



P.O. Box 99 • Ray Brook, New York 12977 • (518) 891-4050

**APA Project
Findings & Order
2005-100**

Date Issued: **January 31, 2012**

In the Matter of the Application of

PRESERVE ASSOCIATES, LLC

for a permit pursuant to §809
of the Adirondack Park Agency Act
and 9 NYCRR Parts 577 and 578

To the County Clerk: This permit
must be recorded on or before
April 2, 2012. Please index this
permit in the grantor index under
the following names:

- 1. Preserve Associates, LLC**
- 2. Big Tupper, LLC**
- 3. Tupper Lake Boat Club, LLC**
- 4. Oval Wood Dish Liquidating
Trust**

SUMMARY AND AUTHORIZATION

This document constitutes the Findings and Order for Adirondack Park Agency Project 2005-100 (the "Order"). Preserve Associates, LLC (the "Project Sponsor") shall be granted a permit for individual portions of the project as described herein.

This project may not be undertaken or continued unless the project authorized herein is in existence within 10 years from the date of issuance of Agency Order 2005-100. The Agency will consider this project in existence when the first lot authorized herein has been conveyed.

Nothing contained in this Order or any permits issued pursuant to this Order shall be construed to satisfy any legal obligations of the Project Sponsor to obtain any governmental approval or permit from any entity other than the Agency, whether federal, State, regional or local.

AGENCY JURISDICTION

The project is a Class A regional project requiring an Adirondack Park Agency permit pursuant to § 810(1)(b)(1)(b), (3), (5), (7), (14), & (15) of the Adirondack Park Agency Act because it involves wetlands, subdivisions creating more than 75 lots and sites, commercial uses, tourist accommodations, major public utility uses, structures over 40 feet in height, and construction of a ski center in Moderate Intensity Use. The project is a Class A regional project requiring an Agency permit pursuant to § 810(1)(e)(1)(a), (b) and (c), (3), (6), and (16) of the Adirondack Park Agency Act because it involves wetlands, subdivisions, major public utility uses, land use and development above 2,500 feet, and a ski center in Resource Management. The project is a regulated activity requiring a wetlands permit pursuant to 9 NYCRR §§ 578.2 and 578.3(n)(1)(i) and (2)(i) and (ii) because of proposed activities within and impacting wetlands. The project is a rivers project requiring an Agency permit pursuant to 9 NYCRR § 577.4(a) and § 577.5(c)(1) because a portion of the property is located in the designated Raquette River Recreational River area within the New York State Wild, Scenic and Recreational River System.

PROJECT SITE

1. The project site is comprised of 6,235± gross acres (including lands under water) and 6,158 net acres (not including lands under water), and is located in the Town of Tupper Lake, Franklin County, on or near NYS Route 30, Ski Tow Road, and Lake Simond Road. The project site includes lands that are classified as Resource Management (4,805± gross acres/4739.5± net acres), Moderate Intensity Use (1,238± gross acres/1228.2± net acres), Low Intensity Use (180± gross acres) and Hamlet (11± gross acres) on the Adirondack Park Land Use and Development Plan Map. A portion of the project site is located within the designated Raquette River Recreational River Area pursuant to the NYS Wild, Scenic and Recreational Rivers System. The tax map numbers of the project site are: Section 501 Block 1 Parcels 8, 10, and 12; Section 510 Block 1 Parcels 36.2 and 80; Section 510 Block 4 Parcel 1; Section 511 Block 5 Parcel 3; Section 500.73 Block 1 Parcel 1; and Section 500.80 Block 1 Parcel 2. The complete project is shown on the latest revised Overall Site Development Plan (the "Master Plan").

PROJECT OWNERSHIP

2. Preserve Associates, LLC owns tax map parcel 510-1-80, an approximately 50-acre property that includes Moderate Intensity Use lands off Ski Tow Road and is described in Deed recorded in the Franklin County Clerk's Office in Liber 897 at Page 36. Big Tupper, LLC owns tax parcel 510-4-1, an approximately 445-acres property that includes the ski area and is described in a deed recorded November 4, 2005, in the Franklin County Clerk's Office in Liber 897 of Deeds at Page 35, and parcel 510-1-36.2, an approximately 0.1-acre property that includes 15 feet of shoreline on of Tupper Lake and is described in a deed recorded in the Franklin County Clerk's Office in Liber 897 at page 23. Tupper Lake Boat Club, LLC owns tax parcel 500.73-1-1, an approximately 0.66-acre property that includes the former McDonald's Marina and is described in Deed recorded in the Franklin County Clerk's Office in Liber 871 at Page 63. The remaining approximately 5,800 acres of the project site are owned by Oval Wood Dish Corporation Liquidating Trust ("OWD"), as described in a deed recorded in the Franklin County Clerk's Office in Liber 538 at Page 640. These OWD lands include tax parcels 501-1-8, 10, and 12, 511-5-3, and 500.80-1-2. Preserve Associates LLC entered into an agreement with OWD on February 16, 2004, to purchase the OWD lands.

PROJECT DESCRIPTION AS PROPOSED

Proposed Project - Residential Development

3. The Project Sponsor proposes subdivisions of land and the construction of 206 single family dwellings and 125 multiple family dwellings on the project site. The multiple family dwellings comprise 453 units made up of 2-family dwellings ("Duplexes"), 3-family dwellings ("Triplexes") and 4-family dwellings ("Quadplexes"). Also proposed is a tourist accommodation with 60 rooms, including 20 standard bedrooms and 20 two-bedroom suites.
4. In the Tupper Lake View South Neighborhood, the Project Sponsor proposes to create eighteen lots and to construct one single family dwelling on Moderate Intensity Use (MIU) lands on each of those lots.

5. In the Tupper Lake View North Neighborhood, the Project Sponsor proposes to create twenty-five lots and to construct one single family dwelling on MIU lands on each of those lots.

6. To the east and south of the Tupper Lake View neighborhoods, the Project Sponsor proposes to create fifteen 20-30 acre "Great Camp" lots and to construct one single family dwelling on each of those lots. Collectively, these lots are referred to as the "Western Great Camp Lots". The proposed lots are numbered 1-15 on the Master Plan. On Lots 11 and 15, the single family dwellings are proposed to be constructed on MIU lands. For the other 13 Western Great Camp Lots, the Project Sponsor proposes to construct the single family dwellings on Resource Management (RM) lands.

7. To the east of the Western Great Camp Lots, the Project Sponsor proposes the West Face Expansion Neighborhood. In the West Face Expansion Neighborhood, the Project Sponsor proposes to create forty-six lots ranging in size from 0.3± to 4.9± acres and to construct one single family dwelling on each of those lots. Forty-four of the single family dwellings are proposed to be located on RM lands. Two are proposed to be located on MIU lands. In addition, the Project Sponsor proposes a subdivision into sites and the construction on MIU lands of eighteen quadplexes.

8. Directly north of the West Face Expansion Neighborhood, the Project Sponsor proposes to construct West Face Inn, a tourist accommodation with a total of 60 rooms, including 20 standard bedrooms and 20 two-bedroom suites, and a restaurant on MIU lands. The West Face Inn is proposed to be greater than 40 feet in height.

9. Southeast of the West Face Inn, the Project Sponsor proposes the West Slopeside Neighborhood on MIU lands. In the West Slopeside Neighborhood, the Project Sponsor proposes to create seventeen lots ranging in size from 0.32± to 1.62± acres and to construct one single family dwelling on each of those lots. In addition, the Project Sponsor proposes a subdivision into sites and construction of thirty-nine multiple family dwellings as part of the West Slopeside Neighborhood, including twenty-three triplexes and sixteen quadplexes.

