Signature Restricted Delivery <input checked="" type="checkbox"/> Certified Mail® <input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Insured Mail <input type="checkbox"/> Insured Mail Restricted Delivery (over \$500)	
PS Form 3811, July 2020 PSN 7530-02-000-9053		<input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Registered Mail™ <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Signature Confirmation Restricted Delivery
		Domestic Return Receipt

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY	
<ul style="list-style-type: none"> Complete items 1, 2, and 3. Print your name and address on the reverse so that we can return the card to you. Attach this card to the back of the mailpiece, or on the front if space permits. 	<p>A. Signature <input checked="" type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p>	
<p>1. Article Addressed to: David VanLoven, Supervisor Town of Bethlehem Town Hall, Room 106 445 Delaware Avenue Delmar, New York 12054</p>	<p>B. Received by (Printed Name) Robin Nagymart</p>	<p>C. Date of Delivery 10/6/21</p>
<p>2. Article Number (Transfer from service label) 7021 0350 0000 7167 8294</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, enter delivery address below: <input type="checkbox"/> No</p>	
 9590 9402 6754 1074 5227 06	<p>3. Service Type</p> <input type="checkbox"/> Adult Signature <input type="checkbox"/> Adult Signature Restricted Delivery <input checked="" type="checkbox"/> Certified Mail® <input type="checkbox"/> Certified Mail Restricted Delivery <input type="checkbox"/> Collect on Delivery <input type="checkbox"/> Collect on Delivery Restricted Delivery <input type="checkbox"/> Insured Mail <input type="checkbox"/> Insured Mail Restricted Delivery (over \$500)	
PS Form 3811, July 2020 PSN 7530-02-000-9053		<input type="checkbox"/> Priority Mail Express® <input type="checkbox"/> Registered Mail™ <input type="checkbox"/> Registered Mail Restricted Delivery <input type="checkbox"/> Signature Confirmation™ <input type="checkbox"/> Signature Confirmation Restricted Delivery
		Domestic Return Receipt

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Holly Dellenbaugh, Board President
Bethlehem Central School District
707 Delaware Avenue
Delmar, New York 12054



9590 9402 6754 1074 5227 13

2. Article Number (Transfer from service label)

70210350 0000 7167 8300

PS Form 3811, July 2020 PSN 7530-02-000-9053

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X

BCHS

- Agent
- Addressee

B. Received by (Printed Name)

C. Date of Delivery

10-6-21

- D. Is delivery address different from item 1? Yes
If YES, enter delivery address below: No

3. Service Type

- Adult Signature
- Adult Signature Restricted Delivery
- Certified Mail®
- Certified Mail Restricted Delivery
- Collect on Delivery
- Collect on Delivery Restricted Delivery
- Insured Mail
- Insured Mail Restricted Delivery (over \$500)
- Priority Mail Express®
- Registered Mail™
- Registered Mail Restricted Delivery
- Signature Confirmation™
- Signature Confirmation Restricted Delivery

Domestic Return Receipt

EXHIBIT F
PROOFS OF POSTING OF NOTICE
OF THE PUBLIC HEARING

BULLETIN BOARD
AFFIDAVIT OF POSTING
OF NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

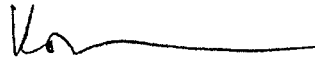
STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

The undersigned, being duly sworn, hereby states:

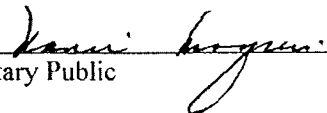
1. That on September 28, 2021, I posted a copy of a notice of public hearing entitled "Notice of Public Hearing on Proposed Project and Financial Assistance Relating Thereto" (the "Notice of Hearing") relating to the proposed Albany Port District Commission Project to be undertaken by Town of Bethlehem Industrial Development Agency for the benefit of Albany Port District Commission on a public bulletin board in the Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York.

2. That the Notice of Hearing attached hereto as Exhibit A is a duplicate copy of the Notice of Hearing which was posted on such bulletin board.

IN WITNESS WHEREOF, I have hereunto set my hand this 30 day of September, 2021.



Sworn to before me this
30 day of September, 2021.



Notary Public

NANGI MOQUIN
Notary Public, State of New York
No. 01406124355
Qualified in Albany County
Commission Expires March 28, 2025

EXHIBIT A

COPY OF THE NOTICE OF HEARING

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

Notice is hereby given that a public hearing pursuant to Section 859-a(2) of the General Municipal Law of the State of New York (the "Act") will be held by the Town of Bethlehem Industrial Development Agency (the "Agency") on the 13th day of October, 2021 at 4:30 o'clock p.m., local time, in the Auditorium of the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York in connection with the following matters:

Albany Port District Commission, a State of New York public benefit corporation (the "APDC"), has submitted an application (the "Application") to the Agency, a copy of which Application is on file at the office of the Agency, requesting that the Agency consider undertaking a project (the "Project") for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the "Land"), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the "Facility") and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the "Equipment") (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the "Project Facility"), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential "financial assistance" (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the "Financial Assistance"); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency.

The Agency is considering whether (A) to undertake the Project and (B) to provide certain exemptions from taxation with respect to the Project, including exemption from sales taxes relating to the acquisition, construction and installation of the Project Facility. If any portion of the Financial Assistance to be granted by the Agency with respect to the Project is not consistent with the Agency's uniform tax exemption policy, the Agency will follow the procedures for deviation from such policy set forth in Section 874(4) of the Act prior to granting such portion of the Financial Assistance.

If the Agency determines to proceed with the Project, the Project Facility will be acquired, constructed and installed by the Agency and will be leased (with an obligation to purchase) or sold by the Agency to the APDC or its designee pursuant to a project agreement (the "Agreement") requiring that the APDC or its designee make certain payments to the Agency.

The Agency has not yet made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") regarding the potential environmental impact of the Project.

The Agency will at said time and place hear all persons with views on either the location and nature of the proposed Project, or the Financial Assistance being contemplated by the Agency in connection with the proposed Project. A copy of the Application filed by the APDC with the Agency with respect to the Project, including an analysis of the costs and benefits of the Project, is available for public inspection

during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

Additional information can be obtained from, and written comments may be addressed to: Thomas P. Connolly, Esq., Executive Director, Town of Bethlehem Industrial Development Agency, 445 Delaware Avenue, Town Hall, Delmar, New York 12054; Telephone: (518) 439-4955 ext. 1189.

Dated: September 28, 2021.

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

BY: s/Thomas P. Connolly
Executive Director

WEBSITE
AFFIDAVIT OF POSTING
OF NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

The undersigned, being duly sworn, hereby states:

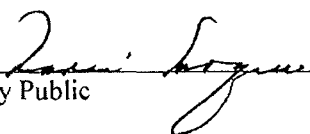
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2. That the Notice of Hearing attached hereto as Exhibit A is a duplicate copy of the Notice of Hearing which was posted on such website.

IN WITNESS WHEREOF, I have hereunto set my hand this 30 day of September, 2021.



Sworn to before me this
30 day of September, 2021.



Notary Public

NANCI MOQUIN
Notary Public, State of New York
No. 01MO6124366
Qualified in Albany County
Commission Expires March 28, 2025

EXHIBIT A
COPY OF THE NOTICE OF HEARING

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

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The Agency has not yet made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") regarding the potential environmental impact of the Project.

The Agency will at said time and place hear all persons with views on either the location and nature of the proposed Project, or the Financial Assistance being contemplated by the Agency in connection with the proposed Project. A copy of the Application filed by the APDC with the Agency with respect to the Project, including an analysis of the costs and benefits of the Project, is available for public inspection

during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the Agency.

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Dated: September 28, 2021.

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

BY: s/Thomas P. Connolly
Executive Director

EXHIBIT G

PROOF OF PUBLICATION OF NOTICE
OF THE PUBLIC HEARING

TIMES UNION

timesunion.com

Albany Times Union
News Plaza
Box 15000
Albany, New York 12212

HODGSON RUSS
677 BROADWAY STE 301
ALBANY, NY 12207

Account Number: 015365000
Order Number: 0004178370
Order Invoice Text: NOTICE OF PUBLIC

D LaCoppola / T Duquette / C Finnegan / A Tunstall of the city of Albany, being duly sworn, says that he/she is principal Clerk of THE TIMES UNION, a daily newspaper printed in the county of Albany, Town of Colonie, and Published in the County of Albany, Town of Colonie and the city of Albany, aforesaid and that notice of which a printed copy is annexed has been regularly published in the said ALBANY TIMES UNION on the following dates

10-01-2021

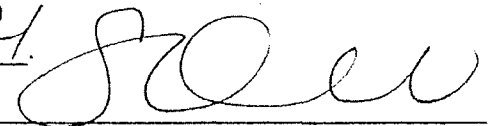


10/02/2021

Denise R. LaCoppola

SUSAN QUINE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01QU6396414
Qualified in Rensselaer County
My Commission Expires 08-19-2023

Sworn to before me, this 2 day of Oct 21, 2021.



Notary Public
Albany County

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
RELATING THERETO

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Dated: September 28, 2021.

TOWN OF BETHLEHEM INDUSTRIAL
DEVELOPMENT AGENCY

BY: _____ s/Thomas P. Connolly
Executive Director

TU11 4178370

EXHIBIT H
REPORT OF PUBLIC HEARING

In The Matter Of:
IDA - Town of Bethlehem

Public Hearing re: Albany Port District Commission
October 13, 2021

COVERING ALL UPSTATE NEW YORK

» «
— MF Reporting, Inc. —
» «

MFReportingNY.com

Office: 518-478-7220
Fax: 518-371-8517

Mail to: 5 Southside Dr., Suite 11
Clifton Park, NY 12065

NOTICE OF PUBLIC HEARING
ON PROPOSED PROJECT
AND FINANCIAL ASSISTANCE
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1 APPEARANCES:

2 BOARD MEMBERS:

3 VICTORIA STORRS, Chair

4 CATHERINE HEDGEMAN, Vice Chair/Asst. Sect.

5 TIM MANICCIA, Secretary

6 RICHARD KOTLOW, Treasurer

7 DAVID KIDERA, Member

8 JARED FINKE, Member

9
10 STAFF MEMBERS:

11 THOMAS P. CONNOLLY, ESQ., Executive
12 Director, Assistant Secretary and
13 Agency Counsel

14
15 A. JOSEPH SCOTT, JR., ESQ.,
16 Agency Bond Counsel

17
18 ALSO PRESENT:

19 On behalf of the Albany Port District
20 Commission:

21 Richard Hendrick, CEO

22 Christine Stuto, CFO

23 Patrick Jordan, General Counsel

1 that to be the Port of Albany, and
2 it's one in the same.

3 This public hearing is
4 required under Section 859-a of the
5 General Municipal Law.

6 The purpose of the public
7 hearing is to solicit public comment
8 on the proposed project.

9 The comments received today
10 will be presented to the members of
11 the Agency at our next meeting,
12 which is currently scheduled to be
13 held later this evening immediately
14 following closing of this public
15 hearing. That meeting is open to
16 the general public and anticipated
17 to be held in Room 101, a little bit
18 across the hall.

19 I would like to note that no
20 decisions or votes pertaining to the
21 proposed project will be taken by
22 the Agency at this meeting.

23 Before we open the public
24 hearing to the floor for comments, I
25 want to provide some introductory

1 known as "the Land."

2 The project also includes the
3 construction on the land of four
4 buildings containing in the
5 aggregate approximately 560,000
6 square feet of space, a bridge,
7 related parking, various
8 infrastructure improvements,
9 collectively referred to as "the
10 Facility," and also the acquisition
11 and installation therein of related
12 fixtures, machinery, equipment, and
13 other tangible personal property.

14 The land, the facility, and
15 the equipment collectively are
16 referred to as the Project Facility,
17 and all of them will constitute an
18 industrial and manufacturing
19 facility that the APDC -- owned by
20 the APDC and operated by a joint
21 venture third-party operator as a
22 wind tower manufacturing and
23 shipping facility, and any other
24 directly and indirectly related
25 activities.

1 will benefit the capital district
2 and represents the commitment and
3 policy of the state of New York
4 encouraging and incentivizing the
5 development of the offshore
6 renewable energy industry in New
7 York State; and the structuring of
8 the undertaking of the proposed
9 project through the Agency will
10 assist the APDC in achieving the
11 proposed project timeline and
12 budget.

13 The estimated cost of the
14 proposed project are equal to
15 \$235,213,646 as recorded in the
16 application, and the estimated
17 amount of financial assistance being
18 considered by the Agency is a
19 construction material sales tax
20 exemption estimated at \$853,000.

21 Note that the APDC is not
22 requesting any financial assistance
23 from the Agency in the form of an
24 exemption from any mortgage
25 recording tax or exemptions from

1 New York also as amended and
2 codified by Section 909(b),
3 collectively referred to as the Act,
4 authorize the Agency to promote,
5 develop, encourage, and assist in
6 the acquiring, constructing,
7 reconstructing, improvement,
8 maintaining, and equipping, and
9 furnishing of manufacturing,
10 warehousing, research, and
11 commercial industrial facilities
12 among others.

13 So the purpose of this public
14 hearing, prior to the Agency's
15 providing any financial assistance
16 in excess of \$100,000, we must,
17 among other things, hold a public
18 hearing pursuant to the Act. Since
19 the proposed financial assistance
20 requested by the -- to the Agency
21 with respect to the proposed project
22 may exceed and is anticipated to
23 exceed this \$100,000, then prior to
24 providing any financial assistance,
25 we must hold a public hearing.

1 Agency's website and on the public
2 bulletin board located at the
3 Bethlehem Town Hall, right here at
4 445 Delaware Ave.

5 Now, unless there is any
6 objection, I am going to suggest
7 waiving the full reading of the
8 notice of this public hearing and,
9 instead, request that the full text
10 of the notice of the public hearing
11 be inserted into the record of this
12 public hearing.

13 I'd also like to note that the
14 comments received today at this
15 public hearing will be presented to
16 the members of the Agency at or
17 prior to the meeting occurring just
18 after, and then later at a
19 subsequent meeting where we will
20 consider whether to approve
21 undertaking of the proposed project
22 and the granting of the financial
23 assistance.

24 As noted, the Agency currently
25 intends to consider the comments

1 the Board, the Agency, and any
2 members of the public here a small
3 overview, a slight overview of the
4 Port of Albany.

5 It's a year-round
6 international seaport located on the
7 upper Hudson River approximately 124
8 nautical miles north of the Battery
9 in New York Harbor. We have
10 400 acres in the city of Albany, the
11 city of Rensselaer, and the town of
12 Bethlehem.

13 Our primary maritime cargo
14 presently is heavy lift, molasses,
15 scrap iron, wood pulp, power
16 equipment, and wind power.

17 We currently have a
18 \$350 million expansion underway,
19 which is what we have brought to the
20 Bethlehem IDA for assistance in our
21 timeline and our sales tax
22 exemption.

23 At the Port now, we have 25
24 tenants leasing commercial property.
25 We have 35 percent of our -- of our

1 of output.

2 Our mission is to have power
3 over the survey, development,
4 control, and operation of port
5 facilities with a view to the
6 furtherance of commerce and
7 industries in the district. And our
8 vision is to government -- the
9 governmental entity charged with
10 operating the Port of Albany. It's
11 governed by a five-member Board of
12 Commissioners, who in 2016 directed
13 the growth strategy and market
14 assessment, and a 2018 update that
15 recommended growing the Port's land
16 size to create new economic
17 development opportunities. And
18 that's what brought us to buy the
19 land in the town of Bethlehem.

20 I have this PowerPoint to be
21 handed out to anybody here, and we
22 have several pictures of what the
23 land looks like now and what the
24 proposed site will look like when
25 it's completed.

1 hopes to, in 2022 to 2023, have the
2 construction, and in 2024 have full
3 operation of the wind tower
4 manufacturing plant.

5 The Port of Albany continues
6 to have diversity for MWB --
7 Minority and Women Business
8 Development, or MWBE, and we also
9 use prevailing wages on all our
10 construction projects. We are very
11 concerned about the environmental
12 justice components of this project,
13 and we are working with local
14 community-based workforce and
15 training. We also are involved in
16 the city of Albany Youth Engagement
17 Program. And we participate and
18 have set goals for the SDVOB, which
19 is the Service-Disabled
20 Veteran-Owned Businesses.

21 Our IDA application, we hope
22 to further our partnership with the
23 town of Bethlehem, and specifically
24 the Bethlehem IDA. We are looking
25 for a straight-lease transaction

1 copies as well.

2 So thank you, Christine.

3 Let's now move forward with
4 public comment period and public
5 hearing.

6 I will now open this public
7 hearing for public comments at -- I
8 read it as 4:51 p.m. on today,
9 October 13th, 2021.

10 By way of operating rules, if
11 you wish to make a public comment,
12 please raise your hand and I will
13 call you up to the microphone and
14 ask that you state your name and
15 address for the record.

16 We ask that you keep comments
17 to three minutes or fewer so that
18 all those present may have a chance
19 to comment for the record. And if
20 your comments mirror those to
21 someone who has already spoken, you
22 may indicate that and relinquish
23 your time to the next speaker.

24 When everyone who wishes has
25 had an opportunity to speak, I will

1 CHAIR STORRS: In addition to
2 the team from the Port, this is a
3 fairly lightly attended public
4 meeting, I still do wish to allow at
5 least a couple minutes for any
6 members of the public to consider
7 their thoughts and speak if they so
8 desire.

9 * * *

10 (Record remains open for
11 public comment.)

12 * * *

13 CHAIR STORRS: It's just about
14 five minutes. There's no indication
15 that anyone present here this
16 evening wishes to provide public
17 comments on the proposed project to
18 the Agency.

19 So if there are, in fact, no
20 comments this evening, before
21 closing the public hearing, I will
22 first ask the representatives of the
23 APDC if they have any additional
24 comments.

25 They are shaking their heads

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25

So I will now close this
public hearing at 4:56 p.m. today,
Wednesday, October 13th, 2021.

And I thank you all for
attending.

* * *

(Whereupon, the proceedings
concluded at 4:56 p.m.)

* * *

THE PORT OF ALBANY

Richard Hendrick, CEO

Christine Stuto, CFO

Patrick Jordan, General Counsel

October 2021

An Overview

Primary Maritime Cargo:

Heavy Lift/Project

Molasses

Scrap Iron

Wood Pulp

Power Equipment

Wind Power

A



Dedicated to Maritime Operation

Expansion Underway

State & Federal
Infrastructure Investment

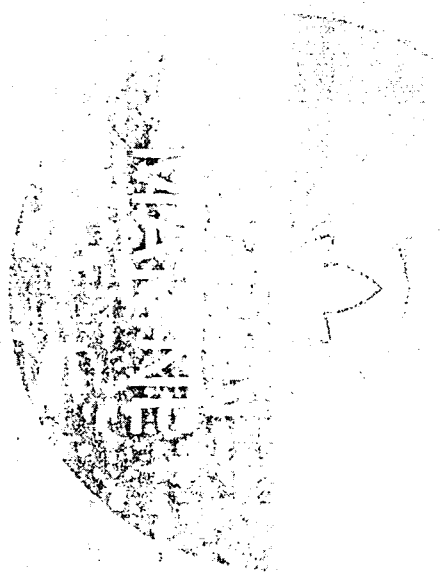
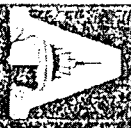
Tenants Leasing
Commercial Property

Maritime Improvement Plan

Green Marine Program

The Albany Port District Commission (APDC) proudly received Green Marine certification, a voluntary environmental certification requiring implementation of annual initiatives to reduce the Port's environmental footprint. These improvements fall into six focus areas:

- Aquatic Invasive Species
- Greenhouse Gases and Air Pollutants
- Spill Prevention
- Environmental Leadership
- Community Impacts
- Recycling



The Port of Albany



MISSION

The mission of the Port, as authorized by the New York State enabling statute of 1929, empowers the Port to "have power over the survey, development, control and operation of port facilities with a view to the furtherance of commerce and industries in the district."

- The APD's mission consists of three main tenets:
- Effective Management of the Public's Asset
- Economic Contribution to the Region
- Integrity, Professionalism and Customer Service



MISSION

The APD is the government entity charged with operating the Port of Albany. This is governed by a government that supports a commission whose 2016-2018 discharge of growth strategy and market assessment and a 2018 update that recommended growing the Port's impact to create new economic development opportunities.





