TOWN OF AMENIA
TOWN BOARD

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Resolution # 50 for 2017

October 19, 2017

RESOLUTION APPROVING AN AMENDED SPECIAL PERMIT, SITE PLAN AND CONSERVATION EASEMENT FOR OPERATION OF RIDGECREST FARMS SOIL AND GRAVEL MINE WITHIN THE SMO ZONING DISTRICT

WHEREAS, Section 121-17 of the Town of Amenia Town Code ("Town Code") establishes a Soil Mining Overlay Zoning District ("SMO") in the Town and sets forth the regulations for use of property contained therein; and

WHEREAS, Section 121-17 (C) (1) of the Town Code provides that the land within the SMO District is the only land in the Town of Amenia where new soil mines may be permitted and where existing soil mines will be allowed to renew their permits from the New York State Department of Environmental Conservation; and

WHEREAS, Section 121-17 (C) (2) of the Town Code requires that all new soil mining operations or expansions of existing soil mining operations require a special permit from the Town Board; and

WHEREAS, Section 121-17 (D) (1) of the Town Code provides that soil mining shall be allowed within the SMO Overlay District, subject to a special permit by the Town Board, provided that the operator complies with all applicable requirements of the New York State Department of Environmental Conservation; and

WHEREAS, on or about July 21, 2011, the Town Board of the Town of Amenia ("Town Board") adopted Local Law No. 2 of 2011 (the "2011 Local Law"), amending the zoning maps of the Town of Amenia by adding to the Soil Mining Overlay District ("SMO") 65 +/- acres of land (the "Property"), being a portion of a 143.91 +/- acre parcel designated as Tax Parcel No. 7165-00-404090, located on Sinpatch Road and owned by Ridgecrest Farms, Inc. ("Ridgecrest"); and

WHEREAS, the 2011 Local Law was filed with the New York State Department of State on August 4, 2011 and became effective on that date; and

WHEREAS, on April 25, 2013, pursuant to Section 121-17 of the Town of Amenia Town Code (the "Town Code"), the Town Board adopted Resolution No. 21 of 2013 (the "2013 Resolution"), granting to Ridgecrest a soil mining special permit (the "2013 Special Permit") to

allow the operation of a sand and gravel mine on fifty-seven (57) acres of the sixty-five (65) acres of the Property within the SMO (the "Ridgecrest Mine"); and

WHEREAS, the mining operation for which the Special Permit was approved proposed (1) to remove approximately 2.8 million cubic yards of sand and gravel from the 57-acre mine site over a projected twenty (20) year life of mine, (2) to mine in seven (7) phases, and (3) to begin reclaiming during each phase when two (2) acres have reached final grades and are not required for mining activities and no more than five (5) acres will be exposed to removal of materials at any given time; and

WHEREAS, the reclamation activities approved in the 2013 Special Permit consisted of grading and placement of topsoil, reseeding the floor of the mine, and reforesting the perimeter slopes of the mine; and

WHEREAS, pursuant to Section 2 of the 2011 Local Law and as provided under Section 121-17 (C) (3) of the Town Code, the Town Board deemed the financial return from allowing mining of the Property sufficient to justify restricting future use of the land to mining, agriculture, forestry and recreation, and therefore, as a condition of the rezoning authorized by the 2011 Local Law, required that Ridgecrest must grant the Town a conservation easement perpetually restricting the future use of the property to mining, agriculture, forestry and recreation; and

WHEREAS, this conservation easement was required to be executed in recordable form and held in escrow by the Town Attorney pending final approval of a Town soil mining special permit and all necessary permits from the New York State Department of Environmental Conservation ("NYSDEC") at which time the conservation easement was to be recorded in the Dutchess County Clerk's Office; and

WHEREAS, the 2013 Resolution acknowledged the conservation easement requirement in the 2011 Local Law, but permitted Ridgecrest to provide seven (7) fully executed conservation easement in favor of the Town of Amenia, one for each of the seven (7) phases of the proposed sand and gravel mine, to be held in escrow by the Town Attorney until "completion and full reclamation of the phase of the mining operation which is subject to that particular conservation easement," at which time the Town Attorney was authorized to record the conservation easement for that particular phase only in the Dutchess County Clerk's office; and

WHEREAS, the 2013 Resolution could not legally modify the conservation easement recording requirements of the 2011 Local Law and was inconsistent with the provisions of Section 121-17(C)(3) of the Town Code, requiring this conservation easement to be recorded "upon receipt of all necessary permits to begin the mining operation;" and

WHEREAS, none of the seven-executed conservation easements were ever recorded, and thus under Section 49-0305(4) of the NYS Environmental Conservation Law, the easements are not effective; and

WHEREAS, following the approval of the 2013 Special Permit, Ridgecrest subsequently sought to expand its proposed mining operations on the Property to allow mining within certain buffer areas between adjacent mines under common ownership; and