10. Directly north of the West Slopeside Neighborhood, the Project Sponsor proposes the Sugarloaf North Neighborhood on MIU lands. In the Sugarloaf North Neighborhood, the Project Sponsor proposes to create nine lots of 1-1 ½ acres in size and to construct a single family dwelling on each lot. In addition, the Project Sponsor proposes a subdivision into sites and construction of twelve duplexes as part of the Sugarloaf North Neighborhood.
11. East of the Sugarloaf North Neighborhood, the Project Sponsor proposes a subdivision into sites and the construction of eight quadplexes on MIU lands in the Sugarloaf East Neighborhood.
12. South of the Sugarloaf East Neighborhood, the Project Sponsor proposes to construct eight single family dwellings referred to as "artist cabins" on MIU lands.
13. East of the Ski Mountain Base Area and Lodge Complex, the Project Sponsor proposes a subdivision into sites and the construction of seventeen quadplexes on MIU lands in the East Village Neighborhood.
14. North and slightly east of the East Village Neighborhood, the Project Sponsor proposes a subdivision into sites and the construction of thirty-one quadplexes on MIU lands in the Cranberry Village Neighborhood.
15. North of the Cranberry Village Neighborhood, the Project Sponsor proposes to create forty-four lots ranging in size from 2 to 5 acres and to construct one single family dwelling on each lot in the Lake Simond View Neighborhood. Forty-three of the proposed Lake Simond View single family dwellings are located on MIU lands and one is located on RM lands.
16. South and east of the Lake Simond View Neighborhood, the Project Sponsor proposes to create sixteen lots ranging in size from 20± to 30± acres and to construct one single family dwelling on each of those lots. Collectively, these lots are referred to as the "Small Eastern Great Camp Lots". The proposed lots are numbered 16-31 on the Master Plan. On Great Camp Lots 27 and 28, the single family dwellings are proposed to be constructed on MIU lands. For all of the other small Eastern Great Camp Lots, the single family dwellings are proposed to be constructed on RM lands.

17. East and north of the Small Eastern Great Camp Lots, the Project Sponsor proposes to create eight lots and to construct one single family dwelling on each as follows: Lots A and I combined = 1211 acres; Lot B = 311 acres; Lot C = 248 acres; Lot D = 111 acres; Lot E = 143 acres; Lot F = 240 acres; Lot G = 170 acres; Lot H = 250 acres. Collectively, these lots are referred to as the "Large Eastern Great Camp Lots". The proposed lots are numbered A-I on The Master Plan. All of the single family dwellings proposed to be constructed on these Large Eastern Great Camp Lots will be on RM lands. Adjacent to these Large Eastern Great Camp Lots are a proposed 34±-acre lot to be conveyed to the Natural History Museum of the Adirondacks, and a 34±-acre lot to be conveyed to a neighboring property for access purposes. No principal building rights are proposed to be associated with the museum lot, while one principal building right is proposed to be associated with the access lot.
18. The Project Sponsor proposes the following structure footprint and height limitations for residential development on the project site:

Type of Structure	Structure Footprint	Structure Height
Great Camp Lots - Single Family Dwellings	4200 square feet	40 feet
Great Camp Lots - Accessory Dwellings		
1. Guest Cottage	1500 square feet	35 feet
2. Main Garage	1500 square feet	35 feet
3. Cottage Garage	650 square feet	25 feet
4. Woodsheds	250 square feet	15 feet
Other Single Family Dwellings (including artist cabins)	2500 square feet	35 feet
Duplexes	2400 square feet	40 feet
Triplexes	3375 square feet	40 feet
Quadplexes	4500 square feet	40 feet

Proposed Project - Amenities

Ski Area and Resort

19. The Project Sponsor proposes to re-develop the pre-existing ski area and establish a ski area and resort on the project site. Existing structures at the ski area include a ski lodge, garage, accessory buildings and pumphouse. The Project Sponsor proposes to remove or replace all of the existing structures except the pumphouse, and to undertake vegetative management on existing trails, create new trails and lifts to service residential development adjacent to trails and the public, and replace existing chairlifts and most of the snowmaking equipment. The Project Sponsor further proposes to construct four ski bridges on an existing ski trail to take skiers over proposed roads that are part of the West Slopeside Neighborhood.
20. The proposed amenities for the ski area include a base lodge, artist cabins, a ski service building, a gym and recreation center, a clubhouse with spa/health club and pool, a maintenance complex, an amphitheater, and an equestrian facility. The proposed base lodge will be greater than 40 feet in height, and will include an area for recreation and large gatherings, a coffee shop/snack bar, a living room/library, a bar/lounge, and a restaurant. A terrace on the south side of the structure will serve large gatherings of up to 200 people for outdoor dining and recreation.
21. The Project Sponsor proposes a multi-purpose ski services building to include a ski rental pick-up area, lockers and a ski school office.
22. The Project Sponsor proposes to construct a maintenance complex of three buildings to be used to store equipment and materials for the operation and maintenance of the base lodge complex and the ski mountain and associated facilities and equipment.
23. The Project Sponsor proposes to construct two one-story warming huts as stand-alone buildings for skier use. One will be located above 2,500 feet in elevation, near the top of Chair Lift 1 and one near the bottom of proposed new West Face Chair Lift 4. No commercial or retail services are proposed for these structures.

24. As described above in the description of residential development, the Project Sponsor proposes to construct eight artist cabins, which will be leased and will include gallery spaces for display and sale of art work created on site.
25. The Project Sponsor proposes to construct a gym, spa and recreation center that will only be open to owners and their guests and will include a spa, fitness club with weights, tennis courts, a gymnasium, swimming pool, and basketball court.
26. The Project Sponsor proposes to construct an owner's clubhouse with a grillroom, a lounge, card rooms, exercise areas, locker rooms, a spa, a sauna, jacuzzis, pool and other amenities.
27. The Project Sponsor proposes to construct an amphitheater/bandstand for open air music and plays.
28. Northeast of the base lodge, the Project Sponsor proposes to construct a small equestrian facility across from the Sugarloaf East neighborhood on the east side of Ski Tow Road. The proposed facility will include a gravel parking area, horse barn, maintenance building, manure-storage facility, jumping area, dressage ring, and meadow/pasture area.

Marina

29. The former McDonald's Marina currently contains nine existing structures, including a single family dwelling, and is located on NYS Route 30 just east of the State boat launch. The current structures and dock system are proposed to be demolished and the site redeveloped.
30. The Project Sponsor proposes to construct a new 3-story structure as part of the marina, with the bottom floor containing storage and office space for a fly-fishing school and a retail shop offering outdoor gear and guided hunting and fishing tours. Sale of boating items will also take place on the lower floor. The middle floor will be at ground level on the Route 30 side, and will house marina office space and retail sales of fishing and boating supplies. The top floor will include a private clubroom for owners and a storage area for the retail store.

31. An accessory structure dock master shed is proposed to be built as a replacement of an existing shed. This dock master shed is proposed as the point of contact for people using the marina docks and buying fuel or renting boats.
32. The existing docks are proposed to be removed and new docks are proposed to be installed to create a total of 40 boat slips. Rental boats and gasoline sales will be available to the public. The marina will not include a boat/motor repair shop.
33. No boat launch is proposed for the marina site; instead, boat launching for owners is proposed to occur at the existing New York State boat launch operated by NYS Department of Environmental Conservation to the west of the marina. The Project Sponsor proposes to offer a "valet" service to owners and guests whereby employees will trailer an owner's or guest's boat to the State boat launch and a shuttle will bring owners or guests to the marina. The boat will be launched and the owners or guests dropped off at the marina, and the empty trailer will be brought back onto the project site for storage. Later in the day, the process would be reversed, with the boat brought back to the project site and the guests to their home(s). The East Satellite Parking Area will be used in the summer as a boat storage yard.