Key Facts

Commitment to Diversity & Inclusion & Women's Business Development (MWBE) Utilization

PUBLIC AUTHORITY

30% MWBE Utilization Goals

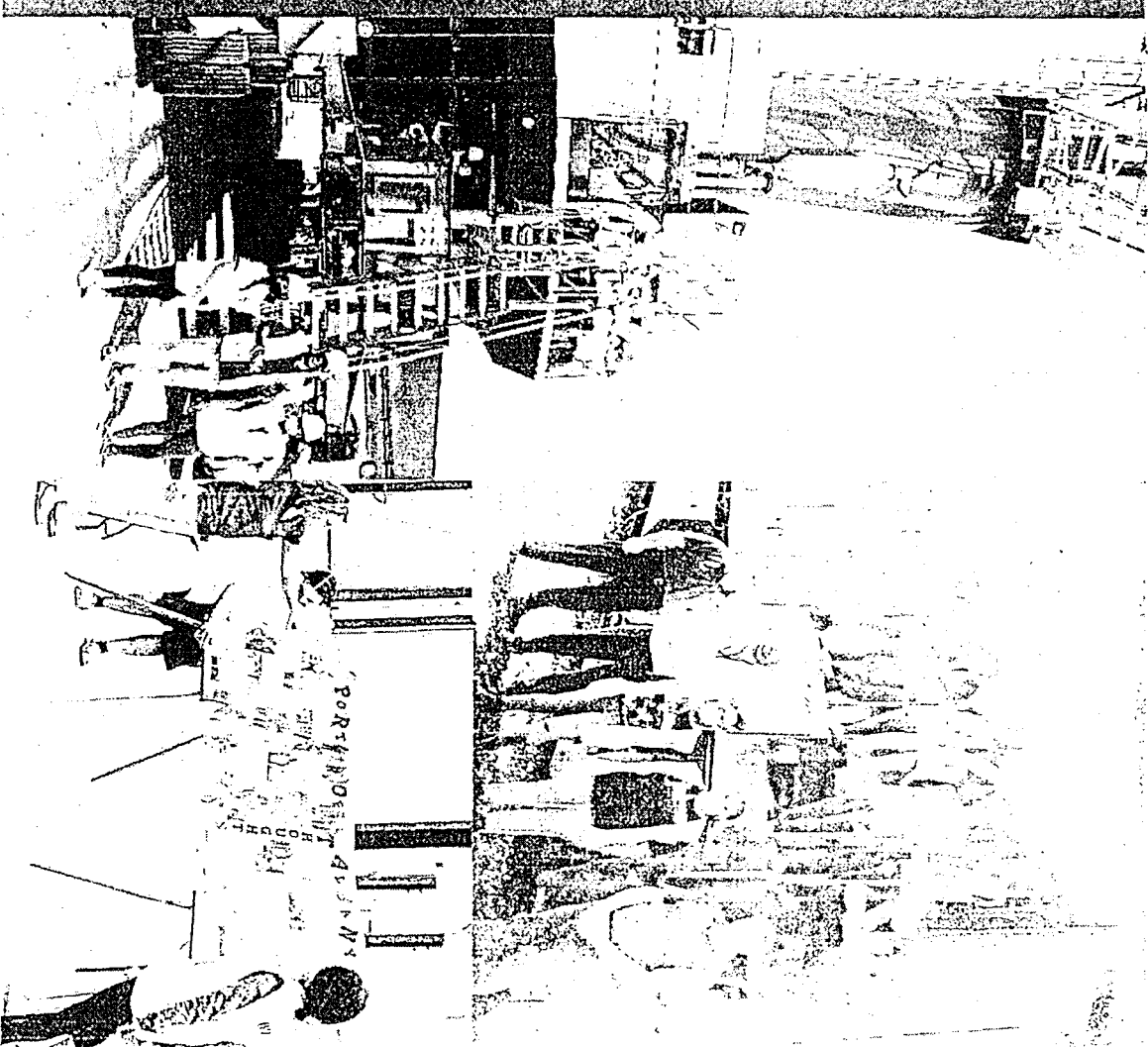
6% Service-Disabled Veteran Owned-Business (SDV/OB) Goals

Paying Wages on all Construction Projects

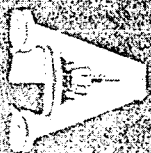
Environmental Justice Components
Local/Community-Based Workforce Training

City of Albany Summer Youth Engagement

A



LIFTING
OPERATIONS TO
NEW
HEIGHTS



Thank you

Richard Hendrick, CEO
Christine Stubb, CFO
Patrick Jordan, General Counsel

<p>four (1) 6:3 full (3) 12:7,9;18:2 furnishing (1) 10:9 further (2) 18:22; 23:17 furtherance (1) 16:6</p>	<p>impact (4) 15:17,23, 25;17:19 impacts (1) 15:14 important (1) 15:9 improvement (2) 10:7; 15:4 improvements (2) 6:8; 15:10 incentivizing (1) 8:4 include (1) 9:13 included (2) 13:11; 23:11 includes (2) 6:2;7:6 including (2) 7:11; 17:8 incorporate (1) 19:25 incorporated (1) 19:22 indicate (1) 20:22 indicated (1) 13:6 indication (1) 22:14 indirectly (1) 6:24 INDUSTRIAL (4) 1:4; 3:5;6:18;10:11 industries (1) 16:7 industry (1) 8:6 information (2) 5:1; 21:13 infrastructure (2) 6:8; 17:13 initiative (1) 7:4 inserted (1) 12:11 installation (1) 6:11 instead (1) 12:9 intends (1) 12:25 interest (1) 5:18 international (1) 14:6 into (3) 12:11;15:10; 19:22 introduce (2) 3:7;5:2 Introduction (1) 5:15 introductory (3) 4:25; 5:11;13:13 invasive (1) 15:11 investment (1) 17:7 investments (2) 9:15, 15 invite (2) 5:12;13:14 involved (1) 18:15 involvement (1) 3:19 iron (1) 14:15 Item (2) 7:19;9:16</p>	<p>Kidera (1) 3:12 known (2) 3:6;6:1 Kotlow (1) 3:14</p>	<p>miles (1) 14:8 million (6) 14:18;15:3, 22,24;17:7,11 Minority (1) 18:7 minutes (3) 20:17; 22:5,14 mirror (1) 20:20 mission (1) 16:2 molasses (1) 14:14 mortgage (1) 8:24 move (1) 20:3 Municipal (2) 4:5;9:22 must (2) 10:16,25 MWB (1) 18:6 MWBE (1) 18:8</p>	<p>operator (1) 6:21 opportunities (1) 16:17 opportunity (1) 20:25 organization (1) 15:6 others (1) 10:12 out (1) 16:21 output (1) 16:1 over (2) 16:3;17:7 overall (1) 15:24 overview (2) 14:3,3 owned (1) 6:19</p>
<p>G</p>	<p>L</p>	<p>M</p>	<p>N</p>	<p>P</p>
<p>gases (1) 15:12 General (6) 4:5,16; 7:3;9:22;11:12;13:23 generic (1) 17:19 goals (1) 18:18 goes (1) 17:11 Good (2) 3:1;13:19 governed (1) 16:11 government (1) 16:8 governmental (1) 16:9 grant (1) 17:11 granting (2) 7:7;12:22 grants (1) 17:8 great (1) 15:16 Green (1) 15:7 greenhouse (1) 15:12 growing (1) 16:15 growth (1) 16:13</p>	<p>land (7) 5:19;6:1,3, 14;16:15,19,23 Lastly (1) 11:24 later (2) 4:13;12:18 Law (3) 4:5;9:22; 11:15 Laws (3) 9:20,23,25 leadership (1) 15:14 lease (1) 7:14 leasing (1) 14:24 least (1) 22:5 led (1) 5:8 left (1) 3:11 legal (2) 5:5;9:16 lift (1) 14:14 lightly (1) 22:3 little (1) 4:17 local (2) 15:20;18:13 located (3) 5:20;12:2; 14:6 location (1) 21:19 look (2) 16:24;19:7 looking (1) 18:24 looks (1) 16:23</p>	<p>machinery (1) 6:12 mailed (1) 11:16 maintaining (1) 10:8 major (1) 7:25 Maniccia (1) 3:12 manufacturing (5) 6:18,22;10:9;17:2; 18:4 Many (1) 3:25 MARAD (1) 15:4 Marine (1) 15:8 maritime (3) 14:13; 15:1,3 market (1) 16:13 material (1) 8:19 may (5) 7:17;10:22; 13:17;20:18,22 meaning (1) 7:9 measurable (2) 15:22, 24 meet (1) 23:22 meeting (9) 4:11,15, 22;12:17,19;13:2; 22:4;23:17,24 meetings (1) 23:25 member (1) 15:7 members (7) 3:8; 4:10;11:3;12:16; 14:2;21:4;22:6 microphone (1) 20:13</p>	<p>name (2) 3:3;20:14 nature (1) 21:19 nautical (1) 14:8 New (14) 1:13;3:23; 7:2;8:3,6;9:20,24; 10:1;11:15;14:9; 15:21,23;16:16;17:8 newspaper (1) 11:12 next (2) 4:11;20:23 Normanskill (1) 5:22 north (2) 5:23;14:8 note (6) 4:19;7:1; 8:21;9:7;12:13;19:10 noted (2) 12:24;23:24 notice (6) 11:9,15,25; 12:8,10;13:5 number (2) 7:19;9:16 NYSERDA (1) 17:9 NYSERDA/New (1) 17:22</p>	<p>paid (1) 15:19 paper (1) 19:25 parcels (2) 5:18,25 parking (1) 6:7 part (2) 7:2;23:15 participate (1) 18:17 partnering (1) 19:2 partnership (1) 18:22 Patrick (2) 13:22; 19:16 PDF (1) 19:19 percent (1) 14:25 period (1) 20:4 permitting (2) 17:20, 25 personal (1) 6:13 persons (1) 7:17 pertaining (1) 4:20 pictures (1) 16:22 PILOT (1) 9:2 plan (3) 15:4;17:4,25 Planning (1) 17:21 plant (1) 18:4 please (1) 20:12 pm (4) 1:16;20:8; 24:2,8 policy (1) 8:3 pollutants (1) 15:12 Port (15) 1:7;3:22; 4:1;5:21;13:15,21; 14:4,23;15:16;16:4, 10;18:5;19:12,24; 22:2 Port's (1) 16:15 posted (1) 11:25 potential (3) 7:7,11; 9:14 power (3) 14:15,16; 16:2 PowerPoint (2) 16:20; 19:20 powers (2) 5:6;9:17 prepared (1) 21:3 present (3) 19:7; 20:18;22:15 presentation (3) 5:13; 13:16;19:20 presented (3) 4:10;</p>
<p>H</p>	<p>J</p>	<p>K</p>	<p>O</p>	<p>P</p>
<p>Hall (4) 1:11;3:2; 4:18;12:3 hand (1) 20:12 handed (1) 16:21 Harbor (1) 14:9 heads (1) 22:25 HEARING (33) 1:6; 3:9,17;4:3,7,15,24; 5:7;10:14,18,25;11:6, 10,16,25;12:8,10,12, 15;13:3,6,11;19:23; 20:5,7;21:1,2,8,11,17; 22:21;23:10;24:2 heavy (1) 14:14 Hedgeman (1) 3:13 held (3) 4:13,17;13:2 help (1) 19:3 helpful (1) 19:21 Hendrick (4) 13:24; 19:15;23:2,5 Hodgson (1) 19:18 hold (2) 10:17,25 holding (1) 3:16 hope (1) 18:21 hopes (1) 18:1 Hudson (1) 14:7</p>	<p>jobs (2) 15:21,21 joint (1) 6:20 Jordan (2) 13:22; 19:16 justice (1) 18:12</p>	<p>keep (1) 20:16</p>	<p>objection (1) 12:6 obligation (1) 7:15 occurrence (1) 9:11 occurring (1) 12:17 O'Connor-Marello (1) 1:21 October (3) 1:15; 20:9;24:3 officer (1) 19:14 Officers (1) 11:19 official (1) 23:11 offshore (4) 7:3;8:5; 17:2,22 one (1) 4:2 open (5) 4:15,23; 20:6;22:10;23:24 operated (1) 6:20 operating (2) 16:10; 20:10 operation (2) 16:4; 18:3 operations (1) 15:2</p>	<p>personal (1) 6:13 persons (1) 7:17 pertaining (1) 4:20 pictures (1) 16:22 PILOT (1) 9:2 plan (3) 15:4;17:4,25 Planning (1) 17:21 plant (1) 18:4 please (1) 20:12 pm (4) 1:16;20:8; 24:2,8 policy (1) 8:3 pollutants (1) 15:12 Port (15) 1:7;3:22; 4:1;5:21;13:15,21; 14:4,23;15:16;16:4, 10;18:5;19:12,24; 22:2 Port's (1) 16:15 posted (1) 11:25 potential (3) 7:7,11; 9:14 power (3) 14:15,16; 16:2 PowerPoint (2) 16:20; 19:20 powers (2) 5:6;9:17 prepared (1) 21:3 present (3) 19:7; 20:18;22:15 presentation (3) 5:13; 13:16;19:20 presented (3) 4:10;</p>
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<p>IDA (6) 9:6;14:20; 18:21,24;19:3;23:25 immediately (2) 4:13; 13:2</p>	<p>jobs (2) 15:21,21 joint (1) 6:20 Jordan (2) 13:22; 19:16 justice (1) 18:12</p>	<p>keep (1) 20:16</p>	<p>objection (1) 12:6 obligation (1) 7:15 occurrence (1) 9:11 occurring (1) 12:17 O'Connor-Marello (1) 1:21 October (3) 1:15; 20:9;24:3 officer (1) 19:14 Officers (1) 11:19 official (1) 23:11 offshore (4) 7:3;8:5; 17:2,22 one (1) 4:2 open (5) 4:15,23; 20:6;22:10;23:24 operated (1) 6:20 operating (2) 16:10; 20:10 operation (2) 16:4; 18:3 operations (1) 15:2</p>	<p>personal (1) 6:13 persons (1) 7:17 pertaining (1) 4:20 pictures (1) 16:22 PILOT (1) 9:2 plan (3) 15:4;17:4,25 Planning (1) 17:21 plant (1) 18:4 please (1) 20:12 pm (4) 1:16;20:8; 24:2,8 policy (1) 8:3 pollutants (1) 15:12 Port (15) 1:7;3:22; 4:1;5:21;13:15,21; 14:4,23;15:16;16:4, 10;18:5;19:12,24; 22:2 Port's (1) 16:15 posted (1) 11:25 potential (3) 7:7,11; 9:14 power (3) 14:15,16; 16:2 PowerPoint (2) 16:20; 19:20 powers (2) 5:6;9:17 prepared (1) 21:3 present (3) 19:7; 20:18;22:15 presentation (3) 5:13; 13:16;19:20 presented (3) 4:10;</p>

2021 (7) 1:15;11:4, 11;17:22,24;20:9; 24:3 2022 (1) 18:1 2023 (1) 18:1 2024 (1) 18:2 24 (1) 9:23 24th (1) 11:4 25 (1) 14:23 28th (2) 11:11,17				
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4,500 (1) 15:21 4:30 (1) 1:16 4:51 (1) 20:8 4:56 (2) 24:2,8 400 (1) 14:10 445 (2) 1:12;12:4				
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560,000 (1) 6:5 582 (1) 9:25				
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81 (1) 5:20 813 (1) 15:22 854.14 (1) 7:9 859-a (1) 4:4				
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909b (1) 10:2				

EXHIBIT I
PRELIMINARY TERM SHEET RESOLUTION

**APPROVAL RESOLUTION – IDA TERM SHEET
ALBANY PORT DISTRICT COMMISSION EXPANSION PROJECT**

A regular meeting of Town of Bethlehem Industrial Development Agency (the “Agency”) was convened in public session at the offices of the Agency located at the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York on December 17, 2021, at 8:00 o’clock, a.m., local time.

The meeting was called to order by the Chair of the Agency and, upon roll being called, the following members of the Agency were:

PRESENT:

Victoria Storrs	Chair
Catherine Hedgeman	Vice Chair/Assistant Secretary
Tim Maniccia	Secretary
Richard Kotlow	Treasurer
Christopher Bub	Member
David Kidera	Member

Each of the members present participated in the meeting either in person or remotely pursuant to the signing into law on September 2, 2021 of Chapter 417 of the Laws of 2021.

ABSENT:

Jared Finke	Member
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AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Thomas P. Connolly, Esq.	Executive Director/Agency Counsel
Robin Nagengast	Assistant to the Executive Director
Allen F. Maikels	Chief Financial Officer and Contracting Officer
A. Joseph Scott, III, Esq.	Agency Special Counsel

The following resolution was offered by Tim Maniccia, seconded by David Kidera, to wit:

Resolution No. __

RESOLUTION GRANTING APPROVAL OF AN IDA TERM SHEET IN
CONNECTION WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT
FOR THE ALBANY PORT DISTRICT COMMISSION.

WHEREAS, Town of Bethlehem Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 582 of the 1973 Laws of New York, as amended, constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job

opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, the Albany Port District Commission (the “APDC”), a State of New York public benefit corporation, presented an application (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the APDC that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the APDC to undertake the Project in the Town of Bethlehem, New York, and (B) completion of the Project will not result in the removal of a plant or facility of the Company or any other proposed occupant of the Project Facility from one area of the State of New York to another area of the State of New York or in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the Company to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the Town of Bethlehem, New York by undertaking the Project in the Town of Bethlehem, New York; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Town of Bethlehem Planning Board (the “Planning Board”) is the “lead agency” under SEQRA with respect to the Project, and the Planning Board is expected to complete its review of the Project in early January 2022; and

WHEREAS, the Agency has held a public hearing with the respect to the Project on October 13, 2021 in the Town Hall of the Town of Bethlehem, New York (the “Public Hearing”) pursuant to Section

859-a of the Act, and a written report (the "Report") of the Public Hearing has been prepared and made available to the members of the Agency; and

WHEREAS, the Agency has a Uniform Tax Exemption Policy (the "Agency's UTEP") providing for the terms of any "financial assistance" to be granted by the Agency for projects undertaken by the Agency; and

WHEREAS, it is the intention of the Agency to grant any portion of the Financial Assistance to the APDC in accordance with the terms and conditions of the Agency's UTEP; and

WHEREAS, the Agency anticipates taking final action with respect to the Project at a meeting of the Agency following the completion of the SEQR review being conducted by the Planning Board, such final action to consist of an "approval resolution" and currently planned to take place in January 2022; and

WHEREAS, in the meantime, the Agency has reviewed the Application, the Agency's UTEP and the other materials provided by the APDC, and is willing to consider and approve an IDA Term Sheet describing certain terms relating to the Agency's involvement in the Project and the granting by the Agency of the Financial Assistance;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of the Town of Bethlehem, Albany County, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction and installation of the Project Facility (collectively, the "Project Costs") will not exceed \$235,213,646;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project does not constitute a project where facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit such facilities constitute more than one third of the total project cost;

(G) The proposed IDA Term Sheet is attached as Schedule A;

(H) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare

of the citizens of the Town of Bethlehem, Albany County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(I) The Agency has reviewed the Report and has fully considered all comments contained therein; and

(J) It is desirable and in the public interest for the Agency to approve the terms of the IDA Term Sheet.

Section 2. In consequence of the foregoing, the Agency hereby determines to approve the IDA Term Sheet described in Schedule A attached. Any action by the Agency to implement the terms of the IDA Term Sheet is subject to the following conditions: (A) the completion of the SEQRA review by the Planning Board, (B) the preparation, review and finalization of the documents providing for an IDA straight lease transaction (the "IDA Straight Lease Documents"), such documents to be subject to review and approval by the Agency Counsel, (C) adoption by the Agency of an "approving resolution" which approves the IDA Straight Lease Documents, and (D) the following additional conditions:

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by this resolution, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution.

Section 4. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Victoria Storrs	VOTING	YES
Catherine Hedgeman	VOTING	ABSTAIN
Tim Maniccia	VOTING	YES
Richard Kotlow	VOTING	YES
Christopher Bub	VOTING	YES
David Kidera	VOTING	YES
Jared Finke	VOTING	ABSENT

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned (Assistant) Secretary of Town of Bethlehem Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 17, 2021 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Chapter 417 of the Laws of 2021 (the "2021 Laws"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given; and (D) there was a quorum of the members of the Agency, either in person or attending remotely in accordance with the 2021 Laws, throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

25th IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this day of March, 2022.



(Assistant) Secretary

(SEAL)

SCHEDULE A

IDA TERM SHEET

This IDA Term Sheet is an abbreviated expression of the intent of the parties but is not enforceable until (a) the terms set forth herein have been approved by the respective Boards of the Town of Bethlehem Industrial Development Agency (the “BIDA”) and the Albany Port District Commission (the “APDC”), (b) such terms have been incorporated in definitive documents to be executed in connection with the closing of Financial Assistance, and (c) the BIDA satisfies the requirements of all applicable law, including without limitation the General Municipal Law, in connection with the Financial Assistance to the APDC.

1. Company: The APDC, a State of New York public benefit corporation
2. Project Description: (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities
3. Project Cost: \$235,213,646
4. Financial Assistance: Exemption from sales and use taxes in the estimated amount of \$853,000

No exemptions from mortgage recording tax or real estate taxes to be granted by the Agency

5. Project Term: 36 months¹
6. Agency Administrative Fee: Upfront Agency Fee: \$303,258.00
- Annual Administrative Fee: \$352,821.00 (total)
The Annual Administrative Fee will be payable in three installments equal to:
- (1) \$117,607 on January 1, 2023;
 - (2) \$117,607 on January 1, 2024; and
 - (3) \$117,607 on January 1, 2025.
7. Clawback Provisions: Standard Agency provisions

¹ Project Term intended to be equal to the construction period for undertaking the Project. The 36-month Project Term will begin on the date of the execution and delivery of the lease documents between the BIDA and the APDC.

EXHIBIT J
SEQR RESOLUTION

**SEQR RESOLUTION
ALBANY PORT DISTRICT COMMISSION PROJECT**

A regular meeting of Town of Bethlehem Industrial Development Agency (the “Agency”) was convened in public session at the offices of the Agency located at the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York on March 25, 2022, at 8:00 o’clock, a.m., local time.