WHEREAS, specifically, on May 20, 2014, the Town Board received a Lead Agency Coordination Request under the State Environmental Quality Review Act ("SEQRA") from the NYSDEC, as proposed lead agency, related to three applications seeking to modify the NYSDEC mining permits for Ridgecrest, Northwest Farms, Inc., and Harlem Valley Sand & Gravel to expand mining within buffer areas between these three adjacent mines (the "Mining Expansions") – which are owned by affiliated companies; and

WHEREAS, the NYSDEC became the lead agency to conduct the environmental review under SEQRA for the Mining Expansions; and

WHEREAS, after a coordinated SEQRA review, on March 1, 2016 the NYSDEC adopted a negative declaration for the Mining Expansions, including the Expanded Ridgecrest Mine (as defined below); and

WHEREAS, on June 6, 2016, the Town Board received an application from Ridgecrest dated May 26, 2016 seeking to amend the Town's 2013 Special Permit to extend the proposed mining operation onto a 0.8-acre portion of the Property along the northern border of the abutting property of Northwest Farms, an affiliate of Ridgecrest. This 0.8 acre of land constituted the buffer between the two mine sites (the "Additional Mined Area"). This Additional Mined Area together with the Ridgecrest mine constitute the "Expanded Ridgecrest Mine". The initial application consisted of the following materials, among other things:

(1) Cover letter from Cappillino & Rothschild LLP, dated May 26, 2016
(2) Application to Amend Special Permit, including
    a. Project Site Description and Project Narrative;
    b. Land Use Application;
    c. SEQRA Negative Declaration dated March 1, 2016 (issued by NYSDEC);
    d. Authorization of Agents; and
    e. Escrow for Professional Services Form;
(3) Amended Mining Plan/Site Plan Prepared by Zarecki & Associates, L.L.C. for Ridgecrest Farm, consisting of six sheets (last revised February 26, 2016) (the "Amended Site Plan");
(4) Agricultural Data Statement with accompanying map;
(5) Ridgecrest Farms, Inc.'s submissions indicating compliance with the Town of Amenia's Environmental Performance Standards; and
(6) Consent of Adjoining Landowner, Northwest Farms, LLC; and

WHEREAS, on June 14, 2016, NYSDEC issued a modified Mined Land Reclamation permit, Permit ID 3-1320-00202/00001 for the Expanded Ridgecrest Mine (Mined land ID 30668) (the "NYSDEC Mining Permit") subject to specific conditions contained therein, which continued to permit operation of a sand and gravel mine on fifty-seven (57) of the sixty-five (65)

acres contained within the SMO while permitting expansion of mining in the 0.8 acre buffer area abutting the property of Northwest Farms, LLC; and

WHEREAS, on July 19, 2016, Ridgecrest provided the Town Board with an Ecological Survey prepared by KT Wildlife dated November 23, 2015 and a letter from the NYS Office of Parks, Recreation and Historic Preservation dated October 17, 2014; and

WHEREAS, on July 20, 2016, the Town Board received an additional submission from Ridgecrest dated July 18, 2016 enclosing an Authorization of Agents form; and

WHEREAS, on or about August 4, 2016, the Town Board adopted Local Law No. 1 of 2016, correcting the metes and bounds description of the SMO previously adopted in the 2011 Local Law; and

WHEREAS, on September 27, 2016, the Town received a Stormwater Pollution Prevention Plan ("SWPPP") and Notice of Intent from Ridgecrest indicating Ridgecrest's intent to seek coverage under the NYSDEC SPDES Multi-Sector General Stormwater Permit GP-0-12-001 for the Expanded Ridgecrest Mine; and

WHEREAS, on October 17, 2016, the Town Board received a revised application submission from Ridgecrest consisting of (1) an amended Land Use Application, and (2) amended Agricultural Data Statement. This submission together with all the submissions noted above constitute the "Amended Special Permit Application"; and

WHEREAS, Ridgecrest has submitted a new conservation easement for the Property; and

WHEREAS, the Expanded Ridgecrest Mine is located with the SMO; and

WHEREAS, the Expanded Ridgecrest Mine is also located in the Town's Rural Residential Zoning District ("RR") and Priority/Primary Valley Bottom Aquifer Overlay District ("AQO"); and

WHEREAS, small portions of the Ridgecrest property, not within the area proposed to be mined, are located in the Hamlet Residential Zoning District ("HR"), the Flood Plain Overlay District ("FPO"), and 150-foot Stream Corridor Overlay District ("SCO"); and

WHEREAS, the Amended Special Permit Application indicates that the relatively small Additional Mined Area does not significantly alter the previously approved mining operation, including the occurrence of mining in seven (7) phases, with mined areas reclaimed on an ongoing basis to limit non-vegetated areas to five (5) acres; and