Proposed Project - Open Space

34. The Project Sponsor proposes to establish three types of Open Space lands on the RM portion of project site. Except for the approximately 34-acre portion of these lands described in Project Impact finding 149 below, these lands are proposed to be protected by deed restriction against further development and most subdivisions. The proposed Type 1 Open Space lands include all RM lands on the Great Camp lots outside of the designated development envelopes. The proposed Type 2 Open Space lands include all RM lands to be retained by the Project Sponsor and designated as recreational open space. The proposed Type 3 Open Space lands include all RM lands to be retained by the Project Sponsor and designated as common open space.

Proposed Project - Infrastructure

Water

35. The Project Sponsor has agreed to provide water for both potable demand and fire protection from the Village of Tupper Lake water supply system to all of the residential and amenity development within the project site, except the Great Camp lots. The Great Camp lots are proposed to be served by on-site wells.

Wastewater

36. Great Camp Lots A through H and Great Camp Lots 20 through 26 and 29 through 31 are proposed to be served by individual on-site wastewater treatment systems. The Project Sponsor proposes to install the septic lines for Lots 22, 23 and 24.
37. The Project Sponsor proposes to connect the single family dwellings on Great Camp Lots 27 and 28 and the 44 single family dwellings in the Lake Simond View Neighborhood to the Village of Tupper Lake Sewer District #23 through a new pump station and Sewer District #27. The wastewater from this portion of the site would then be conveyed through existing infrastructure and treated at the Village of Tupper Lake publicly owned treatment works. The Project Sponsor proposes to pay for the new pump station and its connection to Sewer District #23, and to install lines within the project site. The proposed location for the new pump station is immediately adjacent to the existing water treatment plant on Lake Simond Road. The Project Sponsor is willing to locate the pump station further west on Lake Simond Road adjacent to the existing Rod & Gun Club on lands owned by the Town of Tupper Lake.
38. The Project Sponsor proposes to construct a community wastewater treatment plant and collection system to serve all other residential and amenity development on the project site, including Great Camp Lots 1-19. The wastewater treatment plant is proposed to be located to the northeast of the base area near Cranberry Pond. As proposed, the effluent from the plant will be discharged into mitigation wetlands that will be constructed west of Ski Tow Road and then flow into Cranberry Pond. The entire length of lines comprising the proposed collection system will be 1,910 linear feet of low pressure sewers served by grinder pumps with about 586 service connections.

Electricity

39. Electricity for all residential and amenity development is proposed to be obtained from the Village of Tupper Lake Municipal Electric Department. The Project Sponsor proposes to install the on-site infrastructure needed to provide electricity to serve the proposed project including the following:
- 2.75 miles of new overhead distribution lines;
 - 2.0 miles of three-phase underground distribution;
 - approximately 10 miles of single-phase and two-phase underground distribution (mostly to residential housing types);
 - the re-build of the 1.3 miles of existing three-phase single circuit overhead distribution line to three-phase double circuit up Ski Tow Road; and
 - the rebuild of 1.1 miles of existing single-phase distribution line to three-phase single circuit overhead distribution line.
40. The Project Sponsor proposes to install an additional 5 to 6 mile section of single-phase underground distribution to a portion of the Eastern Great Camp Lots.

Roads

41. The Project Sponsor proposes to construct approximately 10.08 miles of new roads to be dedicated to the Town of Tupper Lake. All of the roads proposed to be dedicated to the Town are proposed to be built to Town standards.
42. The Project Sponsor proposes to construct 5.38 miles of private roads (the Bypass Road and portions of the Lake Simond Road Extension). The private roads are proposed to be constructed by the Project Sponsor and to be privately maintained by the lot owners being served.

Infrastructure Maintenance

43. The Town and/or Village of Tupper Lake is proposed to assume ownership, operation and maintenance responsibility for the water supply and water storage facilities and associated infrastructure as depicted on all final plans for the project.

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44. The Town and/or Village of Tupper Lake is proposed to assume ownership, operation and maintenance responsibility for the District 27 wastewater pump station and associated infrastructure as depicted on all final plans for the project.
45. The community wastewater treatment plant and collection system is proposed to be owned and operated by a transportation corporation under Article 10 of the New York State Transportation Corporation Law. No municipal financing will be required.
46. The Village of Tupper Lake Municipal Electric Department is proposed to assume ownership, operation and maintenance responsibility of electric distribution facilities upon completion and commissioning.
47. Underground electric distribution for the Large Eastern Great Camp Lots will be constructed to municipal electric standards as depicted on the final plans for this portion of the project. This portion of electric distribution will be maintained as described in the final plans for this portion of the project.
48. As proposed, all roads on the project site, except Lake Simond View Extension and the Bypass Road, will be transferred to the Town of Tupper Lake, which will be responsible for road maintenance. Through homeowner's associations, the Project Sponsor proposes to assess, collect and remit to the Town an amount sufficient to cover annual road maintenance costs.
49. As depicted in the final plans, maintenance of the majority of stormwater management practices on the project site is proposed to be dedicated to the Town of Tupper Lake, with the remainder the responsibility of a homeowner's association. Through the Master Homeowner's Association, the Project Sponsor proposes to assess, collect and remit to the Town of Tupper Lake an amount sufficient to cover annual stormwater management maintenance costs.
50. The Project Sponsor proposes that public infrastructure operation and maintenance costs would be covered by user fees or, with respect to public road maintenance, by the homeowner associations. There may be maintenance costs involved with infrastructure prior to sale of lots to consumers. However, those costs can be negotiated and

conditioned via agreements with the Project Sponsor and the municipalities. Prior to the installation of public infrastructure necessary to support the project on or off the project site, the Project Sponsor has proposed to develop cost-sharing agreements with the affected municipality.

Parking

51. All project-related parking needs for both residential and commercial project components are proposed to be supplied on-site. Each parking space is proposed to have an area of 162 square feet (9 ft x 18 ft).
52. Parking is proposed to be minimized at the base lodge complex and the great majority of parking is proposed to be located in satellite lots. A car drop-off would also be developed, and a shuttle system would be the primary means of transporting skiers from the satellite lots to the base lodge complex. The base lodge would have two close-in parking areas; the main parking west has 47 parking spaces and the main parking east has 75 parking spaces, which also serves the ski services building.
53. The west satellite lot located near the gym and recreation center is proposed to have 195 parking spaces. The east satellite lot is proposed to have 519 car parking spaces and 12 bus parking spaces. Portions of this lot are proposed to be used for boat and trailer storage during alternate seasons.

Signage

54. Proposed signage is divided into two categories: Primary Signage and Secondary Signage. Primary Signage is proposed to mark the primary entrances to the project site and includes 2 signs: one 40 sq ft main entrance sign located at the intersection of NYS Route 30 and West Access Road; and one 20 sq ft sign located on the east side of Ski Tow Road just past the golf course. Secondary signage is proposed to include signs associated with a specific activity (i.e. "The Main Lodge", "The Marina", "The West Face Warming Hut", etc.) and/or a specific neighborhood, (i.e. "West Face Expansion", "Cranberry Village", "Lake Simond View", "Tupper Lake View North/South"). Directional signage and traffic control signage, such as stop signs, intersection signs, and parking signs is also proposed

throughout the project site. Street signage will be provided to identify the different residential areas within the project site.