The meeting was called to order by the Chair and, upon roll being called, the following members of the Agency were:

PRESENT:

Victoria Storrs	Chair
Tim Maniccia	Secretary
Richard Kotlow	Treasurer
David Kidera	Member
Chris Bub	Member

ABSENT:

Jared Finke	Member
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AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Catherine Hedgeman, Esq.	Executive Director, Assistant Secretary and Agency Counsel
Allen F. Maikels	Treasurer, Chief Financial Officer and Contracting Officer
Robin Nagengast	Assistant Executive Director
Robert Leslie	Director, Department of Economic Development & Planning

The following resolution was offered by Tim Maniccia, seconded by Richard Kotlow, to wit:

Resolution No. 0322-____

**RESOLUTION AUTHORIZING THE ISSUANCE OF A FINDINGS STATEMENT
RELATIVE TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT FOR THE
ALBANY PORT DISTRICT COMMISSION PROJECT**

WHEREAS, Town of Bethlehem Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 582 of the 1973 Laws of New York, as amended, constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in September, 2021, the Albany Port District Commission, a New York State public benefit corporation (the “APDC”), submitted an application (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on September 24, 2021 (the “Public Hearing Resolution”), the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on September 30, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on September 28, 2021 at the Town Hall Auditorium located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York, (C) caused notice of the Public Hearing to be published on October 1, 2021 in the Albany Times Union, a newspaper of general circulation available to the residents of Town of Bethlehem, New York, (D) conducted the Public Hearing on October 13, 2021 at 4:30 p.m., local time at the Town Hall Auditorium located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York 12054, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on December 17, 2021 (the “Preliminary Term Sheet Resolution”), the Agency approved an IDA Term Sheet (the “IDA Term Sheet”) outlining the Financial Assistance the Agency would provide, which assistance was contingent upon (A) the completion of the SEQRA (as hereinafter defined) review by the Town of Bethlehem Planning Board (the “Planning Board”), (B) the preparation, review and finalization of the documents providing for an IDA straight lease transaction (the “APDC Documents”) outlined below, such documents to be subject to review and approval by the Agency Counsel, and (C) adoption by the Agency of an “approving resolution” which approves the APDC Documents; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York, being 6NYCRR Part 617, as amended (collectively with the SEQR Act, “SEQRA”), the Executive Director of the Agency has reported to the members of the Agency, as follows: (A) that all state and local governmental agencies identified as “involved agencies” with respect to the Project have agreed that the Town of Bethlehem Planning Board should act as the “lead agency” (the “Lead Agency”) pursuant to SEQRA with respect to the Project; (B) the Lead Agency on May 5, 2020, accepted a final generic environmental impact statement (the “FGEIS”) prepared with respect to the Project, which analyzed and evaluated potential environmental impacts equally with social and economic factors associated with the conceptual development of the Project; (C) on June 2, 2020, the Lead Agency adopted the FGEIS Findings Statement, which established thresholds pursuant to SEQRA to be followed during the design, construction and operations phase of a future specific Project; (D) a supplemental draft environmental impact statement (the “SDEIS”) was submitted to the Lead Agency on November 16, 2021; (E) the Lead Agency accepted the supplemental final environmental impact statement (the “SFEIS”) on March 1, 2022; (F) the staff of the Agency have received a copy of the FGEIS, the SDEIS and the SFEIS; (G) the staff of the Agency have reviewed the FGEIS, the SDEIS and the SFEIS; (H) the staff of the Agency have also received a copy of a Planning Board’s Findings Statement relative to the FGEIS, the SDEIS and the SFEIS (the “Findings Statement”), which Findings Statement was adopted by the Lead Agency on March 15, 2022; and (I) the staff of the Agency have reviewed the Findings Statement; and

WHEREAS, at this meeting, (A) the staff of the Agency have discussed with the members of the Agency the results of their review of the FGEIS, the SDEIS and the SFEIS conducted by the staff of the Agency; (B) a copy of the Findings Statement was presented to the members of the Agency; (C) the staff of the Agency have discussed the Findings Statement with the members of the Agency; and (D) the members of the Agency have reviewed and considered the Findings Statement; and

WHEREAS, the Agency now desires to adopt the Findings Statement as the Agency’s written findings statement relative to the Project, as required by Section 617.11(c) of the Regulations;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. Based upon (A) the discussions held by the members of the Agency at this meeting respecting the FGEIS, the SDEIS, the SFEIS and the Findings Statement (collectively, the “SEQR Documents”) and (B) the review of the Findings Statement conducted by the members of the Agency at this meeting, the Agency hereby (i) ratifies and concurs in the designation of the Planning Board as the “lead agency” with respect to the Project (as such quoted term is defined in SEQRA), (ii) makes the findings and provides the rationale for such findings as set forth in the Findings Statement, which Findings Statement is hereby incorporated into and made a part of this Resolution, and (iii) adopts the Findings Statement as the Agency’s written findings statement relative to the Project, as required by Section 617.11(c) of the Regulations.

Section 2. Based upon the foregoing, the Agency hereby finds and determines that:

A. The Agency has reviewed the FGEIS, the SDEIS and the SFEIS and has considered the relevant environmental impacts, facts and conclusions disclosed in the FGEIS, the SDEIS and the SFEIS;

B. The Agency has weighed and balanced the relevant environmental impacts identified in the FGEIS, the SDEIS and the SFEIS with social, economic and other considerations;

C. The Agency has reviewed the Act, the FGEIS, the SDEIS, the SFEIS and the Findings Statement, and based on said materials, the Agency finds no compelling reason not to proceed with the Project;

D. The requirements of SEQRA have been met with respect to the Project; and

E. As set forth in the Findings Statement, consistent with social, economic and other essential considerations, from among the reasonable alternatives available, (1) the Project minimizes adverse environmental impacts to the maximum extent practicable and (2) adverse environmental effects revealed in the FGEIS, the SDEIS and the SFEIS will be minimized or avoided to the maximum extent practicable by incorporating as conditions to the decision those mitigative measures that were identified as practicable in the FGEIS, the SDEIS and the SFEIS.

Section 3. In consequence of the foregoing, the Agency hereby makes a determination to proceed with the Project.

Section 4. The Executive Director of the Agency is hereby directed to (A) send a copy of this Resolution to the chief executive officer of the Town of Bethlehem, New York; (B) send a copy of this Resolution to the Lead Agency; (C) send a copy of this Resolution to each entity identified by the Agency as an “involved agency” with respect to the Project (as such quoted term is used in SEQRA), (D) send a copy of this Resolution to APDC; (E) send a copy of this Resolution to each other person who has requested a copy of same, and (F) place a copy of this Resolution in the files of the Agency that are readily accessible to the public and made available on request.

Section 5. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Victoria Storrs	VOTING	YES
Tim Maniccia	VOTING	YES
Richard Kotlow	VOTING	YES
David Kidera	VOTING	YES
Jared Finke	VOTING	ABSENT
Chris Bub	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

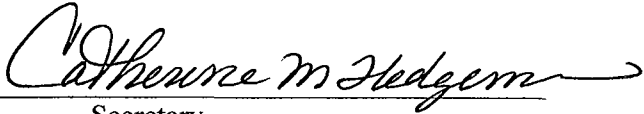
STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned Secretary of Town of Bethlehem Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on March 25, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

25th IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this day of March, 2022.


Secretary

(SEAL)

EXHIBIT A

FINDINGS STATEMENT

In accordance with Article 8 (State Environmental Quality Review) of the Environmental Conservation Law (the “Act”), and the statewide regulations under the Act (6 NYCRR Part 617) (the “Regulations”), Town of Bethlehem Industrial Development Agency (the “Agency”) has received an application (the “Application”) from Albany Port District Commission (the “APDC”), which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency.

The Executive Director has informed the Agency that all state and local governmental agencies which were identified as “involved agencies” with respect to the Project have agreed that the Town of Bethlehem Planning Board should act as lead agency (the “Lead Agency”) pursuant to SEQRA with respect to the Project, and, further, that the Agency has ratified and concurred in the such designation.

On March 15, 2022, the Lead Agency adopted the attached findings statement (the “Findings Statement”) as the findings of the Lead Agency pursuant to 6 NYCRR 617.11(a).

On March 25, 2022, by resolution adopted by the members of the Agency, the Agency adopted the Findings Statement as the Agency’s written findings statement relative to the Project, as required by 6 NYCRR 617.11(c). This written findings statement has been prepared in accordance with Article 8 of the Environmental Conservation Law.

Additional information may be obtained from the following: Catherine Hedgeman, Esq., Executive Director, Town of Bethlehem Industrial Development Agency, 445 Delaware Avenue, Town Hall, Delmar, New York 12054; Telephone No. (518) 439-4955 ext. 1189.

STATE ENVIRONMENTAL QUALITY REVIEW ACT
FINDINGS STATEMENT
Albany Port District Commission
Marmen – Welcon Offshore Wind Tower Manufacturing Plant
Supplement Environmental Impact Statement
Lead Agency: Town Bethlehem Planning Board
Date: March 15, 2022

The Town of Bethlehem Planning Board (the “Planning Board”), as Lead Agency pursuant to the State Environmental Quality Review Act (NY ECL Article 8 and its implementing regulations found at 6 NYCRR Part 617, collectively (“SEQRA”) hereby makes the following findings.

1.0 INTRODUCTION

Name of Action: Albany Port District Commission (“APDC”) Port of Albany Marmen-Welcon Offshore Tower Manufacturing Plant Project.

The Albany Port District Commission (APDC) has identified the need to expand their current land holdings to continue to accommodate future growth and help New York State in achieving its renewable energy goals by providing additional port infrastructure, manufacturing space for the offshore wind industry, cargo and wharf capacity necessary for the manufacturing and distribution of offshore wind components. In order to continue fulfilling their mission to generate economic development for the region and to accommodate future growth, the APDC proposed the development of an 81.6-acre industrial site, to expand and provide additional port infrastructure, manufacturing space, cargo and wharf capacity (“the Expansion Project”).

A Final Generic Environmental Impact Statement (GEIS) was prepared by the APDC and accepted by the Town of Bethlehem Planning Board (Lead Agency) on May 5, 2020, which analyzed and evaluated potential environmental impacts equally with social and economic factors associated with the conceptual development of the Expansion Project. The Project evaluated in the 2020 Final GEIS (FGEIS) included the following elements:

- +/- 1.13 million square feet of industrial space located on the APDC 81.6-acre expansion property, located in the Town of Bethlehem, with maximum building height of 85 feet
- Site infrastructure and utilities associated with the proposed development (e.g., stormwater, electric, sanitary, communications, etc.)
- +/- 1,200 linear foot (LF) wharf and associated dredging
- bridge over the Normans Kill
- offsite road improvements for site access

The FGEIS Findings Statement, adopted on June 2, 2020, established thresholds pursuant to SEQRA to be followed during the design, construction and operations phase of a future specific Project. However, if the Project exceeds the established thresholds or includes additional elements that were not contemplated as part of the FGEIS, a Supplemental EIS is necessary to update or evaluate additional potential environmental impacts not previously evaluated. Now that a specific Project has been defined, it was determined that the following Project components either exceed the thresholds established in the FGEIS or were not previously contemplated:

Project elements that exceed thresholds in the FGEIS:

- Increased maximum building height from 85 feet to approximately 110 feet

Project elements that were not contemplated during the preparation of the 2020 FGEIS; therefore, are now included as part of the proposed action and identified as “Supplemental Project Area”:

- Development of 19,600 SF at 700 Smith Boulevard (14.7 acres) in the City of Albany.
- Disturbance of 4.4 acres on National Grid Parcel for 2.5 acre employee parking lot adjacent to the 81.6 acre site.
- Impacts to submerged aquatic vegetation (SAV).

As a result, a Supplemental Draft Environmental Impact Statement (SDEIS) was prepared by the APDC to identify, evaluate or update foreseeable potential environmental impacts, of the specific project components that were not previously contemplated, as applicable.

Furthermore, the SDEIS provided an update to wetland impacts previous discussed in the 2020 FGEIS.

As such, the Final Generic Environmental Impact Statement (FGEIS) and corresponding Findings Statement adopted on June 2, 2020 shall be incorporated into and made part of this Findings Statement.

Description of Action: The Action consists of building a 626,014 +/- square foot Offshore Wind (OSW) Tower manufacturing plant owned by the APDC and operated by the Marmen-Welcon joint venture. The manufacturing facility is spread out over five (5) separate buildings. The following is a breakdown of the function and size of each building:

1. Building A Plate Preparation & Welding (299,414 SF)
2. Building B Welding Finishing (111,189 SF)
3. Building C Blast Metallization Plant (132,014 SF)
4. Building D Internal Assembly finishing (61,647 SF)
5. Building E Material receiving (21,748 SF)

Tower production will occur within four (4) buildings (Buildings A thru D) located on the Port Expansion property located in the Town of Bethlehem. The fifth building (Building E) is located at 700 Smith Boulevard within the existing Port District in the City of Albany. The project includes building a new gated bridge over the Normans Kill to provide secure access for Marmen-Welcon owned delivery vehicles to and from the main production facility, where Buildings A thru D are located. This bridge will connect the production facilities with the 14.7-acre parcel at 700 Smith Boulevard where Building E (material receiving) is planned. Employee parking will be situated on the adjoining land owned by National Grid with access from existing River Road (NYS Rt. 144). The project includes a 500 linear foot by 93 feet wide wharf and associated dredging along the western bank of the Hudson River. The wharf will be used to ship completed tower component sections to the Offshore Wind Farm Developments in the Atlantic Ocean.

The Project facility is expected to employ up to 550 full time workers.

Project Location: 81.62 acres of vacant land at the Beacon Island site (tax map parcels 98.00-2-10.23 and 98.01-2-1.0) east of River Road (NYS Rt. 144), south of Normans Kill and north of PSEG property in the Town of Bethlehem, Albany County, NY (“Project Site”). Disturbance of 4.4 acres on the adjacent National Grid Parcel (tax parcel 98.00-2-10.21) and the 14.3 acres located at 700 Smith Boulevard, City of Albany (tax parcel 87.10-4-1).

Date Supplemental Final Environmental Impact Statement (FGEIS) Accepted: March 1, 2022

The SEIS and all project related documents are available on the [Town's Meeting Portal website](#) for the Planning Board by selecting the March 1, 2022 meeting date.

2.0 DESCRIPTION OF THE PROPOSED ACTION

2.1 Project Description

The APDC proposes to develop the 100.32-acres that comprises the Project Site for the 626,014 +/- square foot Offshore Wind (OSW) Tower Manufacturing Plant owned by the APDC and operated by the Marmen-Welcon joint venture.

Proposed private improvements provided by APDC for the Proposed Project include:

- All structures, buildings, parking lots on the Project properties
- Site Lighting and watermains within the Port Project properties
- Vehicle bridge over Normans Kill
- Wastewater package treatment plant, on-site
- Wharf

Proposed public improvements provided by APDC for the Proposed Project include:

- Roadway improvements to Port Road South/Normanskill Street (Town of Bethlehem & City of Albany)
- Roadway improvements to Raft Street (City of Albany)
- Off-site traffic signal at NYS Route 144 (River Road) and NYS Route 32 (Corning Hill Road)
- Off-site left turn lane on NYS Route 144 (River Road) at the project driveway

The potential environmental impacts of the proposed Action were reviewed by the Planning Board serving as SEQRA Lead Agency in the following documents and associated engineering plans and reports:

- 2020 Draft Generic Environmental Impact Statement
- 2020 Supplemental Draft Generic Environmental Impact Statement
- May 5, 2020 Final Generic Environmental Impact Statement
- June 2, 2020 GEIS Findings Statement
- November 16, 2021 Supplemental Draft Environmental Impact Statement
- March 1, 2022 Supplemental Final Environmental Impact Statement

The Planning Board established itself as "Lead Agency" and adopted a Positive Declaration of Environmental Significance requiring the APDC prepare a Supplemental DEIS for the proposed action.

Agencies with jurisdiction over various elements of the Proposed Action include but are not limited to the:

- US Army Corps of Engineers
- US Maritime Administration Department
- New York State Department of Environmental Conservation
- New York State Office of General Services
- New York State Historic Preservation Office
- New York State Department of State
- New York State Department of Transportation

- New York State Energy and Research Development Authority
- Albany County Health Department
- Albany County Planning Board
- Town of Bethlehem Planning Board
- Town of Bethlehem Town Board
- Town of Bethlehem Zoning Board of Appeals
- Town of Bethlehem Department of Public Works
- City of Albany Planning Board
- City of Albany Department of General Services
- City of Albany Water Department

2.2 Purpose and Need

In 2018, the APDC identified the need to expand its current land holdings and port facilities to accommodate future growth. The APDC's Marmen-Welcon Manufacturing Plant Project as described herein meets that purpose and need.

The Proposed Action is consistent with the Town's adopted Comprehensive Plan and Local Waterfront Revitalization Program ("LWRP") by focusing future industrial and water-related uses to this area of Town.

The Project is essential for port dependent users and will address immediate and future needs, with the ability to provide and locally support renewable energy developments proposed by New York State and other regions in the U.S. The Project Site is owned by the APDC, with the exception of the 4.4 acre parcel owned by National Grid, with rights of use provided to APDC. The acquisition of the Project Site by APDC was a strategic and critical investment for the successful implementation of providing additional port terminal capacity in New York State.

The Project will be the first OSW tower manufacturing facility in the United States and is forecasted to create upwards of approximately 500 construction jobs and approximately 550 full time new jobs. Additionally, the Project is expected to help in reducing U.S. reliance on imported OSW components as well as contribute to the Green Economy.

2.3 Project History

The Project appeared on the Town of Bethlehem Planning Board agenda at meetings from June 15, 2021 to March 1, 2022 for discussion and actions. In accordance with the SEQRA Regulations, the following elements of the SEQRA process were undertaken:

- On or about May 25, 2021, the Planning Board received a site plan application from the APDC for the Albany Port District Industrial Park Project to allow the industrial development of 81.57 +/- acres of land at the Project Site.
- On or about July 6, 2021, the Planning Board adopted a resolution to continue as "Lead Agency" and adopted a Positive Declaration requiring that the APDC prepare a SDEIS for the proposed action pursuant to the requirements of SEQRA.
- The Planning Board adopted the Final Scope for the SEIS (dated July 1, 2021).
- On or about November 16, 2021, the Planning Board determined the SDEIS was complete and established a public comment period on the SDEIS from November 16, 2021 to December 17, 2021 after the draft SDEIS was reviewed by Town' Staff, the Town's Designated Engineer, M.J. Engineering and Consulting, P.C. and members of the Planning Board to confirm the issues

identified in the Scope were addressed and recommended that the SDEIS was ready for public review and comment.

- On or about December 7, 2021, the Planning Board held a duly noticed Public Hearing on the SDEIS.
- On or about December 21, 2021, a Public Information Meeting was held pursuant to NYSDEC Commissioner Policy 29, at the Salvation Army, Campus of Hope, 20 Ferry Street, Albany for all members of the public, with a targeted focus towards residents of the South End of Albany, including residents of the Ezra Prentice Homes in addition to presentation at the South End Neighborhood Association meetings on or about August 24, 2021 and February 22, 2022.
- A draft Supplemental Final EIS (SFEIS) on the Proposed Action was prepared by the APDC and submitted to the Planning Board, which contained all substantive comments received during the Planning Board's Public Hearing, public meetings and public comment period on the SDEIS as well as responses to those comments, and all additional studies that were undertaken to respond to those comments.
- The draft SFEIS was reviewed by Town Staff, the Town's TDE and members of the Planning Board to ensure responses were provided for all substantive comments and all technical engineering and impact review issues had been sufficiently addressed and provided comments and revisions for the draft SFEIS.
- On or about February 24, 2022, the Town's TDE, having reviewed the draft SFEIS advised the Planning Board by letter that the draft SFEIS (as revised) was complete and complied with all the requirements of SEQRA.
- On or about March 1, 2022, the Planning Board accepted the Supplemental Final Environmental Impact Statement ("SFEIS") as complete and providing a full and comprehensive evaluation of the Proposed Action and addressing all comments received by the Planning Board on the SDEIS and Supplemental FEIS. A Notice of Completion of the SFEIS was duly published in the Environmental Notice Bulletin. Copies of the SFEIS and the Notice of Completion were also distributed to all involved/interested agencies. The SDEIS and SFEIS and all project related documents are available on the Town's Meeting Portal website for the Planning Board by clicking the meeting dates as identified above.

3.0 FINDINGS CONCERNING RELEVANT ENVIRONMENTAL IMPACTS

All references to page numbers refer to the Supplemental FEIS section 4 subsection 3 "Environmental Impacts and Mitigation Measures".

3.1 Soils, Geology and Topography

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-2.
- B. The topographic survey is included in the referenced site plan package of drawings.
- C. The 14.7 acres at 700 Smith Boulevard, City of Albany is completely covered by the Recycled Asphalt Concrete (RAC) cap due as a requirement of the Soil Management Plan approved by the NYSDEC.

Potential Impacts

- D. The Project will change the surface coverage of the Project Area by increasing the amount of imperviousness. This change will increase the peak discharge rate of stormwater runoff. In addition, the increased imperviousness will create a need for water quality features. The construction of the Project requires Erosion and Sediment Control measures to mitigate potential short-term water quality impacts including the exposure of bare soil and the mobilization of sediment.
- E. At 700 Smith Boulevard, should the RAC cap be penetrated the soils shall be managed pursuant to the SMP.
- F. Construction activities may cause noise impacts including earthwork, paving, structure construction, land clearing, and blasting related to bedrock and shale. Construction activities will abide by the Town of Bethlehem's Town Code § 81-5 regarding construction noise and hours of operation.
- G. Papscaanee Island, a significant cultural resource for the Stockbridge-Munsee Band of the Mohican Nation, is located directly across the river. Upon request by SMC THPO, a noise assessment was conducted by Proactive Environmental Solutions and results concluded that there is no impact.