WHEREAS, the Amended Special Permit Application indicates that, as previously approved: (1) the operation will include on-site processing and crushing, (2) all stormwater runoff from actively mined areas will be retained on-site, (3) the entire mine floor will be reclaimed as grassland, and (4) areas outside those actively mined will be actively farmed; and

WHEREAS, the changes to the mining operations from those previously approved in the 2013 Special Permit are limited to that: (1) while perimeter slopes will be reforested as before, the Additional Mined Area will not be reforested, but rather will be excavated to the mine floor to meet with the mine floor of the adjacent Northwest Farms mine and it will be reclaimed as grassland, and (2) the overall mined area will increase by 0.8 acres; and

WHEREAS, because the Amended Special Permit Application proposes soil mining, which requires a NYSDEC permit, the Town Board has determined that the proposed action qualifies as major project under Section 121-17 (D) (2) of the Town Code; and

WHEREAS, in reviewing the Amended Special Permit Application, the Town Board considered the following: (1) the conditions contained in the NYSDEC Mining Permit for the Expanded Ridgecrest Mine; (2) the criteria for major projects in Section 121-63 of the Town Code; (3) the criteria for soil mines in Section 121-17 of the Town Code; (4) the Environmental Performance Standards in Section 121-40 of the Town Code, and determined that the Expanded Ridgecrest Mine would comply with those criteria and standards; and

WHEREAS, in reviewing the Amended Special Permit Application, the Town Board has determined that the Expanded Ridgecrest Mine, would continue to comply with all land use district, overlay district, and other specific requirements of the Town Code and will be consistent with the purposes of the RR Zoning District, SMO, SCO, FPO and AQO as applicable; and

WHEREAS, the Town Board has determined that the Expanded Ridgecrest Mine will comply with the special permit standards in Section 121-63 of the Town Code as set forth in the findings attached hereto as Exhibit A.

WHEREAS, the Town Board has determined that the Expanded Ridgecrest Mine will meet the applicable environmental performance standards in Section 121-40 of the Town Code as set forth in Exhibit B hereto; and

WHEREAS, the Town Board has determined that Ridgecrest is not presently in violation of any of the provisions of the Town Code; and

WHEREAS, Section 121-17 (C) (3) of the Town Code provides that when the Town Board rezones a parcel of land to include it within the SMO, it may require the applicant to grant a conservation easement pursuant to Section 121-20 (K) of the Town Code as set forth above; and

WHEREAS, at the Town Board's meeting on September 7, 2017, it considered a proposed conservation easement from Ridgecrest for the Property within the SMO as required by the 2017 Local Law; and

WHEREAS, on September 25, 2017 the Town Board referred a full statement of the Amended Special Permit Application to the Dutchess County Department of Planning and Development ("Dutchess County Planning Department") pursuant to General Municipal Law

239-m and Town Code 121-69 (B) at least ten (10) days prior to the scheduled public hearing; and

WHEREAS, the Dutchess County Planning Department responded with recommendations dated October 5, 2017 that the Amended Special Permit Application was a matter of local concern; and

WHEREAS, on October 5, 2017, the Town Board held the duly noticed public hearing on the Amended Special Permit Application as required by NYS Town Law § 274-b (6) and the Town Code and closed the hearing on this date; and

WHEREAS, on October 19, 2017, the Town Board adopted Local Law No. 3 of 2017, entitled "A Local Law To Amend Local Law No. 2 of 2011 as Amended By Local Law No. 1 of 2016 and Confirm the Addition to the Zoning Map of the Town of Amenia of 65 +/- acres of land located on Sinpatch Road to the Soil Mining Overlay (SMO) Zoning Overlay District Subject to Certain Conditions" (the "2017 Local Law"); and

WHEREAS, the 2017 Local Law did not change the boundaries or extent of the SMO or the portions of the Ridgecrest Mine therein as adopted by the 2011 Local Law and corrected by Local Law No. 1 of 2016; and

WHEREAS, the 2017 Local Law requires a conservation easement to be recorded on the Property in compliance with the terms of the 2017 Local Law. The Law further provides that "the conservation easement shall be executed in a recordable form, and shall be held in escrow by the Town Attorney pending final approval of a Town soil mining special permit or amended special permit and [Ridgecrest's] receipt of all necessary NYSDEC permits. Upon such approval(s), and receipt of the NYSDEC permits, the Town Attorney shall record the conservation easement in the Dutchess County Clerk's Office"; and

WHEREAS, the Town Board has determined that the conservation easement in the general form attached hereto as Exhibit A complies with the 2017 Local law and Section 121-20 (K) of the Town Code by restricting development of the open space land within the area covered by the easement and allowing use within the area covered by the easement only for mining, agriculture, forestry, recreation, protection of natural resources or similar conservation purposes; and

WHEREAS, the SEQRA negative declaration previously issued by NYSDEC for the Expanded Ridgecrest Mine covered the Amended Special Permit Application, and the Town Board, as an involved agency in the coordinated SEQRA review, is bound by the negative declaration issued by NYSDEC as lead agency; and