Vehicular Access and Circulation

55. Vehicular access to the ski area and those residential portions of the project site west of Read Road is proposed to be directly from NYS Route 30 along existing Country Club Road, with a portion renamed Ski Tow Road, and from a proposed new West Access Road. Vehicular access to residential developments east of Read Road is proposed from off of Lake Simond Road. Internal circulation is proposed to be on newly-constructed project site roads, which are proposed to follow the routes of old logging roads.

Lighting

56. The Project Sponsor proposes area lighting to employ metal halide, full cut-off fixtures with house shields. Poles are proposed to be set at a maximum height of 20 feet.
57. The Project Sponsor proposes to light each road intersection with one or two 20-foot high sharp cut-off fixtures, and to locate low level 70-watt six foot lamp posts at each residential unit driveway.
58. The Project Sponsor proposes to light the ski trails with 400-watt Metal Halide lamps, with a maximum pole height of 35 feet. Lighting is only proposed for when the ski area is open for skiing after dark, and for trail maintenance.

Phasing

59. The following represents the Project Sponsor's projected development phasing scenario:

Phase 1 Components (years 1-3)

Resort Development:

Year 1

- install electric infrastructure along Ski Tow Road and at the Marina;
- begin to install utilities and roads in Phase I residential areas;

- reconstruct Ski Tow Road;
- rehabilitate the Lift 2 portion of the ski area;
- construct the new potable water storage tank;
- construct Bypass Road;
- construct the Marina;
- construct wetland mitigation areas; and
- construct one Resort maintenance building.

Year 2

- construct the water tank access road and piping;
- improve Lake Simond Road Extension;
- demolish existing Ski Lift 2;
- construct the wastewater treatment plant;
- construct the ski maintenance building and paved parking; and
- construct the terrain park.

Year 3

- make off-site water improvement payment to Village;
- construct wastewater treatment plant;
- construct the permanent base lodge, parking, bridges, driveways, pond and landscaping;
- demolish the existing T-Bar;
- replace Ski Lift 2;
- rehabilitate existing ski trails; and
- begin upgrading snowmaking on mountain.

Residential Development:

- install utilities, roads, driveways, signage, and general landscaping and prepare building sites in Phase I residential areas (years 1-3);
- sell lots to construct 9 detached single family homes in Sugarloaf North adjacent to the golf course (years 1-3);
- sell lots to construct 44 detached single family homes in Lake Simond View (years 1-3);
- sell lots to construct the 16 eastern small Great Camps (years 1-3); and
- sell lots to construct the eight large Great Camps (years 1-3).

Phase II Components (years 4-8)

Resort Development:

- reconstruct Country Club Road (year 4);
- install utilities along West Access Road and to service Phase II Resort Development Areas;
- rehabilitate the Lift 1 and Lift 3 portions of the ski area;
- rehabilitate existing ski trails (year 4);
- continue upgrading snowmaking on mountain (year 4);
- upgrade Cranberry Pond snowmaking line (year 4);
- construct the Equestrian Center (year 4);
- construct the Lift 1 Warming Hut (year 4);
- construct six of the Art Cabins in the base area (2 each in years 4, 5 & 7);
- construct the Ranger Cabin (year 5);
- construct the Skier Services building (year 5);
- construct Magic Carpet (year 5);
- construct east satellite parking (years 5 & 6);
- construct West Access Road (year 6);
- demolish existing Ski Lift 1 (year 6);
- install ski area lighting (year 6);
- construct the Spa/Clubhouse in the base area (year 6);
- replace Ski Lift 1 (year 7);
- demolish Ski Lift 3 (year 7);
- replace Ski Lift 3 (year 8);
- construct west satellite parking (year 8);
- construct the Gym and Recreation Center (year 8); and
- construct one Resort maintenance building (year 8).

Residential Development:

- install utilities, roads, driveways, signage, and general landscaping and prepare building sites in Phase II residential areas (years 4-8);
- construct 109 townhouse units in West Slopeside (years 4-8);
- sell lots to construct 17 single family homes in West Slopeside (years 4-8);
- construct the remaining 18 duplex units in Sugarloaf North (years 4-6);
- construct 32 townhouse units in Sugarloaf East (years 4-7);

- sell lots to construct 18 detached single family homes in Tupper Lake View South (years 6-8); and
- sell lots to construct 9 of the small Great Camps.

Phase III Components (years 9-12)

Resort Development:

- construct the two remaining Artist Cabins (year 8);
- construct the Cranberry Transport Lift 5 (year 9);
- construct the Ski Learning Center (year 10); and
- construct one Resort maintenance building.

Residential Development:

- install utilities, roads, driveways, signage, and general landscaping and prepare building sites in Phase III residential areas (years 9-12);
- construct the West Face Inn (30 rooms each in years 9 & 10);
- construct the remaining 24 townhouse units of West Slopeside (year 9);
- construct 60 townhouse units of East Village (years 9-12);
- construct 92 townhouse units of Cranberry Village (years 9-12);
- sell lots to construct 25 single family homes in Tupper Lake View North (years 9-11); and
- sell lots and construct the remaining six western Great Camps.

Phase IV Components (years 13-15)

Resort Development:

- construct West Face Expansion Ski Lift 4 and trails (year 14);
- install snowmaking (year 14); and
- construct West Face Warming Hut (year 14).

Residential Development (includes associated infrastructure):

- install utilities, roads, driveways, signage, and general landscaping and prepare building sites in Phase IV residential areas (years 13-15);
- construct the remaining 8 units of East Village (year 13);
- construct the remaining 32 units of Cranberry Village (years 13-14);
- construct 72 townhouses in West Face Expansion (years 13-15); and
- sell lots and construct 48 detached single family dwellings in West Face Expansion (years 13-15).

Homeowners' Associations

Organizational Arrangements

60. The Project Sponsor proposes to establish a Master Homeowners Association, to be known as the Adirondack Club and Resort Homeowners' Association (ACR-HOA), a New York not-for-profit corporation to be responsible for ownership and maintenance of any common area lands and structures.
61. The Project Sponsor proposes that the purchasers of the Great Camp Lots and single family dwellings in the Lake Simond View Neighborhood have the right, but not the obligation, to join the ACR-HOA.
62. The Project Sponsor proposes that the remaining single and multiple family dwelling owners belong to one of the six or more proposed Neighborhood Homeowners' Associations ("NHOA's"). The proposal involves each NHOA owning and maintaining common property and amenities, as appropriate to the type of development, such as common roof structures and walls, picnic and gazebo areas, landscaping elements, open space, driveways, parking areas, signage and storm drainage system components, including stormwater runoff containment areas that are not part of the public roads. Association responsibilities are proposed to include collecting NHOA dues and common area maintenance fees.

Individual NHOAs might also encounter individual property tax and insurance common costs dependent on the structure of the units within the NHOA.

Declaration of Covenants, Restrictions, Easements and Liens

63. The Project Sponsor has proposed in its Offering Plan three similar Declarations of Covenants and Restrictions to cover the residential developments—for the Master HOA areas, the Neighborhood HOA areas, and the Non-HOA areas. Major elements of the proposed Master HOA Declaration include architectural restrictions, architectural approvals through an Architectural Review Committee, association property rights or agreements, assessments, association structure and membership, insurance, and compliance with the APA permit.
64. The proposed Neighborhood HOA Declaration has similar provisions to the Master HOA Declaration, with a focus on maintaining common property.
65. The proposed Non-HOA Declaration does not create a HOA but does require compliance with the HOA Architectural Guidelines and the APA permit and imposes other property restrictions.
66. Regardless of membership in the ACR-HOA, the Project Sponsor proposes that these properties have access in the Project Sponsor's discretion to the hiking and cross-country ski trails and private roads via an easement to be filed by the developer.