Mitigation

- H. There are no natural or unique geographical features located at the Project Area, and therefore no mitigation is required. However, BMPs will be implemented to avoid or minimize impacts outside the Project Area as follows:
 - I. The Project will be designed to balance earthwork, and therefore it is anticipated that on-site soil or other fill material will be kept at the Project Site and off-site disposal of cut material is avoided to the maximum extent possible; therefore, no off-site disposal is being proposed.
 - J. A Soil Management Plan (SMP), dated March 2020, was developed by CHA Consulting Inc., for the 700 Smith Boulevard parcel. The SMP also addresses protocol for monitoring, sampling and analysis during excavation and site work, and recommendations for the installation of vapor barrier systems beneath the proposed building.
 - K. Construction activities will abide by the City of Albany and Town of Bethlehem's Town Code §81-5 regarding construction noise and hours of operation. Construction related impacts, including soil erosion and sedimentation will be mitigated through appropriate Erosion and Sediment Control as designed and enforced in accordance with the NYSDEC New York State Standards and Specifications for Erosion and Sediment Control.
 - L. During civil site work, construction particle velocities will be monitored, and techniques modified as required to achieve the desired densification and maintain particle velocities below the residential threshold at the Proposed Project's property limits or sensitive facilities within the Project Site. While impacts on noise or vibration are anticipated to be negligible or non-existent, noise would be monitored as needed.
 - M. Construction activities will comply with the Town of Bethlehem's Local Law No. 5-2009 (Town Code Chapter 81) noise requirements.
 - N. A Stormwater Pollution Prevention Plan (SWPPP) (dated October 2021) has been prepared by McFarland Johnson, Inc., (MJ), and involves Erosion and Sediment Control measures and bioretention ponds to be constructed to address stormwater run-off. The SWPPP is subject to

the City of Albany and Town of Bethlehem's review (including the Town's TDE) with the Town and City issuing a MS4 SWPPP Acceptance Form once deemed acceptable. The applicant will also gain coverage under General Permit GP-0-20-001 prior to any site disturbances.

The Planning Board finds that the proposed Action will not significantly impact "Soils, Geology and Topography" and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.2 Vegetation and Wildlife

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on Section 3 page 4-7.
- B. A subaquatic vegetation (SAV) survey was performed by Biodrawiversity in June 2020 and identified three (3) patches of SAV along the western riverbank of Hudson River and within the boundaries of the original Project Area. A copy of the SAV report is included in **Appendix B of the SFEIS**.
- C. A Freshwater Mussel Survey was completed by Biodrawiversity in June 2020 in the Hudson River and Normans Kill creek, specifically within the boundaries of the original Project Area. According to the survey, live mussels of only two (2) native species were found in the Hudson (*E. complanata* and *Leptodea fragilis*). *L. fragilis* has a state-rank of S3 and has rarely been observed in the tidal Hudson River where it is not native. In addition to these two (2) species, several old relic shells of *Anodonta implicata* (alewife floater) were found, and one (1) shell of *Lampsilis radiata* (eastern lampmussel) was found. No mussel shells were found on the shoreline, and few were found in the intertidal zone. No live mussels were found in the Normans Kill. Zebra mussels were present in both waterbodies. A copy of the survey report is included in **Appendix D of the SFEIS**.
- D. There will be approximately 4.4 acres of impacts to the National Grid property. A field investigation was completed by McFarland Johnson, Inc., on April 28 and 29, 2021, to survey the additional acres of land west of the initial study area for the potential presence of three (3) state-listed plant species: side-oats grama (*Bouteloua curtipendula* var. *curtipendula*) and violet wood sorrel (*Oxalis violacea*), and the NYS threatened Small's knotweed (*Polygonum buxiforme*). Based on the investigation, there was no potential for violet wood sorrel or side-oats grama on the site due to lack of habitat as the site was largely dominated by emergent wetland and invasive weed species. No polygonum species were identified within the supplemental review area. A copy of the technical memo has been included as **Appendix C of the SFEIS**.
- E. The 14.7 acre property at 700 Smith Boulevard has completed remediation efforts due to previous use for metal recycling; and therefore, as a disturbed area contains no rare plant species.

Potential Impacts

Ecological Communities

- F. All upland ecological communities within the supplemental Project Area consist of previously disturbed lands that are common and demonstratable secure within the region and New York State. Impacts to freshwater wetlands and surface waters are regulated by the USACE

under Section 404 of the CWA, Section 10 of the RHA and the NYSDEC under Article 15-Protection of Waters. Further descriptions of these potential impacts and mitigation are detailed in Section 3.3 SFEIS.

Significant Coastal Fish and Wildlife Habitat

- G. Based on the SAV survey performed there were three (3) patches of SAV located along the shore of the Hudson River along Beacon Island. As shown in the preliminary site plans, only one (1) patch of approximately 0.21 acre in size, is located within the footprint of the proposed dredging for the wharf. Also, eight (8) *Leptodea fragilis* were detected within the proposed dredging area.

Threatened and Endangered Species

Atlantic sturgeon and Shortnose sturgeon

- H. The dredging and wharf construction will take place in the Hudson River, which is listed as spawning and foraging grounds for Atlantic sturgeon and Shortnose sturgeon.

Northern Long-eared Bat

- I. The Project will result in the removal of trees that could provide potential suitable roosting habitat. All trees within the Project Area will be cut between November 1 to March 31 in accordance with NYSDEC and USFWS recommended conservation measures designed to minimize the likelihood of significant adverse impacts to northern long-eared bats.

Bald Eagle

- J. Based on correspondence with NYSDEC, there was one (1) nest within the original Project Area; however, the nest fell in 2017. Although the nest is no longer present, the tree the nest was constructed in is no longer standing as documented in the SFEIS. There are multiple Bald Eagle nests in the vicinity of the Project Area, at a distance greater than 0.25 miles. NYSDEC staff, as discussed during the SFEIS process, do not believe the project will result in impacts to these nests given the boundary. A copy of the email correspondence has been included in Appendix C of the SFEIS.

Side-oats Grama

- K. The Supplemental Rare Plant Survey conducted in April 2021 by McFarland Johnson, Inc., indicated that the area of railroad ballast adjacent to the site was unsuitable for this species due to lack of soils.

Violet Wood Sorrel

- L. The Supplemental Rare Plant Survey conducted by McFarland Johnson, Inc. in April 2021 indicated that there was no suitable habitat within the supplemental Project Area, therefore the project is not expected to result in impacts to violet wood sorrel.

Small's Knotweed

- M. McFarland-Johnson, Inc., revisited the area where Terrestrial Environmental Services previously observed *Polygonum sp.* And verified the presence of a polygonum species in

an active growth state but was unable to confirm species level identification. Based on the site conditions, McFarland-Johnson, Inc. concurs with TES's opinion that this species is the more common and widespread common doorweed (*Polygonum aviculare*).

Mitigation

- N. An application to NYSDEC to comply with Article 15-Protection of Waters, USACE Section 404 of the Clean Water Act and Section 10 of the Rivers and Harbors Act has been prepared and submitted to the USACE for review and approval (case numbers AN-2021-00948-UDA).
- O. Coastal Consistency review by the NYSDOS will be performed to determine consistency with the New York State Coastal Management Program (NYCMP).
- P. The wharf and associated caissons (piles) will be recessed back approximately 40 feet from the existing shoreline to provide an earthen barrier during construction to mitigate underwater noise impacts to Atlantic sturgeon and shortnose sturgeon. The permanent steel casing for the drilled shaft foundations and the sheet pile wall components would be vibrated in, rather than utilizing an impact hammer. An impact hammer would be used only to seat the steel casing within the first few inches in the top of rock. Other BMPs considered include:
 - o Use of pre-drilling prior to vibratory hammering
 - o Implement soft start (i.e., pile tapping) prior to full energy impact hammering
 - o If necessary, cushion blocks, air bubbles curtain or other noise attenuating tools would be implemented when impact hammering to avoid reaching noise levels that could cause injury or behavioral disturbance to these species
 - o Use of nets, tarps and/or pans during construction of the bridge deck over the Normans Kill and removal of any debris that falls into the water
 - o A SWPPP will be implemented and maintained during the construction phase to be implemented and address potential water quality impacts
- Q. Dredging activities will be conducted as per 2020 FGEIS (September 1 through November 30) and use of a turbidity curtain will mitigate Atlantic sturgeon and shortnose sturgeon impacts.
- R. In consultation with the NYSDEC, the following mitigation measures have been agreed to which result in the project having a net conservation benefit:
 - a) The total impact to the sturgeon, SAVs and mussels have been determined by the NYSDEC to be 1.0 acres.
 - b) The mitigation strategy identified by NYSDEC consists of an in-lieu fee where the APDC would fund their prorated share of the design and construction of a restoration project at Schodack Island State Park as identified in the Hudson River Comprehensive Restoration Plan. The restoration project is anticipated to cover more than 1 acre within Schodack Island and therefore, the APDC contribution would offset the foreseeable permanent and temporary impacts to the sturgeon species, SAVs and freshwater mussels.
- S. An implementation agreement will be prepared by the NYSDEC as part of the Joint Application Permit and Part 182 application approval process that will outline the total payment and payment schedule. The applicant shall provide documentation to the Town of the execution of this agreement prior to construction within or disturbance of the impacted area.

- T. Removal of trees will only be performed between November 1 and March 31 in accordance with NYSDEC and USFWS recommended conservation measures designed to minimize the likelihood of significant adverse impacts to northern long-eared bats, unless an extension is granted pursuant to USFW rule 4d.

The Planning Board finds that the proposed Action will not significantly impact "Vegetation and Wildlife Resources". Potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.3 Regulated Wetlands and Surface Waters

Environment Setting

- A. The environmental setting is set forth in the SFEIS on page 4-21
- B. A Supplemental Wetland Delineation was performed by McFarland-Johnson, Inc., in April 2021 for the lands on the National Grid parcel. A copy of the Supplemental Wetland Delineation Report is included in Appendix F1 of the SFEIS.
- C. The New York State Freshwater Wetland and Tidal Wetlands mapping indicates there are no NYSDEC jurisdictional wetlands within or adjacent to the supplemental Project Area of the National Grid Property and 700 Smith Boulevard.
- D. The 14.7 acres in the City of Albany is completely covered by the RAC cap due to the SMP prepared for the NYSDEC.

Potential Impacts

- E. The Project will result in direct impacts to 0.81 acres over Wetland 1 located in Beacon Island (original Project Area) and 0.01 acres of direct impact to Wetland 1 on National Grid property for the construction of a retaining wall, and 0.02 impacts to Wetland 7 for roadway improvements. There will be approximately 0.33 acres of temporary impacts to wetlands during construction. Total permanent wetland impacts are estimated in approximately 0.86 acre.

Mitigation

- F. The required Joint Permit Applications (JAP) has been submitted and is under USACE review, case numbers AN-2021-00948-UDA, and NYSDEC case number 4-0122-00322/00002. See Appendix F2 of the SFEIS for Agency Correspondence. The JAP describes the compensatory wetland mitigation via the accepted USACE In-Lieu Fee Mitigation Program for off-site mitigation will be implemented. The Wetland Trust Mitigation Bank in accordance with USACE rules and regulations will ensure no net loss of wetlands.

The required Joint Permit Applications (JAP) has been submitted and is under USACE review, case numbers AN-2021-00948-UDA, and NYSDEC case number 4-0122-00322/00002. See Appendix F2 of the SFEIS for Agency Correspondence. The JAP describes the compensatory wetland mitigation via the accepted USACE In-Lieu Fee Mitigation Program for off-site mitigation will be implemented. The Wetland Trust Mitigation Bank in accordance with USACE rules and regulations will ensure no net loss of wetlands. The JAP also includes the NYSDEC 401 Water Quality Certification and Article 15 Protection of Waters Permit, and USACE Section 404/Section 10 Individual Permit.

The Planning Board finds that the proposed Action will not significantly impact "Regulated Wetlands and Surface Waters." Potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.4 Floodplains and Floodways

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-27.

Potential Impacts

- B. The majority of the Supplemental Project Area is located within the 100-year floodplain, mapped as "Zone AE", meaning the area inundated by 1% annual chance flooding, for which base flood elevations (BFEs) have been determined.

Mitigation

- C. 700 Smith Boulevard Building E will be designed so the finished floor elevation is above the floodplain and projected sea level rise. 700 Smith Boulevard Building E is considered to be a non-critical facility, this makes the "low" projection of sea level rise 10 inches, or .83 feet over the life of the Project. Based on the FEMA reported BFE of 18, the resulting Finished Floor Elevation (FFE) of the building E would be 20.83 feet (18 feet + medium sea level rise of the Project life + 2 feet). Building E FFE is 21.0 feet, which was established to keep the Project safely above the BFE, account for sea level rise, and balance the earthwork of the Project Site to the greatest extent practicable. A Floodplain Development Permit application will be provided to the City of Albany.
- D. Associated with the National Grid property, a Floodplain Development Permit application pursuant to the Bethlehem Town Code Chapter 69- Flood Damage Prevention will be submitted to the Town of Bethlehem Building Division to comply with floodplain design standards that meet or exceed floodplain development requirements and building codes.

The Planning Board finds that the proposed Action will not significantly impact "Floodplains and Floodways." Potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.5 Groundwater

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-30

Potential Impacts

- B. Chemicals, toxins, or other pollutants may be released during construction and post construction activities.

Mitigation

- C. A SWPPP has been prepared per NYSDEC regulations that outlines appropriate erosion and sediment controls and stormwater management practices to be implemented.
- D. The applicant will be required to obtain any required discharge permits with either coverage under a General Permit or an Individual SPDES Permit.
- E. Fuel/chemical storage will be stored in compliance with NYSDEC State Pollutant Discharge Elimination System (SPDES), NYS Petroleum and Chemical Bulk Storage Programs and USEPA Spill Prevention, Control and Countermeasure (SPCC) regulations as required.

The Planning Board finds that the proposed Action will not significantly impact "Groundwater". Potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.6 Climate and Air Quality

Environmental Setting

- A. The environmental setting is set forth in the SEIS beginning on page 4-33
- B. Air Emission Analysis conducted by Proactive Environmental Solutions in October 2021 is included in Appendix E2 of the SDEIS. The Project does not meet the definition of a major facility since potential emissions will remain below the major facility thresholds as per 6 NYCRR 231-13.1.

Potential Impacts

- C. Facility-wide uncontrolled potential emissions from the project.
- D. A detailed air analysis was conducted that identified applicable air quality regulations and associated air pollution control requirements, modeled sitewide air quality impact per NYSDEC guidance, assessed Project with respect to Climate Leadership & Community Protection Act (CLCPA), and assessed air quality impact on environmental justice (Ezra Prentice) area. The analysis concluded that the project's impact on air quality in the surrounding community will be below standards and guidelines established by EPA and DEC.

Mitigation

- E. The project will institute state-of-the-art VOC control on its paint booths using recuperative thermal oxidizers. The project will utilize state-of-the-art dust suppression (particulate control) on its abrasive blast equipment and its paint booths, particulate (PM_{2.5}).
- F. A NYSDEC Air State Facility Permit will be needed as a minor facility of regulated air pollutants after taking federally enforceable restrictions (e.g., limiting VOC emissions to less than 50 tons per year, limiting HAP emissions to less than 25 tons per year, limiting particulate (PM₁₀, PM_{2.5}) emissions to less than 100 tons per, etc.).
- G. The APDC will encourage the operator to adopt the following practices, as applicable, to reduce GHG emissions including but not limited to: implement Leadership in Energy and Environmental Design (LEED) certified practices, green vehicle purchases, not allow truck idling, high efficiency heating, ventilation and air-conditioning (HVAC) systems, utilize local building materials,

recycling program, insulation to minimize heat loss, window glazing, use of public transportation, including rail and river access and conservation of natural areas, including shoreline and wetlands, water metering, optimizing energy performance and renewable energy production (solar energy).

- H. Construction impacts will be mitigated with dust suppression and air monitoring by the NYSDEC at the perimeter of the property. A Community Air Monitoring Plan (CAMP) will be completed during construction to protect off-site receptors from potential air toxins as a result of construction activities on-site.
- I. A hydrogen sulfide odor threshold will be in accordance with NYSDEC DAR-1.
- J. Air emissions for Ezra Prentice community will also be mitigated by the establishment and enforcement of required truck routes through existing Port District roadways and State routes and use of enforcement measures to avoid traffic related to the Proposed Action from seeking alternate routes so as to eliminate new trucks traveling on South Pearl Street. Final SEIS Section 3.6 details the required truck route and additional mitigation.

The Planning Board finds that the proposed Action will not significantly impact “Climate and Air Quality”. Potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.7 Traffic and Transportation

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-37.
- B. An updated Traffic Impact Study prepared by McFarland Johnson, Inc. last revised February 2022 has been provided in Appendix CC1 of the FSEIS. The traffic impact analysis was updated to study the specific trip generation and trip distribution of the Marmen-Welcon Manufacturing Facility as a result of changes to traffic operations analyzed in the GEIS.

Potential Impacts

- C. Vehicle – Both the AM and PM peak hour trips generated by this project are less than the maximum studied in the Generic DEIS TIS (324 vs 465 and 529 respectively). The project will generate 4 mid-day peak hour truck trips vs the maximum studied in the DGEIS.
- D. Maritime – The project will not generate any additional maritime traffic than the studies in the DGEIS. Therefore, no significant impact on existing Hudson River maritime commercial or recreational traffic. No added maritime traffic to Normans Kill, therefore no impact.
- E. Rail – The project will not generate any additional rail traffic than what was studied in the DGEIS, and therefore the project will have a negligible, if any, impact to the general public.
- F. Public Transportation – No impact.
- G. Pedestrian and Bicycle – No noticeable impacts.

Mitigation

- H. All truck traffic associated with the Proposed Action will be directed to utilize required truck routes (as shown on Figure 3.7-2) and will be restricted from making right turns onto South Pearl Street (NYS Route 32) at the South Port Road intersection to eliminate any additional trucks passing through the Ezra Prentice Homes and other residential communities. This route will also be implemented for all anticipated temporary truck traffic associated with construction activities.
- I. The operational agreement between the APDC and Marmen-Welcon joint venture will include clause(s) that require strict adherence to the required truck route as a tenant obligation. APDC will enforce the negotiated lease clause(s) through progressive actions such as judicial injunction and may void the lease of any tenant that breaches such obligation or fails to cure within the timeframes set forth in such leases. A copy of the operational agreement clause shall be provided to the Bethlehem Planning Board as a condition of any site plan approval.
- J. A video surveillance camera will be installed by the APDC near the intersection of South Port Road and Normanskill Street to monitor and ensure truck traffic follows the required truck route. This surveillance camera will be added to the Port's extensive security system that is monitored by the City of Albany Police Department as well as the Port's security team.
- The camera installation will occur as a condition of the future site plan approval.
- K. The traffic impact analysis was updated from the DGEIS so that the specific trip generation and trip distribution of the Marmen-Welcon Manufacturing Facility can be applied to the 12 intersections analyzed, reflecting potential change in intersection operations, significant impacts and additional mitigation necessary. Summary of the Marmen-Welcon Manufacturing project specific traffic impact analysis findings and mitigation measures are below:
- a. The NYSDOT issued their approval of the updated Traffic Impact Study on January 28, 2022. The mitigation measure that the DOT agreed to are noted below.
 - b. The existing intersection of **NYS Route 32 at South Port Road** is operating at an acceptable LOS for the 2029 Background scenario and will continue to operate with an overall LOS 'A' during the morning peak hour and LOS 'B' during the evening peak hour. All approaches will maintain background LOS with only minor increases in delay. Due to the low volume of vehicles generated by the site performing turning movements at this intersection, the mitigation recommended in the 2019 traffic study is not warranted for the proposed development.
 - c. **NYS Route 144 (River Road) at NYS Route 32**: This intersection is projected to operate at an overall LOS 'B' during the morning peak hour and LOS 'A' during the evening peak hour for the 2029 Background scenario. During the background scenario, the eastbound left turn approach is at a LOS 'F' during both peak hours. To mitigate the delay for this movement and to improve traffic operations at this intersection, a traffic signal shall be installed which would be coordinated with the NYS Route 32/South Port Road intersection. Signalizing the intersection will decrease the delay the eastbound approach experiences from LOS 'F' to LOS 'B' during both peak hours. Prior to the issuance of a Certificate of Occupancy by the Town of Bethlehem the traffic signal shall be installed.
 - d. **NYS Route 144 (River Road) at Proposed site Driveway**: The driveway will be restricted to passenger vehicle traffic only as all truck traffic will be directed to South Port Road and Church Street as all deliveries will be received at the 700 Smith Blvd. site. As outlined in

the 2019 traffic study, this will be accomplished by including signage prohibiting trucks from using this entrance as well as enforcement by the Port, the Port's tenants and local law enforcement.