WHEREAS, the Town Board has determined that the Amended Site Plan prepared by Zarecki & Associates, L.LC. (last revised February 26, 2016) contains the required information in Town Code § 121-65 (B); and

WHEREAS, in reviewing the Amended Site Plan, the Town Board has considered the criteria in Town Code § 121-65 (D); and

WHEREAS, in its deliberations on the Amended Special Permit Application, the Town Board considered the conditions in the NYSDEC permit for the Expanded Ridgecrest Mine, comments from the public, comments and guidance from the Town Board's consultants, the relevant provisions of the Town of Amenia Comprehensive Plan and Zoning Chapter of the Town Code, and other documents and materials;

NOW, THEREFORE, BE IT RESOLVED, that

The Town Board approves the Amended Special Permit Application and grants an Amended Soil Mining Special Permit for the Expanded Ridgecrest Mine as requested by Ridgecrest in accordance with the Town Code, subject to the following conditions:

(1) The 2013 Special Permit is superseded and replaced, in its entirety, with this Amended Soil Mining Special Permit; and

(2) Ridgecrest, its agents and successors shall comply with all conditions contained in the NYSDEC Mining Permit related to the Expanded Ridgecrest Mine; and

(3) No mining activities or related work shall occur on the Property until the Amended Site Plan has been executed by the Town Supervisor; and

(4) Prior to execution of the Amended Site Plans by the Town Supervisor, Ridgecrest shall submit to the Town a fully executed conservation easement in the form attached hereto as Exhibit C, subject to the Town Attorney's insertion of dates and other information and any modifications necessary to effectuate the purposes of the easement. Ridgecrest shall also submit all other documents necessary to record the easement in the Dutchess County Clerk's Office; and

(5) Prior to execution of the Amended Site Plans by the Town Supervisor, Ridgecrest shall pay the sum of $1000 to the Town Clerk to be held in escrow to cover the costs of inspection and monitoring of Ridgecrest's compliance with the requirements of Section 121-17 (D) of the Town Code, an amount that is to be replenished as requested by the Town Board; and

(6) This Amended Special Permit is issued pursuant to Section 121-17 of the Town Code and only authorizes mining on the Expanded Ridgecrest Mine. It does not authorize any other uses on the Property. Any future uses proposed on the Property shall be subject to the terms and conditions of the recorded conservation easement, the Town Code and all federal, State and local laws. Further permits and approvals may be required for any future uses on the Property.

BE IT FURTHER RESOLVED, that the Town Board approves the conservation easement in the form attached hereto as Exhibit C, subject to the Town Attorney's insertion of dates and other information and any modifications necessary to effectuate the purposes of the easement, following which, the Town Supervisor is authorized to execute any documents necessary to effectuate the recording of the easement; and

BE IT FURTHER RESOLVED, that the Town Board hereby approves the Amended Site Plan prepared by Zarecki & Associates for Ridgecrest Farm (last revised February 26, 2016); and

BE IT FURTHER RESOLVED, that prior to the execution of the Amended Site Plan, Ridgecrest shall pay all outstanding fees and expenses of the Town's consultants incurred in connection with the Amended Site Plan Application and related documents and matters; and

BE IT FURTHER RESOLVED, that the Town Board hereby authorizes the Town Supervisor to stamp and sign the Amended Site Plan upon Ridgecrest's compliance with all applicable conditions of this resolution; and

BE IT FURTHER RESOLVED, that a copy of this Resolution shall be filed in the office of the Town of Amenia Town Clerk within five (5) days of the date of this Resolution, and shall be mailed to Ridgecrest within the same five (5) day period.

BE IT FURTHER RESOLVED, that this resolution shall take effect immediately.

Motion By: Councilman Gutierrez; and Second By: Councilman Morris

The foregoing resolution was voted upon with all members of the Town Board voting as follows:

Victoria Perotti, Supervisor	Aye
Councilwoman Doyle	Aye
Councilman DeLango	Absent
Councilman Morris	Aye
Councilman Gutierrez	Aye

Dated: October 19, 2017
Amenia, New York

Dawn Marie Klingner

Dawn Marie Klingner, Town Clerk

Exhibit A

Special Permit Findings as Required By Town Code § 121-63 (B)

Pursuant to Town Code § 121-63 (B), the Town Board finds that the Expanded Ridgecrest Mine:

(1) Will comply with all land use district, overlay district, and other specific requirements of this and other chapters and regulations, and will be consistent with the purposes of this chapter and of the land use district in which it is located.