Forest Management Plan

67. The Project Sponsor proposes that vegetative clearing for all residential development, including accessory structures, shall not exceed twenty-five feet from exterior walls of structures or ten feet from the outside edge of grading, whichever is less.
68. The Project Sponsor has proposed that Great Camp Lots A-H will be provided with a comprehensive forest management plan. The plan is to be developed and administered by a Society of American Foresters certified professional forester.

FINDINGS OF FACT

Project Site

Shoreline Resources

69. Water features on and adjoining the site include Tupper Lake, Simond Pond, Raquette Pond, the Raquette River, Moody Pond, and Cranberry Pond. There are also seven classified streams on the site (Two Class "B", three Class "C(T)" and three Class "D"). These streams flow to Simond Pond, Tupper Lake and the Raquette River. The site encompasses both Moody Pond and Cranberry Pond and includes frontage on both Big Tupper Lake and Simond Pond. The site has about 2.5± miles of frontage on the Raquette River, a designated Recreational River.
70. Big Tupper is a Class A NYS surface water. The project site's shoreline on Big Tupper is located on the south side of the lake, between the lake and NYS Route 30, and includes a 1.5± acre parcel with approximately 975 feet shoreline, improved by the former McDonald's Marina and a 0.2 acre parcel with approximately 15 feet of shoreline. The project site's shoreline on Lake Simond is primarily in the south bay and eastern shoreline of the Lake, which are fairly undeveloped areas of shoreline.
71. With regard to the Great Camp Lots which include shoreline, all land use and development is proposed to be setback more than 100 feet from the mean high water mark, except that the development envelopes for Lots A, 6 and 21 are located within 50 feet of a permanent stream. No removal of shoreline vegetation is proposed within 35 feet of the mean high water mark, and no docks, boathouses or other shoreline development is currently proposed.
72. The shed proposed to be constructed as a dock master shed for the marina will be a replacement and will not increase non-conformance with the shoreline setback restrictions.
73. The project complies with the shoreline restrictions applicable to the Raquette River, a designated recreational river. No land use and development is proposed within the designated river area.

Forest Resources

74. Deciduous trees comprise the dominant forest cover in RM lands on the project site and there is ongoing timber harvesting occurring on major portions of these lands.
75. Except for the approximately 34-acre area described in Paragraph 149 below, the Type 2 and Type 3 Open Space lands are generally characterized by steep slopes, shallow soils, and potential for high visibility, limiting their suitability for development.

Habitat/Wetlands

76. Approximately 243 acres of wetlands have been delineated on the project site. Emergent and submerged wetlands have also been identified below the mean high water mark of Tupper Lake and Simond Pond, on lands adjacent to the project site. Wetland delineation has only been undertaken on the portions of the project site that are proposed for development. Preliminary wetland maps provide a qualitative assessment of wetland extent for the entire project site.
77. This project will involve the loss of 1.47 acres of wetland and the functions or benefits derived therefrom. It is the Agency's policy to require compensatory mitigation for wetland loss on a project site. Therefore, a mitigation plan has been developed in accordance with the Agency's Compensatory Wetland Mitigation Guidelines; this plan, which is found on plan sheets WI-1 and WM-1 and WM-2, will create 2.69 acres of new wetlands.
78. Site investigations to evaluate wildlife and wildlife habitat on the project site followed standard Agency guidelines and procedures. In addition to reviewing historical records for threatened and endangered species, qualitative biological surveys including onsite visual assessments as defined in Agency guidance "Guidelines for Biological Surveys" were completed during site visits. Other than identifying the deer wintering yard as a "key wildlife habitat," no other wildlife habitat was identified as containing threatened, endangered or species of special concern on the project site.
79. Pursuant to a letter from NYS Natural Heritage Program, dated March 4, 2004, a letter from New York State Department of Environmental Conservation ("NYSDEC"), dated

January 5, 2004, and a letter from US Fish and Wildlife Service, dated December 17, 2003, there is no indication of endangered or threatened wildlife species on the project site.

80. A deer wintering yard is located on the northeast portion of the project site, within the boundaries of proposed Lot A/I. No development is proposed or authorized within or in close proximity to this deer wintering yard.
81. A preliminary amphibian survey completed by an independent consultant identified 11 species of amphibians located adjacent to public and private road which traverse the project site. No threatened or endangered amphibian species were found during this survey.
82. Some development is proposed in areas comprising upland amphibian habitat. It is possible that some of this proposed development would prevent amphibian migration patterns and that human/amphibian interactions would result in amphibian mortality. A comprehensive amphibian survey and impact analysis will identify critical habitat areas and amphibian migration corridors which require additional protection.

Other Sensitive Areas

83. The proposed development envelopes on the project site avoid flood plains, gorges, geologic formations, waterfalls, and other sensitive resources.
84. The Chair 1 warming hut will be located above 2,500 feet. No other development envelope will occur in critical environmental areas.

Proposed Development

Overall Intensity Guidelines

85. There are 1,228.2 net acres of MIU lands on the project site.
86. There is a maximum potential for approximately 942 principal buildings to be constructed on the MIU portion of the project site based on the overall intensity guideline (Executive Law Section 805(3)(d)(3)) of approximately five hundred principal buildings per square mile (or an average lot size of about 1.3 acres per principal building).

- 87. The project involves construction of 606 principal buildings on the MIU lands. After that construction, 336 additional principal buildings could potentially be built on the MIU lands in compliance with the overall intensity guidelines.
- 88. There are 4,739.5 net acres of RM lands on the project site.
- 89. There is a maximum potential for approximately 111 principal buildings that could be constructed on the RM portion of the project site based on the overall intensity guideline (Executive Law Section 805(3)(g)(3)) of approximately fifteen principal buildings per square mile (or an average lot size of about 42.7 acres per principal building).
- 90. The project involves construction of 82 principal buildings on the RM lands.
- 91. The Project Sponsor proposes to associate one principal building opportunity in RM to the Access Lot, but does not propose to construct a principal building on that lot at this time.
- 92. After the proposed construction and transfer of one principal building opportunity, 28 additional principal buildings could potentially be built on RM lands in compliance with the overall intensity guidelines.
- 93. The following chart depicts the breakdown of acreage and principal building opportunities on the project site:

<u>Land Use Area</u>	<u>Acreage*</u>	<u>Potential</u>	<u>Proposed</u>	<u>Remaining</u>
RM	4739.5	111	83	28
MIU	1228.2	942	606	336
LIU	180.3	N/A	0	56.4
Hamlet	10.7	N/A	0	N/A

*This does not include open water

Ski Area

- 94. The ability to make snow is a critical component of an economically-viable Ski Area. The Project Sponsor proposes to use Cranberry Pond as the source of water for snowmaking because the costs associated with using Tupper Lake would be significantly higher.

95. A beaver dam failure would reduce the pond area and volume of water available for storage and would also reduce the daily inflow available for snowmaking and recharging the pond. Failure of the beaver dam would have a significant impact on the project since minimal snowmaking could occur at the Ski Area. Due to natural fluctuation of the pond's water levels caused by the presence or absence of beaver activity and the relatively low daily inflow rates into the pond, Cranberry Pond is not a reliable long-term source of snowmaking water.
96. Tupper Lake represents a more reliable long-term source of water that minimizes impacts to wetlands, fish, wildlife and other biota and would ensure the long-term viability of the Ski Area.
97. The existing culverts at Ski Tow Road adjacent to Cranberry Pond are half filled with sediment and should be replaced when roadway improvements occur on Ski Tow Road and new underground water and sewer infrastructure is installed at this location to serve the project.
98. The proposed ski hill lighting plan is based on guidelines developed by the National Ski Areas Association in association with the Illuminating Engineering Society of North America.
99. There is no guarantee that the Project Sponsor will renovate or continue to operate the Ski Area. The Project Sponsor has only promised to allow public access to the Ski Area for 50 years, provided the facility remains in operation.