- e. Due to sight distance restrictions, vehicles exiting the proposed site (via the driveway on NYS Route 144) will be limited to right turn movements only. It is recommended that NYS Route 144 (River Road) be widened to accommodate a left turn lane into the proposed site to increase safety by separating through traffic on NYS Route 144 (River Road) from vehicles slowing to turn into the site. As noted in the Draft SEIS traffic analysis mitigation, advanced guidance signage, intersection lighting and driveway warning advisory signage will be proposed as part of the NYSDOT highway work permit plans to increase visibility of the proposed driveway and installation shall occur prior to the issuance of a Certificate of Occupancy by Town of Bethlehem.
 - f. Along NYS Route 144 in the vicinity of the southern access driveway advanced notice signage to be installed prior to the issuance of a Certificate of Occupancy by Town of Bethlehem to aid in notifying drivers in advance of the site driveway being visible.
 - g. Vegetation removal along both sides of NYS Route 144 (River Road) shall be included in the NYSDOT highway work permit in order to maximize sight distance for vehicles turning right out of the proposed driveway and completed prior to the issuance of a Certificate of Occupancy by Town of Bethlehem.
 - h. Within one year of the issuance of a Certificate of Occupancy by the Town of Bethlehem, a pre-post development speed study shall be completed by the APDC at the proposed site driveways on NYS Route 144 to determine if the regulatory speed limits of 55-mph should be reduced to match the advisory speed limit of 45-mph. This study shall be coordinated with and approved by NYSDOT.
- L. Site ingress and egress during construction and for emergency response would be via the southern access driveway, connecting the Project Site to River Road, and via South Port Road. Prior to construction, the APDC or applicant will apply for a permit from the NYSDOT to allow the southern driveway to operate as a full access ingress/egress driveway to be used for construction and emergency access. The construction access permit will include a detailed Maintenance and Protection of Traffic Plan (MP&T) that will include work zone speed limit (reduction) signage (to address limited sight distance resulting from existing regulatory 55 MPH posted speed limit), truck entrance signage, traffic calming barriers (cones, barrels) and advance traffic control warning features (signage with beacons, etc.).
- M. Prior to issuance of a Building Permit by the Town of Bethlehem, the APDC will deposit a total of \$72,120 into a Town escrow (hold on deposit) account to be set aside for the Town to use for APDC proportional share of the future installation cost of a new traffic signal improvement at the Glenmont Road/NYS Route 144 (River Road) intersection.
- N. Port of Albany will include as part of their operational agreement with Marmen-Welcon, a condition that will require that their deliveries enter and exit along the required truck routes and avoid South Pearl Street. This condition will also be made part of the trucking service contract that Marmen-Welcon will execute with their trucking service provider. The trucking service carrier will then communicate the required truck route to be followed including turn by turn direction which will be printed on the Bill of Lading which is provided to every truck driver prior to delivery. Violators will be penalized through progressive actions such as judicial injunction with the possibility of termination of the trucking service contract and/or lease. It is

expected that any deliveries from carriers such as the USPS, FedEx or UPS to the Project Site would be handled by adding such deliveries to the delivery vehicle routes already in place on the transportation network.

- O. The APDC will implement a quarterly audit of Marmen-Welson trucking service contracts to ensure the identified truck routes are being followed. The APDC shall require Marmen-Welson to maintain monitoring logs reflecting routes taken by drivers based on GPS data or other measures to be determined at time of site plan review. The weekly logs shall be provided to APDC during the quarterly audit. It is commonplace and industry standard to have GPS units on all trucks. Some asset companies also require drivers to use handheld GPS units. These GPS units allow trucking companies and brokers to monitor the routes taken and driving behavior for all shipments and contract deliveries. The Town shall have the right to request and the APDC or tenant shall provide monitoring logs upon request.
- P. The APDC shall complete the design phase reflecting roadway upgrades to Smith Boulevard from Boat Street to Raft Street, including a portion of Raft Street, and complete the improvements to Smith Boulevard and Raft Street reflected in the design prior to the issuance of a Certificate of Occupancy by the Town of Bethlehem, as these roadway infrastructure improvements serve as mitigation to accommodate the required truck route.
- Q. The new north access roadway (Normanskill/Port Road South) is required to be improved starting at the new bridge over the Normans Kill extending approximately the entire length to Raft Street, and completed prior to the issuance of a Certificate of Occupancy by the Town of Bethlehem. Design of these improvements will be finalized prior to site plan approval.

The Planning Board finds that the proposed Action will cause significant adverse environmental impacts to "Traffic and Transportation" and that potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.8 Drainage

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-49
- B. A drainage design report was prepared by McFarland Johnson updated in October 2021 located in SDEIS appendix A-3. The purpose of the report was to assess the stormwater quality, quantity, and erosion and sediment control for the development of the site. The report was developed in accordance with the New York State Department of Environmental Conservation (NYSDEC) State Pollution Discharge Elimination System (SPDES) General Permit for Stormwater Discharges from Construction Activity, GP-0-15-002 (Permit) and the NYSDEC Stormwater Management Design Manual.

Potential Impacts

- C. Proposed Project will change the surface coverage of the National Grid site, increasing impervious by 2.2 acres.
- D. 700 Smith Boulevard is currently capped with a recycled asphalt material and therefore no increase in runoff will occur and no impact.

Mitigation

- E. A SWPPP was developed in accordance with the permit regulations. The SWPPP will be reviewed and approved by the Town of Bethlehem as the MS4. The SWPPP is prepared in accordance with the NYSDEC Manual and will meet the following criteria as the principal objectives contained in an approved SWPPP.
 - a. Reduction or elimination of erosion and sediment loading to waterbodies during construction activities. Controls will be designed in accordance with the NYSDEC's New York State Standards and Specifications for Erosion and Sediment Control.
 - b. Mitigate the impact of stormwater runoff on the water quality of the receiving waters.
 - c. Mitigate the increased peak runoff rate of runoff during and after construction.
 - d. Maintenance of stormwater controls during and after completion of construction.
- F. All measures will be designed per the NYSDEC requirements and enforced during construction activities.
- G. A NYSDEC approved remedial program will be implemented and may include if needed a Health and Safety Plan (HASP), Community Air Monitoring Plan (CAMP) and Excavation Work Plan (EWP) to mitigate the movement of any subsurface material that may be exposed at 700 Smith Boulevard.
- H. An SPDES permit (General Permit for Stormwater Discharges from Construction Activity, GP-0-20-001) will be required for the Project. Pursuant to NYSDEC Stormwater Management regulations, the Project will not be required to provide water quantity controls as it will discharge directly to a tidal water (Hudson River and Normans Kill).

The Planning Board finds that the proposed Action will not cause significant adverse environmental impacts to "Drainage," and that any potential impacts will be minimized and mitigated as set forth above.

3.9. Water Service (Potable and Fire Protection)

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-51
- B. Building E located at 700 Smith Blvd will connect to the existing water infrastructure owned by the City of Albany along Smith Boulevard.
- C. Associated with the increase in height of the buildings located in the Town of Bethlehem, McFarland Johnson, Inc. determined the Marmen Welcon manufacturing plant domestic and the fire protection demand. Based upon these demands, an updated evaluation of the Town of Bethlehem water distribution hydraulics was conducted by the Town of Bethlehem Department of Public Works.

Potential Impacts

- D. Building E will be served by the City of Albany water distribution system. The City water department has determined that their system can provide the required domestic and fire protection demands.
- E. McFarland Johnson, Inc. determined that the Marmen Welcon manufacturing plant domestic demand for Buildings A – D is 20.5 gpm and the fire protection demand is 2,000 gpm.

- F. Based upon an updated evaluation of the Town Water Distribution hydraulics conducted by the Town Department of Public Works, the Town water distribution system can provide the domestic demand; however, the system cannot provide the fire protection demand without significant Town wide improvements.

Mitigation

- G. A new watermain, constructed by the APCD, will be brought into the site from NYS Route 144 and will have adequate water to supply potable (domestic) only water as coordinated with the Town of Bethlehem. The water service size is to be determined during the site plan review process and approved by the Town.
- H. As a result of several meetings with the Town Department of Public Works and Engineering Department, Town Code Enforcement Officer, Selkirk Fire District, MJ Engineering and the Town Planning Department, the following has been agreed to:
 - i. The total demand needed for potable/domestic and fire protection is 2,000 gpm. The Town system does not have the capacity to provide such demand without significant improvements, therefore all fire protection (building sprinklers and hydrants) will be served by two vertical shaft turbine pumps over a wet well pit that will draw water from the Hudson River. Each pump will have a capacity to draw 2,500 gpm. The second pump is for redundancy in the event one pump needs to be shut down for maintenance, repair or replacement.
- J. All Domestic and Fire protection waterlines within the Project Site will be privately constructed, owned and maintained.
- K. Water during construction would be supplied temporarily by the contractor(s).
- L. The 700 Smith Boulevard development within the existing Albany Port District will connect to the existing 12" main that runs adjacent to the site. The building is estimated to have a demand of approximately 1,100 gpd. The City water department has indicated that their system has adequate capacity to serve this project.

The Planning Board finds that the proposed project will not cause significant adverse environmental impacts to "Water Service" and that the potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.10 Sanitary Sewer

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-51.
- B. Building E located at 700 Smith Boulevard will connect to the existing sewer infrastructure owned and maintained by the Albany County Water Purification District.

Potential Impacts

- C. Building E is calculated to generate approximately 1,100 gpd of sanitary waste. This site was previously developed with buildings and the proposed development will connect to the same City sewer main.

Mitigation

- D. Building E located at 700 Smith Boulevard is within the existing Albany Port District will connect to the existing 12" VCP sanitary sewer main and discharges to the Albany County Water Purification Plant. The City water department has indicated that their system has adequate capacity to serve this project.

The Planning Board finds that the proposed Action will not cause significant adverse environmental impacts to "Sanitary Sewer" and that any potential impacts will be minimized and mitigated as set forth above.

3.11 Historic, Cultural and Archeological Resources

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-52.

Potential Impacts

- B. The parcel at 700 Smith Boulevard was previously used as a rail yard then a metal recycling facility, and the National Grid property has been developed with buried gas lines and overhead electrical lines. Given the previous disturbance and industrial and commercial uses of the National Grid lands and 700 Smith Boulevard, it is not anticipated that there will be impacts to archaeological resources.
- C. The Project now include buildings that exceed the previously evaluated 85 feet height. The Marmen Welcon Manufacturing facility consists of Building A with a maximum height of 100 feet, Building C will have a roof height of 83 feet with exhaust stacks extending to a height of 110 feet, and Building D with a height of 93 feet.
- D. Letters were received from Stockbridge-Munsee Tribal Historic Preservation office (SMC THPO) and NYSOPRHP on December 6, 2021 and December 9, 2021 respectively. SMC THPO found that the plant as currently proposed would have an Adverse Effect on the visual and scenic attributes of the landscape as a result of the visual contrasts of the building structures and yellow color scheme of the temporarily stored transition pieces. Additionally, SMC THPO requested an acoustic noise assessment to evaluate potential noise impacts the project may have on Papscaanee Island Historic District.
- E. An executive summary along with updated visual simulations were provided to SMC THPO and NYSOPRHP as requested to show winter scenarios and greater context of the surrounding development, including the PSEG properties. A copy of the executive summary memo has been included in FSEIS Appendix DD. As the simulation demonstrated, the Project has a lower vertical profile from what is existing to the south (PSEG Power Plant) and north (Albany Port District).
- F. A supplemental letter and visual simulation were submitted to NYSOPRHP dated July 27, 2021, and January 25, 2022 regarding the increased maximum height of the proposed development from 85 feet to 110 feet. As demonstrated by the applicant's documentation the increase in building height will not adversely affect properties, including archaeological and/or historic resources, listed in or eligible for the New York State and National Registers of Historic Places.
- G. The executive summary included the results of the noise assessment conducted by proactive

environmental solutions. The analysis concluded that no perceptible change is expected in sound levels observed at locations represented by MS-1, MS-2 and MS-3, when compared to current peak and average continuous equivalent sound levels as a result of this Marmen-Welcon Manufacturing Plant. Therefore, the project will not have an adverse effect on noise.

- H. The full noise assessment is available in FSEIS Appendix DD.
- I. All exterior site lighting will be building mounted except for the parking lot. A photometric lighting plan has been provided, Drawings LT-01 and LT-02, which demonstrate that the light levels at the property line of the project will be zero and the shoreline along the Hudson will be dark. Marmen-Welcon has indicated that there is no intent to load or unload barges at night and therefore the lighting associated with the Wharf, which is required by Federal Maritime Commission standards, will be off and only be used for emergency situations.

Mitigation

- J. The project retains a 2,000 linear foot vegetative buffer to help screen the project. The limits of this vegetative buffer shall be clearly shown on the site plan. During construction, orange construction fencing shall be installed to delineate the boundaries in the field to alert contractors the buffer is to remain. Long-term measures will be taken to ensure that the wooded buffer along the shoreline is maintained. The protective measures could include either a deed restriction or an easement with language describing how the buffer shall be maintained, or permanent fencing with signage. Additionally, new plantings of native species should be installed should existing trees die or fail to survive. Final measures to be determined during site plan review with the Bethlehem Planning Board.
- K. The transition pieces will be stored behind the vegetative buffer to serve as a screen to offset any visual impacts. The buffer varies from 55 feet to 115 feet wide. Within this buffer area the proposed vegetation to remain will have a bandwidth that ranges from 30 feet to 70 feet wide.
- L. THPO issued their letter of No Adverse Effect on March 2, 2022.

The Planning Board finds that the proposed Action will not cause significant adverse environmental impacts to "Historic, Cultural and Archeological Resources" and that any potential impacts will be minimized and mitigated as set forth above.

3.12 Aesthetic and Visual Resources

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-54.
- B. McFarland Johnson, Inc., completed a Visual Impact Assessment in June of 2021 to assess potential impacts to the Area of Visual Effect (AVE) based upon the Marmen Welcon building heights and is included in SDEIS appendix H.

Potential Impacts

- C. The Project includes buildings as well as exhaust stacks estimated to be between 72 feet to 100 feet with exhaust stacks up to 110 feet high, which will exceed the allowable 60-foot height permissible by local zoning.

Mitigation

- D. An area variance from the Zoning Board of Appeals to address the building heights shall be pursued as needed.
- E. Building architectural design will be in keeping with the aesthetic nature of the surrounding buildings in the area.
- F. Proposed mitigation for sensitive receptors:
 - a. Location 1: Location 1 is at the end of South Port Street looking south into the site. The Project can be seen from this location. This viewshed is from the approaching access road through an existing industrial area. The access road is not a heavily trafficked thoroughfare and is only anticipated to be used by people accessing the site; furthermore, it is not practical to screen the Project from the access road. No additional mitigation is recommended at this location.
 - b. Location 2: Location 2 is at northwest property line of the Project looking east into the site. The Project is partially visible from this location. This viewshed is within the access easement to the northern portion of the property. The Project has chosen not to use this access easement instead leaving the existing vegetation in place to screen the Project from both NYS Route 144 and the residence to the northwest. At this location the Project is viewed through the high voltage transmission lines originating at the PSEG plant and the existing railroad bed. The existing vegetation does screen the majority of the Project and no further mitigation is recommended at this location.
 - c. Location 3: Location 3 is on NYS Route 144 at the proposed southwest entrance to the Project looking east into the Project Area. This viewshed is within the right of way of NYS Route 144. The existing berm, screening the Project from NYS Route 144, has been retained to the greatest extent possible. While the Project can be seen from this location, it is anticipated that a viewer in a moving vehicle would only be able to see the Project for the briefest of moments. No additional mitigation is recommended at this location.
 - d. Location 4: Location 4 is from Glenmont Road at the location of cleared vegetation allowing a view of the Hudson Valley looking east toward the Project. This viewshed is from Glenmont Road at a higher elevation and west of the Project. The Project is only slightly visible from this location. The vast majority of the Project is screened by existing vegetation with only the very tops of the buildings visible. No additional mitigation is recommended at this location.
 - e. Location 5: Location 5 is from the Hudson River looking west into the site. The Project is visible from this location. Along this stretch of the Hudson, many of the uses with direct river frontage are industrial, and views from the Hudson are already significantly impacted by the presence of these uses, particularly the PSEG plant to the south. Directly across the Hudson on the east bank are multiple bulk oil storage facilities. Directly to the north is the existing Port of Albany. The following mitigation will be implemented:
- G. Preserve approximately 2,000 linear feet of existing vegetation buffer along the Hudson shoreline to partially screen the project from the Hudson River. This buffer will be approximately 55 feet to 115 feet wide. Within this buffer area the proposed vegetation to remain will have a bandwidth that ranges from 30 feet to 70 feet wide.
- H. Transition pieces, once produced at the proposed facility, will be stored behind the vegetation

buffer to partially screen the temporarily stored product.

- I. The building colors have been chosen to blend into the existing surroundings. All lighting on the Project will be full cut off, dark sky compliant and will not spill onto neighboring properties.

The Planning Board finds that the proposed Action will not cause significant adverse environmental impact to “Aesthetic and Visual Resources” and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.13 Land Use and Zoning

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-57.

Potential Impacts

- B. Building heights ranging from 73 feet to 100 feet with exhaust stacks extending 110 feet, exceeds the 60-foot maximum allowed per town code.
- C. The following area variances will be needed; front yard setback; landscaping area in parking lots, and development in the floodplain along the Normans Kill.

Mitigation

- D. All area variances from the Zoning Board of Appeals shall be pursued as needed.
- E. The proposed maximum height dimension of 110 feet is in character with the building and structure height of the adjacent properties surrounding the Project Site. The Port of Albany to the north has silos that are approximately 90 feet tall, and the PSEG property immediately to the south has buildings ranging in height from approximately 85 feet to 145 feet and stacks that are approximately 230 feet tall.
- F. The property has been determined to not be visible from the Ezra Prentice community or from Papsanne Island Nature Preserve and as such, no additional mitigation measures are proposed.

The Planning Board finds that the proposed Action will not cause any significant adverse environmental impact to “Land Use and Zoning” and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.14 Community Character and Compatibility with Comprehensive Plan

Environmental Setting

- A. The environmental setting is set forth in FSEIS beginning on page 4-60.

Potential Impacts

- B. The Project Site will be developed in accordance with the Town of Bethlehem Code regulating uses in the Heavy Industrial District, Comprehensive Plan and the Local Waterfront Revitalization Program (LWRP), and therefore will not require any mitigation measures.
- C. The Project will help achieve the goals in the City of Albany's Comprehensive plan by creating jobs and help New York State in achieving its renewable energy goals by providing additional Port infrastructure, warehouse space, cargo and wharf capacity necessary for the manufacturing and distribution of wind tower components.

Mitigation

- D. The project site is zoned Heavy Industrial and the Marmen-Welcon project is a heavy industrial manufacturing use. The project is surrounded by existing heavy industrial businesses within the industrial corridor.
- E. The project is compatible with both the Town and City LWRP and Comprehensive Plans as both plans identified this property to be developed as industrial and generate economic development opportunities with the need for maritime components. The Marmen-Welcon manufacturing facility is a heavy industrial manufacturing plant that will generate 550 permanent jobs and ship tower sections to be installed in the Atlantic Ocean.

The Planning Board finds that the proposed Action will not cause significant adverse environmental impact to "Community Character and Compatibility with Comprehensive Plan".

3.15 Emergency Services

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-62.
- B. The City of Albany fire department has indicated that they can serve the Building E at 700 Smith Boulevard.

Potential impacts

- C. The 21,000 square foot Building E located at 700 Smith Boulevard, Albany could have a potential impact on police, fire, and emergency services.
- D. Minimal added cost expected for City of Albany Police Department and EMS.
- E. The additional height of the buildings located within the Town of Bethlehem could have potential impacts for fire emergency services of the Selkirk Fire District.

Mitigation

- F. Building E will be constructed according to current standards of the NYS Uniform Code for fire prevention and will be fully sprinklered.
- G. Roads and internal site circulation will be designed and built to meet or exceed City building and fire code requirements including ability to accommodate emergency service vehicles.
- H. Regarding the buildings located in the Town of Bethlehem, internal site circulation and roads

will be designed and built to meet the NYS Fire Code and firefighting procedures of the Selkirk Fire District. The APDC has agreed to provide Selkirk Fire District a payment for services as follows: \$4,500 per year during construction and \$27,500 per year until 2026, at which time a new agreement will be negotiated.

- I. The GEIS Findings Statement provides mitigation of impacts to Bethlehem police and Delmar-Bethlehem EMS service through an annual contribution of funds. The amount and terms of an agreement to effectuate the contribution shall be determined at site plan review.

The Planning Board finds that the proposed Action will not cause significant adverse environmental impact to “Emergency Services” and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.16 School District

Environmental Setting

- A. The environmental setting is set forth in FSEIS beginning on page 4-62.
- B. No residential development will occur. Therefore, the City of Albany Central School District is not anticipated to incur any increased enrollment of students as a direct result of Marmen Welcon Building E.

Potential Impacts

- C. No significant adverse impacts on the School District are found.

The Planning Board finds that the proposed Action will not have any significant adverse environmental impacts on the “School District”.

3.17 Fiscal and Economic Impact

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-62.
- B. An updated economic impact analysis conducted by Camion Associates Economic Development (located in SDEIS Appendix J) based on the Marmen Welcon Manufacturing plant indicates that 52% of the Countywide economic impact of the project will occur in the Town of Bethlehem based on jobs. Assuming 320 on-site jobs, the total job impact to the Town of Bethlehem would be 358 jobs compared to 684 jobs to Albany County. A total of 38 indirect jobs will be created in the Town of Bethlehem compared to 364 indirect jobs created in Albany County.

Potential Impacts

- C. Minimal added cost expected for City of Albany Police Department and City of Albany EMS.

Mitigation

- D. Minimal added cost associated with 700 Smith Boulevard is anticipated to be off-set by the Payments-In-Lieu-Of-Taxes that APDC currently pays to the City of Albany.

The Planning Board finds that the proposed Action will not cause any significant adverse environmental

impact to “Fiscal and Economic Resources” and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

3.18 Recreation and Open Space

Environmental Setting

- A. The environmental setting is set forth in the SFEIS beginning on page 4-63.
- B. Building E is located approximately 0.4 miles from the Ezra Prentice community. The Ezra Prentice community has a playground within the community, meaning the playground is also approximately 0.4 miles from the supplemental Project Area.