Soil mining is permitted in the RR zoning district within the SMO pursuant to a special permit from the Town Board, which was issued in 2013 and will be amended in this approval. The Additional Mined Area is located within the RR and SMO. As stated in Section 121-7 of the Town Code, "[t]he purpose of [the RR] district is to maintain the Town's working landscape by promoting agriculture, forestry, recreation, land conservation, and low-density residential uses, as well as compatible open space and rural uses, by encouraging such activities and discouraging large-scale residential development." The purposes of the SMO is "to provide environmentally appropriate locations for soil mining to occur where landowners can achieve a reasonable return on their land from sand and gravel mining without adversely impacting their neighbors." The Expanded Ridgecrest Mine meets the purposes of these districts by continuing an existing mining use in an environmentally appropriate location, while promoting existing agriculture and low-density residential use in the future through the conservation easement compliant with Section 121-20 (K) of the Town Code, required by this approval.

The Expanded Ridgecrest Mine does not propose significant changes in use or operations from the approved 2013 Special Permit, in which the Ridgecrest Mine was determined to be consistent with the AQO and the provisions in Town Code 121-15. Soil mining is not a listed use requiring special AQO special permit review under Section 121-15 (E) of the Town Code. However, in examination of the criteria for the soil mining special permit, the Town Board has reviewed the general provisions in Section 121-15 (D) of the Town Code as applicable to the project. The discharge of water was examined pursuant to SEQRA by NYSDEC as required by Section 121-15 (D) (2) of the Town Code. No installation of underground fuel tanks is proposed. Soil mining is not among the prohibited uses in the AQO listed in Section 121-15 (E) (6) of the Town Code. As required by the NYSDEC Permit, a minimum of 5 feet of undisturbed material shall be maintained above seasonal high groundwater elevation at all locations.

Although portions of the Property owned by Ridgecrest are located within the SCO, FPO and HR zoning districts, none of the mining activities approved in the 2013 Special Permit or this Amended Special Permit are located in those zoning districts. As required by the NYSDEC Permit, all necessary precautions shall be taken to prevent the contamination of NYS Freshwater Wetland AM-23 and the Webatuck Creek by silt, sediment, fuels, debris or any other pollutant associated with mining and the operation of the mine.

(2) Will not result in excessive off-premises noise, dust, odors, solid waste, or glare or create any public or private nuisances.

Noise

The Town Board concluded in the 2013 Special Permit that the environmental performance standards with respect to noise were met by the Ridgecrest Mine. The noise proposed from the Expanded Ridgecrest Mine is not substantially different or increased from the mining operation allowed by the existing, approved 2013 Special Permit.

The NYSDEC has reviewed noise control pursuant to 6 NYCRR 422.2 (c) (4) (i), and has determined in its SEQRA negative declaration that any new areas to be mined under the expanded operations will be no closer to offsite receptors than current mining operations. The Additional Mined Area is located adjacent to another, commonly owned mining operation, which has consented to the expansion.

In addition, the following NYSDEC Permit conditions will ensure adequate noise control:

- The permittee shall locate product stockpiles around the processing plant to further attenuate the noise associated with the plant.

- All company-owned mobile mining equipment (dozers, graders, scrapers, loaders, excavators, back hoes, haul trucks etc.) shall be equipped with MSHA-approved radar-activated multifrequency ("white noise") back-up alarms which will activate only when motion, or objects, are detected the rear of each piece of equipment.

- There shall be no idling of any trucks parked inside or outside the mine, or adjacent to the mine, (waiting for the mine to open) before 7:00 AM Monday through Friday and 8:00 AM Saturday. If any trucks arrive early (before 7:00 AM and 8:00 AM) they will be advised to immediately tum their engines off. A sign indicating this requirement shall be conspicuously posted at the mine entrance.

Dust

Fugitive dust from mining operations will be controlled according to conditions in the NYSDEC Mining Permit as part of a fugitive dust control plan. These measures include:

(1) applying water or other approved dust palliatives to haulageways and other part of the mine, as often as necessary to prevent visible dust from leaving the mine property;

(2) the surface of any paved road that intersects with the entrance/exit to the mine and the entrance/exit areas shall be kept free of any spilled and/or tracked materials which can cause dust, slippery conditions or any other condition that is unhealthy or unsafe; all paved surfaces shall be swept as often as necessary to suppress dust;

(3) the first 100 feet of the access road will be paved to help prevent the tracking of material onto the public roads and help control fugitive dust;

(4) the permittee will apply crushed stone, or an alternative coarse aggregate, to all haulroads where there is evidence of dust. Additional amounts of coarse aggregate will be applied on these haulroads when the existing aggregate layer is filled with sediments causing dust;

(5) The permittee shall maintain a water-tank truck, equipped with spray bars and/or nozzles, on-site to control fugitive dust on the haulroads.

(6) Water, or other Department-approved palliatives, will be sprayed on the haulroads when excessive air-borne dust develops around the wheels of moving vehicles. Water sprays will be utilized, as needed, on all processing equipment to control fugitive dust.