State Boat Launch and Marina

100. The State boat launch is located on NYS Route 30 and is in a designated Intensive Use area identified in the Bog River Unit Management Plan completed in November 2002. The boat launch currently includes 27 spaces for trailered vehicles plus 10 spaces for cars without trailers (car-top boats), a two-lane concrete ramp with floating docks, a canoe/kayak launch area, and restrooms.
101. The State boat launch is administered by the Division of Operations within the NYSDEC out of the Region 5 office, and NYSDEC has not stated any concern with the use of the boat launch as proposed by the Project Sponsor. As members

of the public, project owners and their guests are entitled to use the State boat launch and other public facilities.

102. Communities in the Adirondacks provide access to navigable waters through a variety of means and there will be future opportunities for the community, Project Sponsor, and DEC to assess the need for additional boat access.
103. The Project Sponsor has agreed to construct and operate a trailer and boat washing station on the project site and to wash boats prior to launching, in order to control the spread of aquatic invasive species into Tupper Lake.

Nearby Land Uses

104. Due to the expanse of the project site, adjacent land uses vary widely and include year round and seasonal residences, commercial uses, tourist accommodations, public land uses and open space recreational uses.

Infrastructure

Water Supply

105. The proposed connection to the Village of Tupper Lake water supply will require the construction of on-site water infrastructure including approximately 15 miles of transmission lines and new pump stations. A new 280,000-gallon water storage tank located on Mount Morris will be required to support full build-out of the project. In addition, improvements to existing off-site Village infrastructure such as the Tamarack booster station and the water treatment plant will be required to serve all phases of development. An existing Village water booster station will need to be upgraded and approximately 64,000 lineal feet of 8-inch diameter and 13,000 lineal feet of 6-inch diameter, cement-lined, Class 52, ductile iron, force main will need to be installed to convey the water from the Village supply to the development.
106. The Village of Tupper Lake and New York State Department of Health have expressed concerns that the municipal water supply system cannot support water supply to any of the Great Camp lots.
107. The formation and extension of the water district and associated on-site and off-site water supply improvements required to serve any phase of the project will require

additional review and approval from the New York State Department of Health ("NYSDOH"), NYSDEC, Village of Tupper Lake, Town of Tupper Lake requirements and the Town/Village Planning Board.

Waste Water Treatment

108. The Project Sponsor has agreed to include the area designated for the on-site wastewater treatment absorption field in the 3-acre development envelopes for all Great Camp lots, including lots 20-26, 29-31, B, C, D, and E.

Stormwater Management

109. The New York State Department of Environmental Conservation Stormwater Management Design Manual August 2003 (updated August 2008) was the basis for design in the June 2010 submission. The NYSDEC has asked the Project Sponsor to provide a revised Stormwater Management Plan that meets updated 2010 standards.

Electrical Supply/Demand

110. The Village of Tupper Lake has stated that it is capable of providing electric service to all of the project amenity facilities and housing, including construction power during the building of the project.

Phasing and Implementation

111. The Project Sponsor proposes a four-phased project development schedule but has not committed to this schedule. According to the Project Sponsor, if sales of lots or units lag, accelerate, or vary by type from expectations, then the phasing of the project may be modified to reflect the market.
112. Project phasing will be subject to control mechanisms, including but not limited to:
- NYS requirements for specific State Pollution Discharge Elimination System and other infrastructure permits;
 - Agency review of specific infrastructure plans for consistency with the approved project plans;
 - municipal requirements related to infrastructure and services provided to the project;

- municipal requirements imposed as part of municipal approvals as project elements proceed;
- financing requirements imposed as conditions of the FCIDA and other public or private financing arrangements for the project; and
- the terms and conditions of any offering plan(s) required by the NYS Attorney General.

Ownership/Organizational Arrangements

113. Tupper Lake Preserve, LLC is the controlling entity of the three LLCs that will own portions of the site - Preserve Associates, LLC; Big Tupper LLC; and Tupper Lake Boat Club LLC.
114. Preserve Associates, LLC is a limited liability company (LLC) organized under the laws of the State of New York; Michael D. Foxman is President, and the company is wholly owned by Tupper Lake Preserve, LLC. Preserve Associates, LLC is the Project Sponsor for the proposed project. Preserve Associates, LLC proposes to own the undeveloped land, the Ski Lodge, the Clubhouse, the Spa, the Gym and Recreation Center, the Equestrian Center, the private road segments (Bypass Road and Lake Simond Road Extension), the hiking and cross-country ski trails, and the West Face Inn. Preserve Associates, LLC intends to lease or sell many of the development areas (neighborhoods) to other developers who will build and sell the single family dwelling and townhouse units.
115. Big Tupper, LLC currently owns the former Big Tupper Ski Area and is proposed to own the ski area facilities, including buildings, lifts, trails, warming huts and two satellite parking areas. It is wholly owned by Tupper Lake Preserve, LLC.
116. Tupper Lake Boat Club, LLC is wholly owned by Tupper Lake Preserve, LLC and owns the former McDonald's Marina property.
117. Knotbill, LLC is wholly owned by Tupper Lake Preserve, LLC for the proposed purpose of operating food service and/or bar facilities at the Base Lodge.

118. Hotelsite, LLC is wholly owned by Tupper Lake Preserve, LLC for the proposed purpose of operating the tourist accommodation function of the quarter share residential units.

Coordination with Local Government and Services

119. The Village and Town of Tupper Lake Joint Planning Board approved the ACR Planned Development Preliminary Plan for the project on November 17, 2010. Preliminary and final subdivision plats must still be reviewed and approved by the Planning Board.
120. The Project Sponsor contacted local service providers including police, hospital, emergency services, utilities, public transportation, public schools and health services to determine what if any actions would be required to serve the proposed development at full build-out. Responses from service providers indicate that municipal and emergency services can be provided throughout the entire project with two possible exceptions: (1) Fire protection for Great Camp Lots that are not served by public water; and (2) Portions of the project site with steep grades that may require specialized equipment for fire protection. This local issue is more appropriately addressed, if necessary, by the Joint Planning Board for the Village and Town of Tupper Lake.

PROJECT IMPACTS

Fiscal and Economic Impacts

121. The Updated 2010 "Fiscal and Economic Impact Analysis" report ("F&EIS Report") prepared by the LA Group and dated June 2010 describes the anticipated economic and fiscal impacts of the proposed Adirondack Club and Resort on the Town and Village of Tupper Lake as well as Franklin County, the Tupper Lake School District, and the surrounding region.
122. The Project Sponsor proposes a payment in lieu of taxes ("PILOT") financing and bond agreement with the Franklin County Industrial Development Authority ("FCIDA") to cover the costs of public infrastructure to the project. The FCIDA adopted a resolution, dated April 11, 2007, taking official action toward the issuance of PILOT bonds on behalf of the Project Sponsor finding that the project constitutes an appropriate "project" within the New York

State Industrial Development Agency Act. The FCIDA subsequently drafted a Proposed Payment-in-Lieu-of-Tax Agreement for discussion purposes but no terms have yet been finalized.