Potential Impacts

- C. Based on Building E at 700 Smith Blvd., the volume of site generated traffic on Island Creek Park was compared to the volumes outlined in the FGEIS, and the proposed tenant will generate less car and truck traffic passing Island Creek Park.
- D. The area surrounding the Project Site is characterized as industrial facilities. The Project will not alter current recreation activities access including the bike trail or boat launches, as it will not alter access to these points, add to additional users, or hinder those activities. No mitigation measures are required for the Project.
- E. The Proposed Action will not impact recreation and open space for the Ezra Prentice Homes, including the Ezra Prentice community playground, as such no mitigation measures are required for the Project.

The Planning Board finds that the proposed Action will not cause any significant adverse environmental impacts to “Recreation and Open Space”.

3.19 Solid Waste Disposal

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-64.
- B. Commercial solid waste, including municipal solid waste (MSW) and construction and demolition debris (C&D), handling services in the City of Albany are provided by permitted private sector waste haulers.

Potential Impacts

- C. Based on the capacities and estimated life spans of the Rapp Road Landfill and the Town of Colonie Landfill, adequate space for the disposal of solid waste attributable to during construction and operation of the project is available at this time and into the near future.
- D. No Impact is anticipated as existing facilities have capacity for solid waste during construction and operation.
- E. During construction, individual contractors reserve the right to transport their generated solids wastes directly to commercially available disposal facilities. Since both the Rapp Road

and Town of Colonie landfills have adequate capacities to accept the solid waste from this project, there is no impact of this Project, and no mitigation is necessary.

- F. The City of Albany has a mandatory residential and commercial recycling policy in place

The Planning Board finds that the proposed Action will not cause significant adverse environmental impact on "Solid Waste Disposal".

3.20 Environmental Justice

Environmental Setting

- A. The environmental setting is set forth in the FSEIS beginning on page 4-66
- B. 700 Smith Boulevard is located within a NYSDEC mapped Potential Environmental Justice (EJ) Area and is located approximately 0.4 miles southeast of the Ezra Prentice Homes, which has been designated an Environmental Justice Community by the NYSDEC.
- C. To evaluate potential impacts on the Ezra Prentice community, the FSEIS conducted detailed analysis on climate, air quality and traffic and Transportation as outlined in FSEIS Section 3.6 Climate and Air Quality and Section 3.7 Traffic and Transportation.

Potential Impacts

- D. Ezra Prentice community is a nearby community occupied by low-income predominately minority public housing. Some residents of Ezra Prentice community have expressed concerns over air quality, public health, and quality-of-life impacts from existing local commercial operations and traffic related to the trucks that pass through the neighborhood along South Pearl Street and trains in the adjacent CXS railroad yard to the east.
- E. Increased truck and rail traffic near the Ezra Prentice neighborhood and potential air toxin increases from truck and rail traffic.
- F. An additional 4-5 rail cars are projected to be added to the existing trains that currently pass through the rail yard and therefore will not add any additional noise or diesel emissions impact to the Ezra Prentice neighborhood. The additional 1-2 trains per month is a slight increase to the roughly 30- 35 trains that already pass through the area. Noticeable impacts to the Ezra Prentice community from slight increase in rail operations is not anticipated as a result of the proposed development.
- G. The Proposed Project will not have any noticeable impacts to the existing pedestrian and bicycle activities in the Ezra Prentice community.

Mitigation

- H. The Project Site is located south of a NYSDEC mapped Potential Environmental Justice (EJ) Area. The Project Site is also located approximately 0.4 miles southeast of the Ezra Prentice Homes, located within the mapped potential EJ area, which has been designated an Environmental Justice Community by the NYSDEC.
- I. The APDC shall implement a Public Participation Plan pursuant to NYSDEC CP-29 policy.
- J. The Project is located in an industrial zone and has no noise sensitive receptors (e.g.,

residential land uses) immediately adjacent to the property boundary. The Project Area is bordered by the Hudson River to the east, PSEG Power Plant to the south, National Grid high transmission power lines and railroad tracks to the west and the Port of Albany to the North. Additionally, the manufacturing process will be performed completely indoors with a state-of-the-art technology and motors covered with insulated material.

- K. Where truck traffic is anticipated, all truck traffic will be routed through the existing Port District, utilizing the Church Street entrance, and as such would not be traveling through the Ezra Prentice Homes community. An additional 5-8 rail cars are projected to be added to the existing trains that currently pass through the rail yard and therefore will not add any additional noise or diesel emissions impact to the Ezra Prentice neighborhood. The Project will not increase the number of trains per week. Noticeable impacts to the Ezra Prentice community from slight increase in rail operations is not anticipated as a result of the proposed development.
- L. The Proposed Project will not have any noticeable impacts to the existing pedestrian and bicycle activities in the Ezra Prentice community.
- M. The mitigation measures related to potential traffic, climate and air impacts include the establishment of a required truck route that will utilize the existing Port roadway system. The Project will require that truck traffic ingress and egress travel via the Church Street entrance to the Port of Albany or via the South Port Road entrance with the addition of prohibiting exiting (westbound) right hand turns. There will be no added truck traffic to South Pearl Street through the Ezra Prentice community as a result of this Project. Therefore, the Project will not adversely impact the Ezra Prentice community via truck traffic. All truck traffic will be routed through the existing Port District and will avoid the Ezra Prentice neighborhood. Specific mitigation measures to address truck traffic are discussed in detail beginning on page 4-103 of the FGEIS and also Section 3.7 herein.
- N. NYSDEC Commissioner Policy CP-29 provides guidance for incorporating environmental justice concerns into the NYSDEC permit review process. NYSDEC Commissioner Policy 29 is initiated when a permit application is made to the NYSDEC. The Proposed Action will require at a minimum the following NYSDEC permits: SWPPP permit, Article 15 and Water Quality Certification. The Albany Port District Commission shall proactively complete the environmental justice review and public outreach process pursuant to the NYSDEC CP-29 policy.

The Planning Board finds that the proposed Action will not cause any significant adverse environmental impact for “Environmental Justice” and that any potential impacts will be minimized and mitigated to the maximum extent practicable as set forth above.

4.0 REASONABLE ALTERNATIVES TO BE CONSIDERED

700 Smith Boulevard

For the receiving building (Building E), the APDC considered expanding onto the adjacent National Grid property, however, existing infrastructure, wetlands, and topography prohibited using this land for the receiving yard. No other property along Normanskill Street / South Port Road or nearby on River Road is available and therefore, the 14 acres at 700 Smith Boulevard is the closest property to the manufacturing facility that is available and controlled / owned by the APDC.

Parking on National Grid Property

The amount of land area needed for employee parking is not available on the original 80-acre expansion property where the towers will be manufactured. As shown on the site plan the manufacturing plant occupies 4 buildings with the balance of the property being used for storage, circulation and the wharf. Therefore, an off-site solution is necessary. Due to the need that the employee parking is located as close to the buildings as possible, the alternative considered included the surrounding adjacent parcels. Properties along Normanskill Street /South Port Road were considered but none were available, and the property to the south owned by PS&G was also not available. The parking on the adjoining National Grid property is situated to minimize impacts to wetlands.

Building Heights

Building C will have a building height of approximately 80 feet with 30-foot exhaust stacks. A height of 100 feet is needed for Building A because that is the minimum height required to allow for the manufacturing of the 10 meter (32-ft.) diameter x 50 meter (164-ft.) long tower sections. The height of the overhead cranes within the building and the building roof structure are at the minimum height required for safety, operations and building code requirements. The project eliminated the 70-meter (230-ft.) tower production line which would have required taller buildings.

SAV Impacts

Various wharf lengths were considered for the Project ranging from an 800 - 1,300 linear foot wharf. Additionally, a recessed wharf was considered, which would have required increased dredging in the Hudson River. The original location of the wharf was further south, however, an SAV survey was completed by Biodiversity in 2020 identified three (3) SAV beds within the wharf location, which would have impacted more SAV's. Therefore, the proposed wharf location and size (500 linear feet by 93-ft. wide) was selected to meet the minimum needs of the Project while reducing impacts to the Hudson River and SAV.

The Planning Board finds that the proposed Action is the most appropriate for the purposes of this SEQRA Review. With the minimization and mitigation measures set forth above, the Proposed Action has minimized and mitigated environmental impacts to the greatest extent practicable and the nature and economic benefits of the Project outweigh any remaining environmental impacts.

5.0 IRREVERSIBLE AND IRRETRIEVABLE COMMITMENT OF RESOURCES

The Project will result in the development of currently vacant, and partially previously disturbed lands for industrial use. Once constructed, the lands would be unavailable for other potential uses for as far in the future as can be determined, based on what is currently known.

During construction natural and human resources will be consumed, converted, or made unavailable for future use. This would include building materials, fossil fuels, natural gas, and manpower. At this time, such resources are considered to be readily available and should not present a burden upon scarce materials or resources.

Future manpower commitments would include required emergency personnel services (police, fire, and medical services) in the event of an emergency. The project sponsor has received notice from the police, fire, and ambulance service that they have the resources to serve the Project.

The Project will not cause any irreversible and irretrievable commitment of resources as it relates to the Ezra Prentice community.

The Planning Board finds that with the implementation of the identified mitigation measures, the Proposed Action is expected to result in positive, long-term overall impacts that will offset the identified irreversible and irretrievable commitment of resources.

6.0 GROWTH INDUCING ASPECTS

The project is not anticipated to create a significant increase in the populations of local communities such that additional private or public services are required, as discussed in 2020 FGEIS.

7.0 CUMULATIVE IMPACTS

The overall Project is approximately 626,014 SF of new buildings within approximately 82 acres of development area and will provide approximately 550 full time jobs. The number of proposed employees and the overall building area are slightly less than that projected in the 2020 FGEIS; therefore, taking into consideration of past, present, and reasonably foreseeable future actions in the vicinity of the Project Area, should not result in significant cumulative impacts to the same resource(s).

8.0 ADVERSE ENVIRONMENTAL IMPACTS WHICH CANNOT BE AVOIDED

The Project has been outlined such that adverse temporary and permanent environmental impacts will be minimized, avoided or mitigated to degree possible in accordance with local, state and federal guidelines and regulations.

Temporary, normal, unavoidable short-term impacts from construction will be mitigated using common industry practices. Dust will be mitigated utilizing methods such as spraying water. Noise will be mitigated by confining construction to work periods permitted by the Town and City and that all equipment is has operational exhaust and muffler systems. All truck traffic, including construction vehicles, will be routed through the existing City Streets through the Port District to avoid traveling on South Pearl Street through the Ezra Prentice community.

Environmental impacts that have been identified that cannot be minimized, avoided or mitigated include the following:

1. Removal of existing vegetation (low quality) and habitat modification within the project limits

The Project will result in unavoidable impacts that can be mitigated, all of which are summarized in FSEIS Table 1.3-1: Potential Impacts and Proposed Mitigation Measures.

All impacts have proposed mitigation measures that would reduce or eliminate the impacts within each discussion area. If the identified mitigation measures are implemented, the Project is expected to result in a positive, long term impact that will offset the adverse effects that cannot be avoided.

Overall, the use of a previously heavily disturbed vacant site, with existing infrastructure (roads and rail) and utilities (water, sewer, natural gas, and electric) already in place, is considered to be far more less likely to result in adverse environmental impacts as compared to the development of potentially less disturbed, more natural lands along the Hudson River.

The Planning Board finds that with the implementation of these mitigation measures, the Proposed Action is expected to result in positive, long-term overall impacts that will offset the identified adverse effects that cannot otherwise be avoided.

9.0 CERTIFICATION

Certification to Approve/Fund/Undertake:

Having considered the Supplemental Draft and Supplemental Final Environmental Impact Statements as well as the Final Generic Environmental Impact Statement and Findings Statement, and having considered the preceding written facts and conclusions relied on to meet the requirements of 6 NYCRR Part 617.11, this Statement of Findings certifies that:

1. The requirements of 6 NYCRR Part 617 have been met; and
2. Consistent with social, economic and other essential considerations from among the reasonable alternatives available, the action is one that avoids or minimizes adverse environmental impacts to the maximum extent practicable, and that adverse environmental impacts will be avoided or minimized to the maximum extent practicable by incorporating as conditions to the decision those mitigation measures that were identified as practicable.

Town of Bethlehem Planning Board

Name of Agency



Signature of Responsible Official

Brian Gyory, Planning Board Chair
Name/Title of Responsible Official

Contact Person: Robert Leslie, AICP
Director of Planning rleslie@townofbethlehem.org

Address of Agency: Town of Bethlehem Planning Board
445 Delaware Avenue
Delmar, NY 12054

Cc: US Army Corps of Engineers
New York State Department of Environmental Conservation
New York State Department of Transportation
New York State Office of General Services
New York State Department of State
New York State Energy and Research Development Authority
Albany County Health Department
Town of Bethlehem Town Board
Town of Bethlehem Planning Board
Town of Bethlehem Zoning Board of Appeals
Town of Bethlehem Department of Public Works
Board of Commissioners of the Albany County Water Purification District

**FINDINGS STATEMENT LIST OF ACRONYMS
(IN ALPHABETICAL ORDER)**

ACOE	Army Corps of Engineers
AHA	Albany Housing Authority
AMMP	Avoidance, Minimization, and Mitigation Plan
APDC	Albany Port District Commission
AWWA	American Water Works Association
CAMP	Community Air Monitoring Plan
CDTC	Capital District Transportation Committee
DGEIS	Draft Generic Environmental Impact Statement
EJ	Environmental Justice
EMS	Emergency Medical Services
EPA	Environmental Protection Agency
EWP	Excavation Work Plan
FGEIS	Final Generic Environmental Impact Statement
FHWA	Federal Highway Administration
GEIS	Generic Environmental Impact Statement
GHG	Greenhouse gas
GPD	Gallons Per Day
GPM	Gallons Per Minute
GPS	Global Positioning System
HASP	Health and Safety Plan
LEED	Leadership in Energy and Environmental Design
LWRP	Local Waterfront Revitalization Program
MGD	Millions of Gallons Per Day
MPH	Miles Per Hour
MS4	Municipal Separate Storm Sewer System
NYCRR	New York Codes, Rules and Regulations
NYS	New York State
NYSDEC	New York State Department of Environmental Conservation
NYSDOH	New York State Department of Health
NYSDOT	New York State Department of Transportation
NYSOPRHP	New York State Office of Parks, Recreation, and Historic Preservation
ROW	Right of Way
SEQRA	State Environmental Quality Review Act
SMP	Site Management Plan
SPCC	Spill Prevention, Control, and Countermeasure
SPDES	State Pollution Discharge Elimination System
SSAP	Sediment Sampling and Analysis Program
SWPPP	Stormwater Pollution Prevention Plan
USACE	United States Army Corps of Engineers

EXHIBIT K
APPROVING RESOLUTION

**APPROVING RESOLUTION
ALBANY PORT DISTRICT COMMISSION PROJECT**

A regular meeting of Town of Bethlehem Industrial Development Agency (the “Agency”) was convened in public session at the offices of the Agency located at the Town of Bethlehem Town Hall located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York on March 25, 2022, at 8:00 o’clock, a.m., local time.

The meeting was called to order by the Chair and, upon roll being called, the following members of the Agency were:

PRESENT:

Victoria Storrs	Chair
Tim Maniccia	Secretary
Richard Kotlow	Treasurer
David Kidera	Member
Chris Bub	Member

ABSENT:

Jared Finke	Member
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AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Catherine Hedgeman, Esq.	Executive Director, Assistant Secretary and Agency Counsel
Allen F. Maikels	Treasurer, Chief Financial Officer and Contracting Officer
Robin Nagengast	Assistant Executive Director
Robert Leslie	Director, Department of Economic Development & Planning

The following resolution was offered by David Kidera, seconded by Richard Kotlow, to wit:

Resolution No. 0322-___

**RESOLUTION AUTHORIZING EXECUTION OF DOCUMENTS IN CONNECTION
WITH A LEASE/LEASEBACK TRANSACTION FOR A PROJECT FOR ALBANY
PORT DISTRICT COMMISSION (THE “APDC”).**

WHEREAS, Town of Bethlehem Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 582 of the 1973 Laws of New York, as amended, constituting Section 909-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial, manufacturing and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in September, 2021, the Albany Port District Commission, a New York State public benefit corporation (the “APDC”), submitted an application (the “Application”) to the Agency, which Application requested that the Agency consider undertaking a project (the “Project”) for the benefit of the APDC, said Project consisting of the following: (A) (1) the acquisition of an interest in two (2) parcels of land containing in the aggregate approximately 81 acres located on Port Road South (tax map number 98.01-2-1) and East of River Road (NYS Rt. 144) south of Normans Kill and north of PSEG property (tax map number 98.00-2-10.23) in the Town of Bethlehem, Albany County, New York (collectively, the “Land”), (2) the construction on the Land of four (4) buildings containing in the aggregate approximately 560,000 square feet of space, a bridge, related parking and various infrastructure improvements (collectively, the “Facility”) and (3) the acquisition and installation therein and thereon of related fixtures, machinery, equipment and other tangible personal property (collectively, the “Equipment”) (the Land, the Facility, and the Equipment being collectively hereinafter referred to as the “Project Facility”), all of the foregoing to constitute an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities; (B) the granting of certain potential “financial assistance” (within the meaning of Section 854(14) of the Act) with respect to the foregoing, including potential exemptions from certain sales and use taxes (the “Financial Assistance”); and (C) the lease (with an obligation to purchase) or sale of the Project Facility to the APDC or such other person as may be designated by the APDC and agreed upon by the Agency; and

WHEREAS, pursuant to the authorization contained in a resolution adopted by the members of the Agency on September 24, 2021 (the “Public Hearing Resolution”), the Executive Director of the Agency (A) caused notice of a public hearing of the Agency (the “Public Hearing”) pursuant to Section 859-a of the Act, to hear all persons interested in the Project and the financial assistance being contemplated by the Agency with respect to the Project, to be mailed on September 30, 2021 to the chief executive officers of the county and of each city, town, village and school district in which the Project Facility is to be located, (B) caused notice of the Public Hearing to be posted on September 28, 2021 at the Town Hall Auditorium located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York, (C) caused notice of the Public Hearing to be published on October 1, 2021 in the Albany Times Union, a newspaper of general circulation available to the residents of Town of Bethlehem, New York, (D) conducted the Public Hearing on October 13, 2021 at 4:30 p.m., local time at the Town Hall Auditorium located at 445 Delaware Avenue in the Town of Bethlehem, Albany County, New York 12054, and (E) prepared a report of the Public Hearing (the “Public Hearing Report”) fairly summarizing the views presented at such Public Hearing and caused copies of said Public Hearing Report to be made available to the members of the Agency; and

WHEREAS, by resolution adopted by the members of the Agency on December 17, 2021 (the “Preliminary Term Sheet Resolution”), the Agency approved an IDA Term Sheet (the “IDA Term Sheet”) outlining the Financial Assistance the Agency would provide, which assistance was contingent upon (A) the completion of the SEQRA (as hereinafter defined) review by the Town of Bethlehem Planning Board (the “Planning Board”), (B) the preparation, review and finalization of the documents providing for an IDA straight lease transaction (the “APDC Documents”) outlined below, such documents to be subject to review and approval by the Agency Counsel, and (C) adoption by the Agency of an “approving resolution” which approves the APDC Documents; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), (A) the Executive Director of the Agency has reported to the members of the Agency, as follows: (1) that all state and local governmental agencies identified as “involved agencies” with respect to the Project have agreed that the Town of Bethlehem Planning Board should act as the “lead agency” (the “Lead Agency”) pursuant to SEQRA with respect to the Project; (2) the Lead Agency on May 5, 2020, accepted a final generic environmental impact statement (the “FGEIS”) prepared with respect to the Project, which analyzed and evaluated potential environmental impacts equally with social and economic factors associated with the conceptual development of the Project; (3) on June 2, 2020, the Lead Agency adopted the FGEIS Findings Statement, which established thresholds pursuant to SEQRA to be followed during the design, construction and operations phase of a future specific Project; (4) a supplemental draft environmental impact statement (the “SDEIS”) was submitted to the Lead Agency on November 16, 2021; (5) the Lead Agency accepted the supplemental final environmental impact statement (the “SFEIS”) on March 1, 2022; (6) the staff of the Agency received a copy of the FGEIS, the SDEIS and the SFEIS; (7) the staff of the Agency reviewed the FGEIS, the SDEIS and the SFEIS; (8) the staff of the Agency also received a copy of a Planning Board’s Findings Statement relative to the FGEIS, the SDEIS and the SFEIS (the “Findings Statement”), which Findings Statement was adopted by the Lead Agency on March 15, 2022; and (9) the staff of the Agency reviewed the Findings Statement and (B) by resolution adopted by the members of the Agency on March 25, 2022 (the “SEQR Resolution”), the members of the Agency (1) concurred in the determination by the Town of Bethlehem Planning Board should act as the “lead agency” pursuant to SEQRA with respect to the Project; (2) adopted the Findings Statement as the Agency’s written findings statement relative to the Project, as required by Section 617.11(c) of the Regulations and (3) determined to proceed with the Project; and

WHEREAS, the Agency has given due consideration to the Application, and to representations by the APDC that (A) the granting by the Agency of the Financial Assistance with respect to the Project will be an inducement to the APDC to undertake the Project in the Town of Bethlehem, New York and (B) the completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York; and

WHEREAS, the Agency desires to encourage the APDC to preserve and advance the job opportunities, health, general prosperity and economic welfare of the people of the Town of Bethlehem, New York by undertaking the Project in the Town of Bethlehem, New York; and

WHEREAS, in order to consummate the Project and the granting of the Financial Assistance described in the notice of the Public Hearing, the Agency proposes to enter into the following documents (hereinafter collectively referred to as the “Agency Documents”): (A) a certain lease to agency (the “Lease to Agency” or the “Underlying Lease”) by and between the APDC, as landlord, and the Agency, as tenant, pursuant to which the APDC will lease to the Agency the Land and all improvements now or hereafter located on said portion of the Land (collectively, the “Leased Premises”); (B) a certain license agreement (the “License to Agency” or the “License Agreement”) by and between the APDC, as licensor, and the Agency, as licensee, pursuant to which the APDC will grant to the Agency (1) a license to enter upon the Land (the “Licensed Premises”) for the purpose of undertaking and completing the Project and (2) in the event of an occurrence of an Event of Default by the APDC, an additional license to enter upon the Licensed Premises for the purpose of pursuing its remedies under the Lease Agreement (as hereinafter defined); (C) a lease agreement (and a memorandum thereof) (the “Lease Agreement”) by and between the Agency and the APDC, pursuant to which, among other things, the APDC agrees to undertake the Project as agent of the Agency and the APDC further agrees to lease the Project Facility from the Agency and, as rental

thereunder, to pay the Agency's administrative fee relating to the Project and to pay all expenses incurred by the Agency with respect to the Project; (D) a uniform agency project agreement (the "Uniform Agency Project Agreement") by and between the Agency and the APDC regarding the granting of the financial assistance and the potential recapture of such assistance; (E) a certain recapture agreement (the "Section 875 GML Recapture Agreement") by and between the APDC and the Agency, required by the Act, regarding the recovery or recapture of certain sales and use taxes; (F) a sales tax exemption letter (the "Sales Tax Exemption Letter") to ensure the granting of the sales tax exemption which forms a part of the Financial Assistance; (G) a New York State Department of Taxation and Finance form entitled "IDA Appointment of Project Operator or Agency for Sales Tax Purposes" (the form required to be filed pursuant to Section 874(9) of the Act) (the "Thirty-Day Sales Tax Report") and any additional report to the Commissioner of the State Department of Taxation and Finance concerning the amount of sales tax exemption benefit for the Project (the "Additional Thirty-Day Project Report"); and (H) various certificates relating to the Project (the "Closing Documents");

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF TOWN OF BETHLEHEM INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. All action taken by the Executive Director of the Agency, Agency Counsel and Agency Special Counsel with respect to the Public Hearing with respect to the Project is hereby ratified and confirmed.