(7) The stripping of topsoil will be limited to the area necessary for one (1) season of mining in order to reduce fugitive dust, help prevent erosion and sedimentation, and to provide for visual impact mitigation around the active mining areas.

Ridgecrest has provided narrative information stating that mining dust will be less than produced during farming operations. In addition, the perimeter of the mining operations will continue to be improved with buffer areas, including the planting of evergreen trees as a buffer with the cemetery near the mining site, and ongoing reclamation and vegetation during reclamation to minimize windblown dust and other particulate matter. No more than five (5) acres will be unvegetated at any time. As required by the NYSDEC Mining Permit, the site shall be satisfactorily revegetated no later than two years after the mining ceases.

Odors, solid waste, or glare or create any public or private nuisances

Mining operating are not anticipated to produce significant odors or solid wastes. As required by the NYSDEC Mining Permit, there will be no receipt, storage, transfer or processing of solid waste including municipal solid waste, construction demolition debris (including, but not limited to: concrete, asphalt, wood and sheetrock), or any other waste regulated under the Environmental Conservation Law at the mine.

With respect to glare, mining operations will take place along the mining floor and berms around the mining perimeter will limit visibility into the site. The stripping of topsoil will be limited to the area necessary for one (1) season of mining in order to reduce fugitive dust, help prevent erosion and sedimentation, and to provide for visual impact mitigation around the active mining areas.

Mining operations are limited by the NYSDEC Mining Permit to Monday through Friday, 7:00 AM to 5:00 PM; Saturday, 8:00 AM to 12:00 PM (Processing on Saturday will be limited to dry screening only). Operation of the mine is prohibited on Sundays and the following six (6) legal holidays: New Year's Day, Memorial Day, Independence Day (July 4th), Labor Day, Thanksgiving and Christmas. As required by the NYSDEC Mining Permit conditions and as stated in the EPS Narrative, the mine will operate during daylight hours only, and therefore, the

Expanded Ridgecrest Mine will not produce any lighting impact or glare on neighboring residential properties or public thoroughfares.

(3) Will not cause significant traffic congestion, impair pedestrian safety, or overload existing roads, considering their current width, surfacing, and condition, and any improvements proposed to be made to them by the applicant.

The Additional Mined Area proposes no increase in traffic beyond the levels already approved by the 2013 Special Permit based on a traffic study submitted by Ridgecrest at that time. This prior traffic study concluded that area intersections should operate at acceptable levels of service under the Build Conditions regardless of processing location and site traffic origins and destinations. Proposed ingress and egress points will remain the same as those previously approved in 2013. Therefore, the Town Board finds that the Additional Mined Area will not cause significant traffic congestion, impair pedestrian safety, or overload existing roads, considering their current width, surfacing, and condition.

(4) Will be accessible to fire, police, and other emergency vehicles.

The Site has existing access that was approved in the 2013 Special Permit. As required by the NYSDEC Permit, the first 100 feet of the access road will be paved to help prevent the tracking of material onto the public roads and help control fugitive dust. This paving will also improve emergency access to the site. The 0.8-acre Additional Mined Area to be approved by this amended special permit will require removal of the previously existing buffer between Ridgecrest and Northwest Farms, and thus will further improve access to the Site.

(5) Will not overload any public water, drainage, or sewer system or any other municipal facility.

No municipal facilities serve the site. Drainage is subject to strict conditions in the NYSDEC Mining Permit, including:

- Construction of Drainage, Water and Erosion Control Features. All settling ponds/retention basins, drainage ways, drainage and water control features and erosion control features shall be constructed to full specifications. All drainage and water control features shall be properly functioning and operational as soon as the space required to construct these features becomes available. In addition, all features outlined above shall be continuously maintained, including regular removal of sediment from all ponds/basins to ensure proper capacity, and stabilized throughout the life of this mining operation.

- No Unpermitted Discharge Outside Limits of Mine. There shall be no natural swales or channels or constructed features such as ditches, pipes, etc., that are capable of discharging waters to any offsite areas or to any areas outside the limits of the Life of Mine except those explicitly described and shown in the narrative and graphic portions of the approved Mined Land Use Plan. All silt laden water and storm water generated on, or running across, the site shall be retained within the approved project area. The permittee must comply with all applicable NYSDEC State Pollutant Discharge Elimination System

(SPDES) permit requirements and provide necessary notifications for off-site point source discharges.

(6) Will not materially degrade any watercourse or other natural resource or ecosystem or endanger the water quality of an aquifer.

The Additional Mined Area is limited to an 0.8-acre expansion of the approved 57-acre mining operation. As discussed in Section (5), above, the NYSDEC Mining Permit places conditions on drainage and prohibits off-site discharge of stormwater except in accordance with a SPDES permit and the SWPPP prepared for the project. The NYSDEC Mining Permit places strict conditions on protection of adjacent waterbodies and wetlands, requiring that "all necessary precautions shall be taken to prevent the contamination of NYS Freshwater Wetland AM-23 and the Webatuck Creek by silt, sediment, fuel, debris or any other pollutant associated with mining and the operation of the mine."