123. According to the F&EIA, \$35,980,863 of public infrastructure will be financed through four bond issuances, in connection with the project's phasing, of \$10,317,939, \$12,301,185, \$8,051,031, and \$5,310,708 for Phases 1-4 respectively. The Project Sponsor's projected terms call for fixed-rate bond issuances with an amortization period of 25 years and an interest rate of 7.5%.
124. If the first phase of the project is unsuccessful, the FCIDA will be under no obligation to issue bonds for the remaining phases.
125. As proposed, no municipal bonds will be issued. The Project Sponsor intends to construct all of the public infrastructure necessary for the project with financing through a mix of conventional bank financing, internal investors, and bonds issued by the FCIDA.
126. As proposed, the revenues to cover the bond payments will come from a proposed tiered PILOT payment system in which revenues are generated as an amount equal to the then-current tax rate multiplied by an assessment based on the purchase price of the property. In the first tier the Project Sponsor will pay an amount based upon the purchase of the project site properties. The second tier revenues will be paid from purchasers of the subdivided lots within the project where the new Tier 2 owners will pay an amount equal to the current tax rate multiplied by an assessment based on the purchase price of the property. The money exceeding the debt service on the municipal bonds will be split among the Village, Town, and School District in a disbursement agreement yet to be determined.
127. If total sales and their resulting PILOT payments, did not achieve the amount necessary to cover debt service, the FCIDA and its bondholders would be responsible for debt restructuring. The FCIDA also maintains a PILOT mortgage on the Tier 1 and Tier 2 properties and if a property owner was deemed to be in default the FCIDA could assume ownership of the property and use that property to raise funds. As industrial development agency (IDA) bonds are the obligations of IDAs themselves, no municipal, county,

or state money would be liable in such an event and the bondholders would be solely obligated to any losses.

128. The Project Sponsor maintains it is important that development of the ski area and marina amenities and the public infrastructure occur simultaneously with lot and unit sales, as lot and unit sales are intended to provide capital for the construction of the project's amenities.
129. Delay in residential lot sales or unit sales could affect the pace or occurrence of amenity development, including the ski area.
130. The Project Sponsor's projected average Phase 1 sales price of \$1,041,150 could decrease 70% per unit and the PILOT agreement could still cover bond debt payment and the increased costs of municipal service provisions incurred from the project. Benefits related to net increases in revenue (lowering the tax rate, increasing municipal services, etc) will not occur until the Phase 1 sales of \$25,688,137 are achieved.

Housing

131. According to the 2011 report entitled, "The Village of Tupper Lake and the Adirondack Club and Resort: A Study of Project Implications for Selected Public Services and a Village Economic Interests," the project's impact upon housing conditions to the Village of Tupper Lake are expected to be modest.

Project Benefits

132. There are three primary sources of financial and economic impacts to the community: 1) increased tax assessments; 2) short term commerce activities from construction; and 3) permanent commerce opportunities from both the residential and resort components.
133. Located outside the Hamlet of Tupper Lake, the Adirondack Club and Resort will have limited commercial retail and service space and will help create a market for off-site shopping, food and beverage sales, and other supporting services. At final build out, it is projected that the increase in visitors to the region from both the resort and residential components will induce a demand for an additional 108,000 square feet of retail space in the region.

134. Construction on the Adirondack Club and Resort is projected to last 15 years. According to the F&EIS, it is expected that a total of \$142,470,407.92 of direct construction wages will be paid to an average annual workforce of 307 during that period. At full operation, the Adirondack Club and Resort is projected to employ 236 full time workers with an average salary of \$20,700. In addition, the reopening of the ski resort is projected to attract 100,000 visits per year upon completion of the proposed improvements, resulting in an additional \$22.6 million in local spending per year.
135. Usage of the project's seasonal residences is projected to induce \$4,631,760.97 of spending in the local economy per year.
136. The community will benefit insofar as the Project Sponsor hires local and regional workers and procures local goods and services for the proposed project.
137. The continued public availability of the Big Tupper Ski Area has been identified as a significant objective of the local community in relation to the proposed project. This goal was particularly evident in the legislative comments provided in relation to the proposed project.
138. The public will benefit from access to the Big Tupper Ski Area as long as it operates, or for 50 years from the date of this Permit and Order, whichever comes first.

Infrastructure

Water Supply

139. Installation of the septic lines for Great Camp Lots 22, 23 and 24 has the potential to impact the Village of Tupper Lake's water supply line.

Waste Water Treatment

140. Site conditions including shallow soils and bedrock severely limit the possibility that the Western Great Camp Lots could be served by individual on-site wastewater treatment systems that comply with NYSDOH and Agency standards.

141. Review by Agency staff and the Project Sponsor indicate that it is feasible to connect Sewer District #27 to Sewer District #23 via a pump station as proposed.
142. The community wastewater treatment plant will not have an adverse impact on the water resources or present a public health hazard, provided the necessary permits and approvals are obtained from NYS Department of Environmental Conservation and NYS Department of Health and these permits are complied with.

Soils/Surface Waters/Groundwater

143. Implementation of the approved grading, drainage, site layout, erosion and sediment control, on-site wastewater treatment, road and stormwater plans will serve to protect soil, surface water and groundwater resources on the project site.
144. Installation on the Great Camp Lots of on-site wastewater treatment systems that do not meet NYSDOH and Agency standards may result in contamination of groundwater.
145. Without protection against stormwater runoff, erosion, and slippage, the development authorized herein could impact land and water resources on the project site.

Project Site

Shoreline Resources

146. Requiring Agency approval of activities undertaken within 100 feet of any shoreline will ensure that water resources are adequately protected.

Forest Resources/Open Space

147. While the proposed project will result in the elimination of the commercial timber harvesting activities that are currently occurring on the RM lands west of Lake Simond Inlet, some forestry management may continue on RM lands east of Lake Simond Inlet under a proposed forest management plan.
148. Development and implementation of the forest management plan on the Large Eastern Great Camp lots will help maintain local forestry jobs as well as create the conditions that will lead to a healthy working forest.

149. The approximately 34-acre area portion of the designated Open Space lands that is described as beginning at the base lodge and extending in a southerly direction outside of wetlands to elevation 2030 and running easterly along contour 2030 to a point approximately 800 feet east of the proposed "East Satellite Lot," then running in a northerly direction approximately 400 feet to the proposed access road for Great Camp Lots 16 through 19 may be suitable for additional development.

Habitat/Wetlands

150. Wildlife habitat, as it exists on Type I open space lands, will be protected as long as there is no further subdivision of those lands, and development is restricted to the designated 3-acre building envelope and one principal building. Wildlife habitat on the Type 2 and Type 3 Open Space lands will be protected as long as those lands are permanently restricted from development.
151. The deer wintering yard is not located within or in close proximity to any of the proposed development. Deeds restricting the remaining portion of Type I open space will provide further protection of this key wildlife habitat.
152. Requiring a comprehensive amphibian survey on certain RM lands to identify protected species and to determine migration routes will ensure that best management practices and low cost mitigation techniques will be employed to reduce impacts to amphibian populations in RM. The absence of curbs, avoidance of wetlands, and maintenance of a 100-foot buffer from wetlands in the project design will also limit impacts to amphibians throughout the project site, consistent with Agency guidelines and procedures.
153. The hydrologic analyses demonstrated that the volume of water in Cranberry Pond would be reduced from snowmaking operations when daily snowmaking pumping withdrawals exceed natural daily inflows.
154. The impact, if any, of a temporary net loss of flow (and pond volume) into the Cranberry Pond hydrologic system resulting from snowmaking activities to fish, wildlife and other biota within Cranberry Pond and to the value and benefits of existing wetlands associated with the pond has not been determined.