Section 2. The law firm of Whiteman Osterman & Hanna LLP is hereby appointed Special Counsel to the Agency with respect to all matters in connection with the Project. Special Counsel for the Agency is hereby authorized, at the expense of the APDC, to work with the APDC, counsel to the APDC, counsel to the Agency and others to prepare, for submission to the Agency, all documents necessary to effect the transactions contemplated by this Resolution. Special Counsel has prepared and submitted an initial draft of the Agency Documents to staff of the Agency.

Section 3. The Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act;

(B) The Project constitutes a "project," as such term is defined in the Act;

(C) The Project site is located entirely within the boundaries of the Town of Bethlehem, New York;

(D) It is estimated at the present time that the costs of the planning, development, acquisition, construction and installation of the Project Facility (collectively, the "Project Costs") will be approximately \$235,213,646;

(E) The completion of the Project will not result in the removal of a plant or facility of any proposed occupant of the Project Facility from one area of the State of New York to another area in the State of New York and will not result in the abandonment of one or more plants or facilities of any occupant of the Project Facility located in the State of New York;

(F) The Project Facility does not constitute a project where facilities or property that are primarily used in making retail sales of goods or services to customers who personally visit

such facilities constitute more than one-third of the total cost of the Project, and accordingly the Project is not prohibited by the provisions of Section 862(2)(a) of the Act;

(G) The Project should receive financial assistance in the form of an exemption from sales tax based on the following factors contained in Section 1703 of the Agency's Uniform Tax Exemption Policy ("UTEPP"):

- (1) the nature of the Project Facility is industrial/manufacturing (Factor #1);
- (2) the nature of the real property before the Project is undertaken is vacant land (Factor #2);
- (3) the general economic condition of the area where the Project Facility will be located is generally under-developed (Factor #3);
- (4) the Project will create a significant number of permanent private sector jobs (Factor #4);
- (5) the estimated value the tax exemptions (i.e., exemption from sales tax) to be provided is approximately \$853,000 (Factor #5);
- (6) the impact of the Project on affected tax jurisdictions is beneficial as the Project will stimulate development and growth in the Capital District (Factor #6);
- (7) the impact of the Project will be beneficial to existing and proposed businesses (the Project reflects a significant NYS initiative of stimulating and assisting renewable energy projects in NYS in general and the Capital District in particular) (Factor #7);
- (8) the amount of private sector investment is approximately \$235,213,646 (Factor #8);
- (9) it is likely that the Project Facility will be completed on time (Factor #9);
- (10) the Town Planning Board has been the lead agency with respect to the Project and has issued a EIS and a Findings Statement with respect to the Project (Factor #10);
- (11) due to the increased development relating to the Project, it is expected that the Project will provide additional sources of revenue to the municipalities and school district in which the Project Facility is located (Factor #11);
- (12) it is expected that the undertaking of the Project will provide economic benefits not otherwise available in the Town of Bethlehem (Factor #12);
- (13) the affected tax jurisdictions will be reimbursed if the Project is not completed (i.e., the Agency will enter into a Uniform Agency Project Agreement providing for claw-backs (see Exhibit A attached)) (Factor #13);
- (14) at the public hearing held by the Agency with respect to the Project, all persons who spoke supported the Project (Factor #14);

(15) it is expected that the Project Facility will have a minimal impact on the need for additional services and such issues were (Factor #15);

(16) the Financial Assistance and the involvement of the Agency are significant components in the ability of the APDC to undertake and complete the Project (Factor #16), and

(17) the Project is designed to provide for renewable energy facilities, and will utilize, to the fullest extent practicable and feasible, resource conservation, energy efficiency, green technologies, and alternative and renewable energy measures (Factor #17).

(H) The provisions regarding potential claw-backs of the Financial Assistance are described in Exhibit A attached to this Resolution;

(I) The granting of the Financial Assistance by the Agency with respect to the Project will promote and maintain the job opportunities, general prosperity and economic welfare of the citizens of the Town of Bethlehem, Albany County, New York and the State of New York and improve their standard of living, and thereby serve the public purposes of the Act;

(J) The Agency has reviewed the Public Hearing Report and has fully considered all comments contained therein; and

(K) It is desirable and in the public interest for the Agency to enter into the Agency Documents.

Section 4. In consequence of the foregoing, the Agency hereby determines to: (A) accept the License Agreement; (B) lease the Project Facility to the APDC pursuant to the Lease Agreement; (C) acquire, construct and install the Project Facility, or cause the Project Facility to be acquired, installed and constructed; (D) enter into the Uniform Agency Project Agreement; (E) enter into the Section 875 GML Recapture Agreement; and (F) grant the Financial Assistance with respect to the Project.

Section 5. The Agency is hereby authorized (A) to acquire a license in the Licensed Premises pursuant to the License Agreement, (B) to acquire a leasehold interest in the Leased Premises pursuant to the Underlying Lease, (C) to acquire title to the Equipment pursuant to a bill of sale (the "Bill of Sale to Agency") from the APDC to the Agency, and (D) to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisitions are hereby approved, ratified and confirmed.

Section 6. The Agency is hereby authorized to acquire, construct and install the Project Facility as described in the Lease Agreement and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition, construction and installation are hereby ratified, confirmed and approved.

Section 7. The Chair of the Agency, with the assistance of Agency Counsel and/or Special Counsel, is authorized to negotiate and approve the form and substance of the Agency Documents.

Section 8. The Agency has been informed that Hodgson Russ LLP is acting as counsel to the APDC with respect to the Project. As described in Section 2 above, the Agency has retained Whiteman Osterman & Hanna LLP to act as Agency Special Counsel with respect to the Project. The Agency hereby

waives any potential conflict resulting from Hodgson Russ LLP acting as counsel to the APDC with respect to the Project, and on any other related or unrelated matters, and authorizes the Chief Executive Officer and/or the Chair to execute any document or documents evidencing such waiver.

Section 9. (A) The Chair of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agency Documents, and, where appropriate, the Secretary (or Assistant Secretary) of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in the forms thereof as the Chair shall approve, the execution thereof by the Chair to constitute conclusive evidence of such approval.

(B) The Chair of the Agency is hereby further authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 10. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 11. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Victoria Storrs	VOTING	YES
Tim Maniccia	VOTING	YES
Richard Kotlow	VOTING	YES
David Kidera	VOTING	YES
Jared Finke	VOTING	ABSENT
Chris Bub	VOTING	YES

The foregoing Resolution was thereupon declared duly adopted.

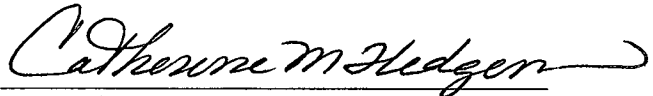
STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned Secretary of Town of Bethlehem Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on March 25, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

25th IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this day of March, 2022.


Secretary

(SEAL)

EXHIBIT A

DESCRIPTION OF THE RECAPTURE EVENTS

In connection with the Project and the granting of the Financial Assistance, the Agency and the Project Beneficiary agree that the following shall constitute recapture events with respect to the Project and the granting of the Financial Assistance:

- (1) failure to complete the acquisition, construction and installation of the Project Facility by the Completion Date;
- (2) liquidation of substantially all of the APDC's operating assets and/or cessation of substantially all of the APDC's operations;
- (3) relocation of all or substantially all of the APDC's operations at the Project Facility to another site, or the sale, lease or other disposition of all or substantially all of the Project Facility;
- (4) failure by the APDC to comply in all material respects with the annual reporting requirements or to provide the Agency with requested information;
- (5) sublease of all or part of the Project Facility in violation of the Basic Documents;
- (6) a change in the use of the Project Facility, other than as an industrial/manufacturing facility to be owned by the APDC and operated by a joint venture third party operator as a wind tower manufacturing and shipping facility and any other directly and indirectly related activities and other directly and indirectly related uses; or
- (7) failure by the APDC to make an actual investment in the Project by the Project's Completion Date equal to or exceeding 80% of the Total Project Costs as set forth in the APDC's application for Financial Assistance.

EXHIBIT L

PENDING LITIGATION

The Project is the subject of an Article 78 petition, captioned *Lorraine Thompson et al v. Albany Port District Commission et al*, challenging the environmental review and findings conducted pursuant to SEQRA, including, but not limited to, the Supplemental Environmental Impact Statement and Findings, SEQR Determinations, Zoning Board of Appeals Decision, and Planning Board Conditional Site Plan Approval Resolution dated May 17, 2022, filed May 18, 2022 with the Town of Bethlehem Clerk. On June 17, 2022, petitioners filed a Notice of Petition Index No. 904705-22 with the Albany County Supreme Court requesting Oral Argument and naming each of the following as respondents: (a) the Albany Port District Commission; (b) the Town of Bethlehem Planning Board; (c) the Town of Bethlehem Zoning Board of Appeals; and (d) the Town of Bethlehem. Copies of the Notice of Petition are attached hereto as Schedule A.

SCHEDULE A
NOTICE OF PETITION

- SEE ATTACHED -



Case Caption: Lorraine Thompson et al v. Albany Port District Commission et al

Judge Name:

Doc #	Document Type/Information	Status	Date Received	Filed By
1	PETITION Petition	Processed	06/17/2022	Dempf, R.
2	NOTICE OF PETITION Notice of Petition	Pending	06/17/2022	Dempf, R.
3	EXHIBIT(S) Approval Documents	Processed	06/17/2022	Dempf, R.
4	EXHIBIT(S) Google Map of Site	Processed	06/17/2022	Dempf, R.
5	EXHIBIT(S) Additional Google Map of Site	Processed	06/17/2022	Dempf, R.
6	EXHIBIT(S) Flato Pictures and Concerns 5 Anders Lane, Glenmont, New York 12077	Processed	06/17/2022	Dempf, R.
7	EXHIBIT(S) Gross-Prater Pictures 219 and 215 River Road, Glenmont, New York 12077	Processed	06/17/2022	Dempf, R.
8	EXHIBIT(S) Riscavage Pictures 177 River Road	Processed	06/17/2022	Dempf, R.
9	EXHIBIT(S) Neighbors Petitions to Annul Approval	Processed	06/17/2022	Dempf, R.
10	EXHIBIT(S) Maier Traffic Accidents and Dangerous Conditions - 11 Anders Lane	Processed	06/17/2022	Dempf, R.
11	EXHIBIT(S) McFarland Johnson Report dated 7-21-2021 (8 pages, portions of report)	Processed	06/17/2022	Dempf, R.
12	RJI -RE: NOTICE OF PETITION	Pending	06/17/2022	Dempf, R.

STATE OF NEW YORK
SUPREME COURT COUNTY OF ALBANY

LORRAINE THOMPSON, VALERIAN MASAO,
KERRY MCCAREY, JOHN WALLACE
AND KAREN JAMACK, DANIEL FIATO AND
NATASHA FIATO, NATHANIEL GRAY,
DANIEL MAIER AND JOANNE MAIER,
KIRK RHATIGAN AND RACHEL APUNTE,
NICK ESPOSITO, TIMOTHY GROSS
AND SUSAN GROSS, GERTRUDE PRATER,
CHRISTINE DELSIGNORE, JOHN BOHL AND
KATHLEEN BOHL, BARBARA RISCavage,
ANGELA VANFONDA, PHILLIP ROWLANDS AND
CYNTHIA ROWLANDS, EBEN COREY AND JANINE GOETZ,
AMY MUSIKER, LORI DEMPF, STEVEN KONAS AND
SUSAN KONAS, LYNNE MCLBER, AND SHERI CANFIELD

VERIFIED PETITION
Index#: 904705-22

Petitioners,

-against-

ALBANY PORT DISTRICT COMMISSION
TOWN OF BETHLEHEM PLANNING BOARD,
TOWN OF BETHLEHEM ZONING BOARD OF
APPEALS, AND TOWN OF BETHLEHEM

Respondents.

Petitioners, Lorraine Thompson, Valerian Masao, Kerry McCarey, John Wallace and Karen Jamack, Daniel Fiato and Natasha Fiato, Nathaniel Gray, Daniel Maier and Joanne Maier, Kirk Rhatigan and Rachel Apunte, Nick Esposito, Timothy Gross and Susan Gross, Gertrude Prater, Christine Delsignore, John Bohl and Kathleen Bohl, Barbara Riscavage, Angela Vanfonda, Phillip Rowlands and Cynthia Rowlands, Eben Corey and Janine Goetz, Amy Musiker, Lori Dempf, Steven Konas and Susan Konas, Lynne Moleer, and Sheri Canfield by and through their attorneys, Tobin and Dempf, LLP, as and for a Verified Petition, upon information and belief

PLEASE TAKE FURTHER NOTICE, that an answer, certified transcript of the record of the proceeding, and supporting affidavits, if any, shall be served at least five days before the aforesaid date of hearing pursuant to Sections 7804(c) and 7804(e) of the Civil Practice Law and Rules.

Dated: June 17, 2021
Albany, New York


TOBIN AND DEMPf, LLP

R. Christopher Dempf, Esq,
Attorneys for Petitioners
515 Broadway
Albany, New York 12207
Telephone: (518) 463-1177
Email: rdempf@tdlaws.com

To: Albany Port District Commission,
Town of Bethlehem Planning Board,
Town of Bethlehem Zoning Board of Appeals,
and Town of Bethlehem

STATE OF NEW YORK
SUPREME COURT COUNTY OF ALBANY

LORRAINE THOMPSON, VALERIAN MASAO,
KERRY MCCAREY, JOHN WALLACE
AND KAREN JAMACK, DANIEL FIATO AND
NATASHA FIATO, NATHANIEL GRAY,
DANIEL MAIER AND JOANNE MAIER,
KIRK RHATIGAN AND RACHEL APUNTE,
NICK ESPOSITO, TIMOTHY GROSS
AND SUSAN GROSS, GERTRUDE PRATER,
CHRISTINE DELSIGNORE, JOHN BOHL AND
KATHLEEN BOHL, BARBARA RISCAVAGE,
ANGELA VANFONDA, PHILLIP ROWLANDS AND
CYNTHIA ROWLANDS, EBEN COREY AND JANINE GOETZ,
AMY MUSIKER, LORI DEMPFF, STEVEN KONAS AND
SUSAN KONAS, LYNNE MCLBER, AND SHERI CANFIELD

NOTICE OF PETITION

Index#: 904705-22

Petitioners,

-against-

**ORAL ARGUMENT
REQUESTED**

ALBANY PORT DISTRICT COMMISSION
TOWN OF BETHLEHEM PLANNING BOARD,
TOWN OF BETHLEHEM ZONING BOARD OF
APPEALS, AND TOWN OF BETHLEHEM

Respondents.

PLEASE TAKE NOTICE, that upon the annexed verified petition and the exhibits annexed thereto, the undersigned attorneys will move this Court at the Albany County Courthouse located at 16 Eagle Street, Albany, New York 12207, at 9:30 a.m. on August 25, 2022, or soon thereafter as counsel may be heard, for an Order pursuant to Section 282 of the Town Law of the State of New York, to review and annul the Respondents Approvals for the project known as "Albany Port District Commission Industrial Park Project (Port of Albany Expansion Marmon/ Welcon Off Shore Wind Tower Manufacturing Plan)," the SEQR Findings including but not limited to the Supplemental Environmental Impact Statement and Findings, SEQR Determinations, Zoning Board of Appeals Decision and Planning Board Conditional Site Plan Approval Resolution dated May 17, 2022, filed May 18, 2022 with the Town of Bethlehem Clerk, and for such other and further relief as may be just, proper and equitable.

state as follows:

PRELIMINARY STATEMENT

1. This is an Article 78 proceeding to review the project known as the Albany Port District Commission Industrial Park Project (Port of Albany Expansion Marmon/ Welcon Off Shore Wind Tower Manufacturing Plant) (hereinafter known as "Wind Tower Factory"), the actions of Respondents, Town of Bethlehem Planning Board, Town of Bethlehem, Zoning Board of Appeals, Albany Port District Authority. Petitioners seek to annul and reverse such resolutions and for an Order pursuant to Section 282 of the Town Law of the State of New York, to review and ultimately annul the Planning Board's SEQR resolutions allegedly and upon information and belief summarized as follows: on May 5, 2020 declaring the Final Generic Environmental Impact Statement for the project complete and issuing a findings statement; a resolution on June 2, 2020, of a SEQR positive declaration and that it would continue as lead agency; that additional site requirements were determined necessary by the Applicant and that it resolved on July 6, 2021 that a Supplemental Draft Environmental Impact Statement (SDEIS) would be required and submitted by Applicant dated October 2021 with public comments and public hearing held December 7, 2021 with public comments through December 17, 2021; resolution adopted March 1, 2022 declaring the final Supplemental Environmental Impact Statement (SEIS) complete and thereafter it issued its SEQR findings statement pursuant to resolution adopted March 15, 2022, that the Zoning Board of Appeals granted certain height, setback, planting and other variances, and thereafter the Planning Board issued its site plan approval dated May 17, 2022 which was then filed in the Town of Bethlehem Clerk's office on March 18, 2022; "Site Plan Approval" resolution dated May 17, 2022, filed May 18, 2022 in the Bethlehem Town Clerk's Office, and to grant the Petitioners such other and further relief as the

Court may deem just, proper, and equitable to otherwise annul and reverse the Planning Board's determination made on May 17, 2022 and filed in the Town of Bethlehem Clerk's Office on May 18, 2022, (see Approval documents referred to as Exhibit "A") referred to here as "Wind Tower Factory".

PARTIES

2. Petitioners, Lorraine Thompson, Valerian Masao, Kerry McCarey, John Wallace and Karen Jamack, Daniel Fiato and Natasha Fiato, Nathaniel Gray, Daniel Maier and Joanne Maier, Kirk Rhatigan and Rachel Apunte, Nick Esposito, Timothy Gross and Susan Gross, Gertrude Prater, Christine Delsignore, John Bohl and Kathleen Bohl, Barbara Riscavage, Angela Vanfonda, Phillip Rowlands and Cynthia Rowlands, Eben Corey and Janine Goetz, Amy Musiker, Lori Dempf, Steven Konas and Susan Konas, Lynne Mcleer, and Sheri Canfield at all times relevant, were and owners and/or residents of certain real property adversely impacted by the proposed Wind Tower Factory along River Road in the Town of Bethlehem, Albany County, New York, and Respondents' decisions and approvals herein.

- a. Lorraine Thompson
38 Old River Road
Glenmont, New York 12077
- b. Valerian Masao
30 Old River Road
Glenmont, New York 12077
- c. Garrett McCarey
36 Old River Road
Glenmont, New York 12077
- d. John Wallace and Karen Jamack
35 Old River Road
Glenmont, New York 12077

- e. Daniel Fiato and Natasha Fiato
5 Anders Lane
Glenmont, New York 12077
- f. Nathaniel Gray
9 Anders Lane
Glenmont, New York 12077
- g. Daniel Maier and Joanne Maier
11 Anders Lane
Glenmont, New York 12077
- h. Kirk Rhatigan and Rachel Apunte
93 Glenmont Road
Glenmont, New York 12077
- i. Nick Esposito
224 River Road
Glenmont, New York 12077
- j. Timothy Gross and Susan Gross (Also, owners of 215 River Road)
219 River Road
Glenmont, New York 12077
- k. Gertrude Prater
215 River Road
Glenmont, New York 12077
- l. Christine Delsignore
201 River Road
Glenmont, New York 12077
- m. John and Kathleen Bohl (Also, owners of 187 River Road; Lot on
185 River Road Corner of River Road and Halter Road; and
Glenmont, New York 12077 10 Halter Road)
- n. Barbara Riscavage
177 River Road
Glenmont, New York 12077
- o. Angela Vanfonda
175 River Road
Glenmont, New York 12077

- p. Phillip Rowlands and Cynthia Rowlands (Owners of Tax Map No. 98.01-54 Halter Road 1-17 (89.90 Acres) and No. 90.01-1-16 (.57 Acres)
Glenmont, New York 12077
- q. Eben Corey and Janine Goetz
117 Retreat House Road
Glenmont, New York 12077
- r. Amy M. Musiker
146 Glenmont Road
Glenmont, New York 12077
- s. Lori A. Dempf
74 Hartman Road
Glenmont, New York 12077
- t. Steven Konas and Susan Konas
16 Wiggand Drive
Glenmont, New York 12077
- u. Lynne Mcleer
15 Mallard Road
Glenmont, New York 12077
- v. Sheri Canfield
23 David
Glenmont, New York 12077

3. The Petitioners seek to reverse and annul Respondents Application/Approvals on multiple substantive and procedural grounds.