To protect the aquifer in this PVBA district, the NYSDEC Mining Permit requires that a minimum of five (5) feet of undisturbed material shall be maintained above seasonal high groundwater elevation at all locations.

A Wildlife Study completed by KT Wildlife LLC determined that no endangered or threatened species or critical or sensitive habitats were identified in the Additional Mined Area or present on the Site.

(7) Will be suitable for the property on which it is proposed, considering the property's size, location, topography, vegetation, soils, natural habitat, and hydrology and, if appropriate, its ability to be buffered or screened from neighboring properties and public roads.

The Additional Mined Area is located within the SMO and in the interior of a 143-acre property, adjacent to another soil mining operation under common ownership. As the Town Board previously determined in rezoning the 65-acre portion of the property into the SMO, this location is well-suited to soil mining due to its topography and soils. In granting the 2013 Special Permit, the Town Board also concluded this is an appropriate location for mining. The Additional Mined Area proposed no change in operations from the approved mine beyond minor expansion and modification of reclamation activities for this 0.8-acre portion. The design of the SMO district as providing buffer areas surrounding the mine, while permitted mining into another soil mining operation with the consent of the owner will ensure appropriate buffers from neighboring properties and public roads. Conditions in the NYSDEC Mining Permit limit topsoil stripping to provide for visual impact mitigation around the active mining areas, further reducing impacts. The NYSDEC Mining Permit further provides that for reclamation, prior to the excavation of previously undisturbed areas, topsoil and overburden shall be stripped, stockpiled separately, and used for reclamation of mined areas. These stockpiles shall be seeded to establish a vegetative cover within 30 days, or as soon as practicable following their construction. All overburden stockpiles must be located within the permitted area of the approved Life of Mine.

(8) Will be subject to such conditions on operation, design and layout of structures, and provision of buffer areas as may be necessary to ensure compatibility with surrounding uses and to protect the natural, historic, and scenic resources of the Town.

The NYSDEC Mining Permit contains significant conditions on operations and buffer areas to ensure compatibility with surrounding uses. These conditions include noise mitigation, dust control, limited hours of operation, limits on active mining areas, and significant reclamation requirements.

Ridgecrest submitted correspondence with the NYS Office of Parks, Recreation and Historic Preservation dated October 17, 2014 indicating the expanded mine will have no impact upon cultural resources in or eligible for inclusion on the State and National Registers of Historic Places.

In addition, the Town Board has required a conservation easement to be executed and recorded prior to the commencement of mining activities. This easement will ensure that upon reclamation, the future uses of the entire Expanded Ridgecrest Mine will be restricted to agriculture, forestry, and recreation, with limited residential and transit-oriented development ("TOD") uses on appropriate areas. In contrast to the potential development of the site for a significant number of residential structures, the limited development and required open space provided in the easement will be more in keeping with the existing rural residential character of the surrounding properties. The provision for potential TOD will be limited to an approximately 5.82-acre area of the area to be mined that is located within a half-mile of the Ten Mile River train station, in accordance with the Town's Comprehensive Plan and Town Code 121-16 (G).

(9) Will be consistent with the goal of concentrating retail uses in hamlets, avoiding strip commercial development, and buffering nonresidential uses that are incompatible with residential use.

The Additional Mined Area is not proposed for retail uses or strip commercial development, but rather will be reclaimed as open space, with future development restricted to agriculture, forestry, and recreation, with limited potential residential development. The conservation easement required in connection with this Amended Special Permit will allow for potential TOD in a location near the Ten Mile River Station (not within the Additional Mined Area) and the adjoining HR district, which is compatible with concentrating any potential retail uses in that hamlet area.

The enacted SMO boundaries implement setback areas around the perimeter of the mine, with the exception of the northern boundary with the Northwest Farms mining operation, ensuring that any surrounding residential uses will be appropriately buffered from mining activities. In addition, the NYSDEC Mining Permit requires appropriate use of stockpiling to buffer noise from processing equipment, and planting of evergreen trees to buffer an adjacent cemetery.

(10) Will not adversely affect the availability of affordable housing in the Town.

The 2013 Special Permit determined that the approved mining operation would not adversely affect the availability of affordable housing in the Town, and the Additional Mined Area does not significantly alter the size or nature of the mining operations such that a different conclusion would be reached. At most, the new conservation easement to be granted in connection with this Amended Special Permit will allow for potential TOD on an appropriate portion of the area already approved for mining, which could potentially include residential uses with an affordable component.

(11) Will comply with applicable site plan criteria in § 121-65 (D).

The Town Board in consultation with the Town Engineer has reviewed the site plans and confirmed that all necessary site plan elements and criteria have been met.