155. Unless proven otherwise by data collected during and after the withdrawal of water for snowmaking, the use of Cranberry Pond for snowmaking should be temporary in nature and should include identifying and monitoring impacts to wetlands, fish, wildlife and other biota within Cranberry Pond and associated wetlands.
156. As designed and authorized, the project incorporates a 100-foot buffer between wetlands and most development. Implementation of erosion control measures will further limit indirect impacts on wetlands and the 100-foot area surrounding wetlands.
157. The loss of wetlands on the project site and any impacts to the functions and values derived from wetlands on the project site will be mitigated by establishment of the compensatory wetland areas.
158. Provided the marina is redeveloped and used as authorized herein and the buoy plan is implemented as authorized, the marina will have no additional wetland impacts than were experienced from the past traditional use of the marina.

Visual Impacts

159. The Project Sponsor submitted a Visual Impact Study assessing potential visual impacts of the project.

Potential Daytime Visual Impacts

160. The Visual Impact Study indicates that approximately 29 structures authorized for construction in the MIU areas of the project site will be partially visible in daylight from up to six land or water public viewing points located within 5 miles of the project site.
161. The Visual Impact Study indicates that 9 structures authorized for construction in the RM areas of the project site will be partially visible in daylight from up to six public land or water viewpoints located within ½ to 5 miles from the project site.
162. None of the proposed buildings identified as partially visible in daylight on MIU and RM lands will be sky-lighted, and all are back-dropped by existing topography and mature trees. Location of all structures as depicted on the Master Plan, maintenance of strict clearing limits and retention of existing trees, use of dark green and

brown exterior finish materials, limiting the maximum footprint size and height of structures on the project site, and requiring outdoor lighting to be shielded and angled downward will all help to minimize potential visual impacts to adjacent land uses and avoid adverse visual impacts from the proposed development.

163. Significant retention of existing vegetation on the residential properties and allowing the early successional forest areas to mature will mean that the proposed buildings should be highly screened during both daytime and nighttime periods.

Potential Nighttime Visual Impacts

164. It is likely that some nighttime lighting from both the RM and MIU areas of the project site will be visible from offsite. Nighttime lighting will likely be most visible in the winter months when there is reflective snow on the ground and leaf-off conditions. Nighttime downhill skiing and trail maintenance will likely also increase nighttime lighting impacts.
165. Lighting associated with the Ski Area will likely also be visible from offsite. As authorized, Ski Area lighting will be limited to those nights when the Ski Area is in operation and during times of maintenance. Night skiing is currently proposed for Friday and Saturday nights, and for weekday nights between Christmas and New Years as snow conditions allow.

Nearby Land Uses

166. At full build-out the project will increase traffic on neighboring roads and change the open space uses on forested lands. Some neighbors have objected to more intensive use of the project site. Many residents of the community have registered support for the proposed new land uses and development proposed in association with the project.
167. Components of the originally proposed project have been modified or eliminated in order to reduce potential visual and noise impacts to adjacent land uses.

Energy Impacts

168. The proposed project will be operated on a year-round basis and will have significant energy and water demands. The project has been designed to meet or exceed current energy conservation standards if conducted as proposed and conditioned.

Historic Sites or Structures

169. The OPRHP stated in a letter dated September 28, 2007 that the project will have no effect upon cultural resources in or eligible for inclusion in the National Register of Historic Places. Therefore, the project as proposed and authorized herein will not cause any change in the quality of "registered," "eligible," or "inventoried" property as those terms are defined in 9 NYCRR Section 426.2 for the purposes of implementing §14.09 of the New York State Historic Preservation Act of 1980.

CONCLUSIONS OF LAW

The Agency, having considered the findings set forth above, and the statutory and regulatory criteria as set forth in Executive Law § 809(10) and 9 NYCRR Part 574, Environmental Conservation Law § 24-0801(2) and 9 NYCRR § 578.10, and Environmental Conservation Law § 15-2709 and 9 NYCRR § 577.8, finds that Adirondack Park Agency Project 2005-100, if undertaken in compliance with the following and with all terms and conditions in the permits issued pursuant to this Order, complies with the applicable approval criteria.

NOW, THEREFORE, IT IS ORDERED:

I. Within 10 days of receipt by the Agency of a full updated set of plans which are necessary for implementation of a permitted portion of the overall project site and which depict the final project as described in the record for Adirondack Park Agency Project 2005-100 and this Order, and written confirmation by the Agency that these updated plans correspond to the final project as described in the record, the Agency shall issue the attached individual permits with conditions for the following portions of the project site: the Large Eastern Great Camp Lots and the Access Lot; the Small Eastern Great Camp Lots; the Small Western Great Camp Lots; the Tupper Lake View South neighborhood; the Tupper Lake View North neighborhood; the West Face Expansion

neighborhood; the West Slopeside neighborhood; the Sugarloaf North neighborhood; the Sugarloaf East neighborhood; the East Village neighborhood; the Cranberry Village neighborhood; the Lake Simond View neighborhood; the marina; and the ski area, resort, and other retained lands. Issuance of these permits shall be a non-discretionary act upon satisfaction of the terms stated under this Paragraph I.

- A. In order to correspond to the final project as described in the record, final plans for the Large Eastern Great Camp Lots must include:
- Depiction of development envelopes, including the designated area for the on-site wastewater treatment absorption field, that are no more than 3 acres in size and are all located at least 50 feet from any stream on the property; and
 - Engineered plans for on-site wastewater treatment systems on each lot that comply with NYS Department of Health and Agency requirements.
- B. In order to correspond to the final project as described in the record, final plans for the Small Eastern and Small Western Great Camp Lots must include:
- Depiction of development envelopes, including any designated areas for on-site wastewater treatment absorption fields, that are no more than 3 acres in size and are all located at least 50 feet from any stream on the property;
 - Engineered plans for on-site wastewater treatment systems on Lots 20-26 and 29-31 that comply with NYS Department of Health and Agency requirements; and
 - Well locations that meet NYS Department of Health horizontal separation distances on all lots; and
 - An updated map/plans depicting the accurate boundaries of Sewer District #27.
- C. In order to correspond to the final project as described in the record, final plans for the Lake Simond View neighborhood shall include an updated map/plans depicting the accurate boundaries of Sewer District #27.

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- D. In order to correspond to the final project as described in the record, final plans for the Ski Area and Resort and for all neighborhoods shall include a map clearly depicting the Open Space Type 2 and 3 lands to be retained by the Project Sponsor and lands to be conveyed as part of any neighborhood.
 - E. In order to correspond to the final project as described in the record, final plans for the Ski Area and Resort shall include a map clearly depicting the approximately 34-acre property described in Paragraph 149 above.
- II. The Project Sponsor or its successor shall be responsible for construction of project infrastructure for the project site. As necessary, holders of individual permits issued pursuant to this Order will be required to ensure the installation of infrastructure described on project plans for development areas approved within this Order which are located outside of the specific permit boundary, to ensure that connecting infrastructure is installed and sized appropriately for full project build out.
- III. There shall be no land use or development on or subdivision of any portion of the project site except pursuant to a recorded permit issued under this Order.
- IV. All references to Agency Order 2005-100 in any permit issued hereafter refer to this Order adopted January 20, 2012, and any subsequent change to this Order. The Project Sponsor shall record this Order in the name of all owners of record of any portion of the project site as of the date of recordation in the Franklin County Clerk's Office on or before April 2, 2012.

APA Project Findings & Order
No. 2005-100

Issued this 31st day
of January, 2012

ADIRONDACK PARK AGENCY

BY: _____ /S/
Leilani Crafts Ulrich
Chairwoman

STATE OF NEW YORK)
) ss.:
COUNTY OF ESSEX)

On the 31st day of January in the year 2012, before me, the undersigned, a Notary Public in and for said State, personally appeared Leilani Crafts Ulrich, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that they executed the same in their capacity, and that by their signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

_____ /S/
Notary Public