4. Given such proximity, the character of the proposed project and development, the failure of the Respondent Planning Board to act in the manner prescribed by law, the adverse affect on the of quiet enjoyment of Petitioners' properties, the adverse impact on Petitioners' real property and the value thereof, as well as adversely affecting Petitioners' use, health, safety, and welfare of same, resulting from Respondents' approval, Petitioners are aggrieved persons.

5. Respondent, Town of Bethlehem Planning Board ("Planning Board") and Zoning

Board of Appeals are duly organized Boards of the Town of Bethlehem existing pursuant to Town Law § 271 *et seq.*

6. Respondent, Town of Bethlehem ("Town"), is a municipal corporation existing by and under the laws of the State of New York.

7. Respondent Albany Port District Commissions is a public benefit corporation existing and operating by virtue of the laws of the State of New York, with offices at 106 Smith Boulevard, Albany, New York 12202.

FACTS

8. Pursuant to New York Town § 282, this proceeding is brought to review and ultimately annul the Board's various SEQR resolutions and findings as well as the Zoning board of Appeals decision and to annul and reverse its conditional Site Approval dated May 17, 2022 and filed in the Town of Bethlehem Clerk's office on May 18, 2022 on the grounds that its various decisions were arbitrary, capricious, and contrary to law and the facts disclosed by the record, which record will be submitted by Respondent Town as part of this proceeding, for which Petitioners reserves the right to supplement.

9. Notice: Petitioners were not provided adequate notice of the public meetings and were not noticed with an opportunity to comment and provide input for the development of the environmental impact statement. Written notice should have been provided to all residents impacted by this project. Respondents disregarded the required notice. Respondents provided mailed written notice to residents within 200 feet but here the recipients of such notice are commercial owners. Not to provide such written notice to residential property owners within the impact area (1-2 miles) for the present 80 acre project, with near and distant views and impacts, is not within the spirit of the law and the duties that a lead agency supervising the Environmental

Impact Statement Process is mandated to follow.

10. Failure to Consider the Character of the Neighborhood: Petitioners, especially those living on Old River Road, Anders Lane, Glenmont Road, River Road, Halter Road, and Retreat House Road, were within the area most adversely and directly impacted yet ignored. The GEIS and SEIS fail to identify the nearby residences (mostly existing long before zoning codes were established in the Town of Bethlehem). (See Exhibit "B" and "C" – which are Google Maps with Petitioners, neighborhoods and school buildings identified).

11. Visual Impact: Respondents, rather than continue an existing buffer from River Road on the City of Albany side of the Port, chose to diminish the buffer as shown on the Visual Impact Assessment Report ("Appendix A") to maximize the building size making this project incompatible with the surrounding neighborhoods -- 3,600 foot visual building site along River Road with four massive buildings, between 83 and 110 feet tall, and twenty, 27-foot tall smoke stacks (12 football fields in width). The Report does not provide distances of the nearby homes from the proposed site. The Visual Impact Assessment Report only specifically identifies one home, on Old River Road, as being visual impacted. This is simply not true. All Parties referred to in Paragraph 2 (a) - (r) above are visually impacted. For example, see Fiato Pictures (and concerns about vehicle accidents, fly ash, and pollution, noise and safety of children), 5 Anders Lane (Exhibit "D"); Gross-Prater Pictures, 219 and 215 River Road (Exhibit "E"); Riscavage Picture, 177 River Road (Exhibit "F").

Respondents' Visual Impact Assessment Report fails to consider distant views from Rowlands' 89 acre property, Musiker's 55 acre property, as well as views from property owners along Halter Road and River Road, Anders Lane, Glenmont Road, Old River Road, and Retreat House Road.

The Visual Impact Assessment report date July 2021, updated October 2021, does not show the smoke stacks (Attachment 9) to scale nor does it show the massive size of the building and smoke stacks in comparison with the existing Petitioners houses along River Road, for example. The visual analysis is deficient. Also, to show the square footage without length and width of the massive buildings defeats the purpose of the analysis. It would have been helpful if Respondents showed a simulation of what 110-foot tall buildings would look like for all seasons from multiple locations.

The visual analysis relied upon by the Respondents reflects July photographs and fails to show the seasonal changes, which is misleading. There are no leaves on the trees from November through mid- May – 6 ½ months. Thus, half the year is missing from the visual analysis. Further, while there is a visual simulation along the Hudson River, no such visual simulation was provided along River Road and the properties identified herein at paragraph 2 (a) – (r) at different topographic levels of sight.

The Respondents' Visual Impact Assessment Report relied on two resources for preparation and cited: (1) NYS DEC: DEP - Assessing and Mitigating Visual Impacts, and (2) NYS DOT: Guidelines for Visual Impact Assessment of Highway Projects. Importantly, those resources suggest the following:

Visual Impact Assessment (or VIA) is the analysis of the potential visual impacts to the landscape and landscape views resulting from a proposed development or land management action. (The Bureau of Land Management – Visual Impact Assessment Methodologies).

Visual impacts caused by a highway project are seen both by people travelling on the road and by neighbors adjacent to it. The importance of views from the road has long been recognized. In recreation surveys, Americans have repeatedly ranked pleasure driving on scenic roads as one of their favorite activities. Researchers have also shown that the view from the road is the basis for much of what we know about our everyday environment and for our mental image of our surroundings. For this reason, people are rightly concerned with the visual highways traversing their town or city. Research shows

that not only do these first impressions count in how a community is perceived, but they also affect a community's social civility and economic vitality. Roads move more than people, goods and services – they are extensions of a community's values and aesthetic preferences. (NYS DOT: Guidelines for the Visual Impact Assessment of Highway Projects.)

Therefore, based on the guidelines presented by both NYS DEC and NYS DOT (and cited in the Visual Impact Assessment Report), it is clear that the approach and assessments fall short of an accurate and reliable identification of highway corridors, neighborhoods and sites where potential visual impacts may occur from construction of the proposed project. In addition to the Petitioners, many neighbors from Quail Hollow, The Legends, Wiggand and Hartman Road, work in downtown Albany, New York and prefer to travel River Road instead of Route 9W to get to work. These neighbors have signed petitions to annul approval of the Wind Tower Factory. (See Exhibit "G").

12. Air Quality: The purported report of Respondents' appears to use a heavy industry standard rather than considering the residential nature of the Petitioners' and other homes. Air, as well as noise, travels up the hill and over to the neighborhood even a mile or two away from this factory. These factors were not considered by Respondents, rendering the report and approvals deficient.

Moreover, there was no consideration of particulate size and likelihood of wind pushing this air pollution uphill to the neighborhoods directly west of the Wind Tower Factory (i.e. Halter Road, Retreat House Road, Quail Hollow, The Legends, and Glenmont Elementary School). The purported study appears conclusory and makes generalized statements without properly identifying in more detail the types of pollution to be emitted by the Wind Tower Factory and the cumulative effect of the same. The Respondents' analysis consists of bald, conclusory statements that were merely accepted by Respondents without taking a hard look at

the issues presented, including whether harmful chemical by-products are likely carried by air currents, especially to adjoining neighborhoods below the Glenmont Hill and, as well as those residential neighborhoods and the Glenmont Elementary School above the Glenmont hillside.

13. Inconsistencies in Approval Documents: The approval documents appear inconsistent. For example, the March 15, 2022 SEIS approved reference to the building size of 589,500 s/f for Buildings A, B, C, D; however, the final SEQR approval references 604,264 s/f and the Planning Board Conditional Site Plan Approval references 603,238 s/f for these buildings. Such inconsistencies mandate amendment at a noticed public board meeting to be presented, discussed, voted and approved with appropriate filing of the Amended Conditional Site Plan Approval with the Town Clerk's Office.

14. In addition to Petitioners, many neighboring residents adversely affected by the massive size and adverse environmental impacts of the Wind Tower Factory, signed the Petition opposing the project residing on:

	Number of House Hold
A. Old River Road	6
B. Anders Lane	3
C. Glenmont Road	5
D. River Road	7
E. Halter Road	11
F. Retreat House Road	6
G. Hartman Road	5
H. Quail Hollow	32
I. Wiggand Drive	2

(See Exhibit "G")

STATE ENVIRONMENTAL QUALITY REVIEW ACTION ("SEQR")

15. A proceeding must be brought within the appropriate time after conditional plat approval, rather than final approval when challenging approval for a subdivision (Entergy Nuclear Indian Point 2, LLC v. N.Y. State Dep't of Env'tl. Conservation, 2 Misc. 3d 1070 [Sup.

Ct. Albany Co. 2004)).

16. Under SEQR, the lead agency is required to determine whether or not the proposed Plan may have significant effects on the environment before it approves the action (6 NYCRR § 617.3 [a]).

17. The lead agency must identify relevant areas of environmental concern, take a “hard look” at them, and give written findings that SEQR’s requirements have been satisfied (Matter of Town of Amsterdam v. Amsterdam Indus. Dev. Agency, 95 A.D.3d 1539 [3d Dept. 2012]; NY ECL 8-0109 [§]).

18. Under SEQR, a lead agency making a determination of significance in an unlisted action is required to:

- a. Review the environmental assessment form (“EAF”) and any other supporting information to identify the relevant areas of environmental concern;
- b. Thoroughly analyze the identified relevant areas of environmental concern to determine if the action may have a significant adverse impact on the environment; and
- c. Set forth its determination of significance in a written form containing a reasoned elaboration and providing reference to any supporting documentation.

19. Relevant indicators of significant adverse impacts on the environment include an adverse change or impact on visual conditions, air quality, pollution, noise, traffic, property values and quality of life as well as in ground or surface water quality or quantity; a substantial increase in potential for erosion or drainage problems; the destruction of large quantities of vegetation or fauna, wildlife; changes in two or more elements of the environment, no one of which has a significant impact on the environment, but when considered together result in a substantial adverse impact on the environment (6 NYCRR § 617); cumulative impacts.

20. Before approving a proposed project, the Board must make express written

findings that SEQR requirements have been satisfied and must prepare a written statement of the facts and conclusions relied on in the final environmental impact statement ("FEIS") or comments (Amsterdam, 95 A.D.3d at 1542).

21. "An agency must comply with both the letter and the spirit of the State Environmental Quality Review Act before it will be found to have discharged its responsibility thereunder" (Schenectady Chemicals, Inc. v. Flacke, 83 A.D.2d 460 [3d Dept. 1981]).

22. A lead agency improperly defers its duties when it abdicates its SEQR responsibilities to another agency or insulates itself from environmental decision making (Matter of Riverkeeper, Inc. v. Planning Bd. of Town of Southeast, 9 N.Y.3d 219 [2007]).

23. While a lead agency is encouraged to consider the opinions of experts and other agencies, it must exercise its own judgment in determining whether a particular circumstance adversely impacts the environment (Matter of Riverkeeper, Inc. v. Planning Bd. of Town of Southeast, 9 N.Y.3d 219 [2007]).

24. Under New York Town Law §274-a, the town board may authorize the planning board to review and approve or disapprove site plans.

25. The SEQR review did not adequately consider the visual impacts of this project and did not adequately consider that there were pre-existing homes to the Zoning Code, some of which were over 100 years old, existing long before zoning codes. Similarly, the SEQR failed to adequately consider the long existing residential homes and neighborhoods in this area, as relates to traffic, noise and pollution as well as cumulative impacts.

26. The Board was required to determine whether the Plan proposed by Respondent Albany Port District Commission may have significant adverse effects on the environment, take a "hard look" at them, and give its written findings.

27. Although the Respondents were made aware of the adverse change based upon the SEQR review visual site analysis, air quality and noise analysis, roadway traffic congestion and pollution, it did not give it the requisite "hard look." For example, Petitioners Maier, who reside at 11 Anders Lane, similar to their neighbors, the Fiatos, were concerned about traffic accidents and heavy roadway usage by trucks creating dangerous conditions. See Exhibit "H."

28. These failures were exacerbated by the Zoning Board of Appeals' decision to disregard adverse impacts to the Glenmont families and neighborhoods.

29. Rather than requiring the applicant to scale down its project or find another location, the Respondent, Town of Bethlehem, allowed the Respondent, Port of Albany's self-created hardship to supersede the reasonable expectations of some residents – Petitioners who have lived in the Glenmont neighborhood for generations, in homes pre-dating the Town's zoning codes.

30. Respondent, Zoning Board of Appeals, misapplied the facts and the law to grant the variances.

31. Certain concerns regarding conditions during and after construction diminishing property, health, safety and quality of life as set forth below were not adequately considered in the DGIS, SDEIS and SEIS, Zoning Board of Appeals variance and the Planning Board Conditional Site Plan approval dated May 17, 2022:

- a. Building of massive size and height (over 100' tall) (see variance height and setback) smoke stacks above 100' buildings. Town expressly not restricting antennas or other utilities etc., on roof-tops. (See Exhibit "I", page 1)
- b. Narrative July 21, 2021, employees increasing from 350 to 550 24/7 shifts. (See Exhibit "I", page 2)
- c. Truck entrance and exit during construction – July 21, 2021. Parking lots for 550 employees working 24/7 shifts. What about noise, light pollution

5000 +/- s/f of rock to be drilled or blasted, or crushed on site. (See Exhibit "I", page 3)

- d. Smoke stacks on "blast metallization paint" building. How tall is building with smoke stacks? Emission from smoke stacks. Rail road access DeMartini business easement access from River Road not shown? Welding plant building fumes and noise building fumes and noise. Internal assembly finishing building noise and fumes. (See Exhibit "I", page 4)
- e. Map shows impacted property along
- (1) Old River Road
 - (2) Anders Lane
 - (3) Hartman Road
 - (4) Glenmont Road
 - (5) River Road
 - (6) Halter Road
 - (7) Retreat House Road

The maps do not adequately visualize and show the homes and proximity to the Factory. All Factory buildings need to have pilings pounded into the soil to reach bedrock to support the massive building structure. The number of pilings being pounded into the earth is not shown. Cancerous fly ash is a major health and safety concern. (See Exhibit "I", page 4)

- f. Truck route map as of July 21, 2021 shows an entrance to project from power company easement around the hair-pin turn on River Road to as a primary entrance and exit for trucks during construction.

Adversely affected neighborhoods including

- (1) Quail Hollow
- (2) Wiggand Drive
- (3) Glenmont Abbey Village
- (4) Weiser Street
- (5) Clara Ave
- (6) Glenmont Elementary School

(See Exhibit "I", page 5)

- g. Initially, traffic analysis for 350 employees now 550 employees is planned. More traffic using proposed River Road drive way access near power plant. Truck traffic during construction will use River Road driveway. More truck traffic than estimated with needed 6' of fill instead of 2' of fill to cover the fly ash contamination from the power plant. (See Exhibit "I", page 6)

- h. Traffic (Trip Generation) Factory estimate of 350 employees is now 550 employees.

These estimates do not seem to consider lunch for employees coming and going during their work shifts for doctor appointments, family errands, meetings offsite. Truck traffic during construction with 6' of fill required instead of 2' of fill is not consider in this July 21, 2021 study. (See Exhibit "I", page 7)

- i. If 6' of soil fill the buildings finished floor will be 6' above the flood plain and the buildings now 106' not 100'. The antennas building mechanicals and other structures will increase the height.
Piles being driven into bedrock and noise and air pollution.
Noise; dust from fly ash, a known carcinogen.
Fly ash contamination of the water table and Hudson River is a concern.
"Excavated soils" contaminated with fly ash?
Granular fill likely to be substantial and will result in increased trucking into and out of the Factory site during construction. (See Exhibit "I", page 8)
- j. Diesel track will be idling while in line waiting to make deliveries of construction materials and while in line to leave the factory; idling in traffic; air pollution not properly considered.
- k. The close proximity of the Factory buildings and parking lots to River Road is inconsistent with existing Albany Port Authority complex with 1000 + set back from River Road and demonstrates that this Factory is too large for this location.
- l. Seasonal (winter, spring, summer and fall) visual views with 100' tall buildings not provided.
- m. Consider closing off Anders Road and making a dead end street at intersection with River Road (health, safety issues). River Road with limited sight distance remains at 55mph - unsafe.
- n. Consider Park and Ride with electric buses location so factory and access roads are not burdened with traffic congestion and pollution. For example, a Town owned location leased to port. To Town, i.e. optioned land between River Road and Route 9W along Wemple Road. See Town Board meeting dated June 8, 2022.
- o. Failure to consider roof-top gardens on top of factory roofs.
- p. Where are on site employee conveniences, cafeteria restaurant, Tavern etc;

where will truck deliveries for employee services to access the site, and is this considered in the traffic study?

- q. Proposed private waste treatment plant on site for what type of waste? How will waste be removed from site? How will these trucks access the site; what about pollution (air and water)?
- r. What about the multiple air and water pollution and odors generated during and after factory construction and who will be monitoring same and how will this information be available to regulating agencies and to the public.
- s. How will traffic usage be monitored during construction and after construction and what agency will monitor and how will the public have access to this information?
- t. This massive Factory is similar to the Plastics Plant and other heavy industry along Creble Road and Route 32 near Feura Bush; however there are no homes within one (1) mile of the Selkirk Plastic Plant and industry site there; the proposed River Road Factory Site while in excess of 300 residential homes exist within one (1) mile of the proposed River Road factory.
- u. The review is further deficient in that it fails to consider the adverse effects and cumulative affects with other River Road and Port industries for air quality and pollution on multiple food gardens located at directly impacted properties along Old River Road, Anders Lane, Glenmont Road, River Road, Halter Road, Retreat Home Road and Hartman Road as well as the adversely affected neighborhoods including Quail Hollow, Wiggand Drive, Glenmont Abbey Village, Weiser Street, and Clara Ave.,
- v. Many houses in the directly impacted site area already have gardens which fee these families.
- w. Respondents fail to consider the loss of 80 + acres of trees and vegetation as a mitigating factor air pollution in the directly impacted area the cumulative surge in CO-2 and other hazardous emissions, traffic congestion, health, safety and welfare, affecting the directly impacted property owners.
- x. Many homes in the impacted area have swimming pools and foundations built into existing bedrocks; there is inadequate consideration from the impacts of drilling, pounding, dynamite or the proposed new parking lot access for 550 employees along River Road and the pile driving necessary construct buildings A, B, C, D; number of pilings required to be made in the fly ash soil is not adequately analyzed and discussed; in order to

support the massive building:

- (1) Building "A" Plate preparation and welding (299, 250, s/f) 100+/- height approximately 3.3 football fields long and 1 football field wide along River Road.
- (2) Building "B" Welding finishing (111,000 s/f) height 1 football field long and 1.5 football fields wide along River Road.
- (3) Building "C" Blast – Metalization – Paint (131,415 s/f) 110 feet high approximately 2 football fields long and 1 hockey rink wide along River Road, with 30' +/- smoke stacks
- (4) Building "D" Internal assembly 61,550 s/f, 93 feet high approximate 1 hockey rink long and 1 football field wide.
(Football field is 300 feet long)
(Hockey rink is 200 feet long)

- y. The Visual Impact Assessment Report dated July 2021 and updated October 2021 is deficient and skewed. The view scope, if properly simulated for this project along River Road, with the bend in the road, will make this project (Building A, B, C, D) appear to be a single, 100-foot high, continuous wall, that is 3,600 feet long. A visual rendering from Smatz Road to Coming Hill and Retreat House Road, as well as the properties of all property owners, would be more accurate. (See Exhibits "B," "C," and "G").

32. The Respondent Planning Board failed to review and thoroughly analyze the adverse environmental effects on the residential homes in proximity of the Applicants' project are zoned heavy industrial.

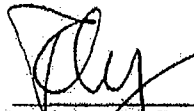
33. Respondents in their analysis did not consider cumulative impacts.

34. The reports and SEIS is inadequate to support the Respondents decisions prepared by the Respondent.

35. Although the approval of the Plan was conditional, the Petitioners bring this proceeding within the appropriate time, because after the application meets the conditions required by the Respondent, final approval will occur without further review.

36. Furthermore, the Respondent Planning Board violated the Town of Bethlehem's Subdivision Regulations as well as both the procedural and substantive requirements of SEQRA and failure to provide a reasoned elaboration of its negative declaration, improper delegation of its responsibilities to the storm water management coordinator, and decision to grant conditional final plat approval.

WHEREFORE, based upon the foregoing Petitioners reserve the right to amend and supplement this petition and Petitioners request that an answer, certified transcript of the record of the proceeding, and supporting affidavits, if any, shall be served at least five days before the aforesaid date of hearing pursuant to Sections 7804(c) and 7804(e) of the Civil Practice Law and Rules be reversed and annulled and that the Petitioners be awarded with such other and further relief as the Court deems just and proper.



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