(12) If the property is in a residential district, will have no greater overall off-site impact than would full development of the property with uses permitted by right, considering relevant environmental, social, and economic impacts.

The Additional Mined Area is located in the residential RR district and also within the SMO. Other uses permitted by right include potentially significant residential development. In contrast, as a condition of this Amended Special Permit, the property owner will grant a conservation easement substantially restricting the allowable residential development on the site to no more than two residences within up to two-acre building envelopes, and concentrated TOD on a 5.82-acre portion of the property near the Ten Mile River train station. The remainder of the property within the SMO, no less than 55.18 acres, will be restricted to use for agriculture, forestry, and recreation, resulting in substantial positive environmental and social benefits to the Town. At the same time, permitting the expansion of the Additional Mined Area will enable the property owner to operate its business, providing economic activity and employment in the Town.

Exhibit B

Compliance with Environmental Performance Standards, Town Code § 121-40

1. Noise

The Town Board concluded in the 2013 Special Permit that the environmental performance standards with respect to noise were met by the Ridgecrest Mine. No noises shall be emitted in violation of Chapter 80 of the Amenia Town Code. The noise proposed from the Expanded Ridgecrest Mine is not substantially different from the mining operation allowed by the existing, approved 2013 Special Permit. In accordance with Town Code § 80-2 (B) (13), the use of machinery and equipment for mining operations, including excavation, crushing and processing will not be unnecessary or unreasonable under the circumstances.

The NYSDEC has reviewed noise control pursuant to 6 NYCRR 422.2 (c) (4) (i), and has determined in its SEQRA negative declaration that no new areas to be mined under the expanded operation will be closer to offsite receptors than current mining operations. The Expanded Ridgecrest Mine will not expand mining operations in any area near residential receptors, but rather will only expand adjacent to another, commonly owned mining operation, which has consented to the expansion. Therefore, the Expanded Ridgecrest Mine will not produce noise impacts to residential receptors.

No increase in noise measured at the property lines of the approved Ridgecrest Mine is proposed, except that the Additional Mined Area will expand the mining floor up to and beyond portions of the northern property line in common with Northwest Farms to enable construction of a haulageway and use of common processing facilities. According to the Environmental Performance Standards narrative submitted by Ridgecrest (the "EPS Narrative"), the mine will operate during daylight hours only, and is limited by the NYSDEC Mining Permit to Monday through Friday, 7:00 AM to 5:00 PM; Saturday, 8:00 AM to 12:00 PM (Processing on Saturday will be limited to dry screening only). Under the Section 121-40 (C) (4) (b) of the Town Code, noises emanating from construction between 8:00 a.m. and sunset, Monday through Friday are exempted from noise level regulations. To the extent any mining operations are not considered construction, or will operate on Saturday and will produce noise levels in excess of those stated in Section 121-40 (C) (2) – (3), the NYSDEC has already considered and approved the operational details of these mining operations in issuing the Modified MLRL permit, and no further Town limitation is possible. In addition, the following NYSDEC Mining Permit conditions will ensure compliance of the mining operation with the Town's environmental performance standards for noise:

- The permittee shall locate product stockpiles around the processing plant to further attenuate the noise associated with the plant.

- All company-owned mobile mining equipment (dozers, graders, scrapers, loaders, excavators, back hoes, haul trucks etc.) shall be equipped with MSHA-approved

radar-activated multifrequency ("white noise") back-up alarms which will activate only when motion, or objects, are detected to the rear of each piece of equipment.

- There shall be no idling of any trucks parked inside or outside the mine, or adjacent to the mine, (waiting for the mine to open) before 7:00 AM Monday through Friday and 8:00 AM Saturday. If any trucks arrive early (before 7:00 AM and 8:00 AM) they will be advised to immediately tum their engines off. A sign indicating this requirement shall be conspicuously posted at the mine entrance.

2. Vibration

The Additional Mined Area is located in a current buffer area with another mining operation. No changes in the nature and intensity of previously approved mining operations is proposed. Ridgecrest's EPS Narrative states that the expansion of mining operations will not create noticeable ground vibrations.

3. Smoke, dust and other atmospheric pollutants

The Expanded Ridgecrest Mine will not produce smoke. As stated in the Application materials and in the NYSDEC SEQRA negative declaration, no State air permits are required for the limited vehicular emissions produced by mining equipment. The NYSDEC Mining Permit requires that all processing equipment shall have a maximum throughput capacity of less than 150 tons per hour. Any equipment whose maximum through put capacity exceeds 150 tons per hour must obtain an Air Registration from the NYSDEC.

With respect to dust, no emission of dust related to combustion for indirect heating is proposed.

Fugitive dust from mining operations will be controlled according to conditions in the NYSDEC Mining Permit as part of a fugitive dust control plan. These measures include:

- Applying water or other approved dust palliatives to haulageways and other part of the mine, as often as necessary to prevent visible dust from leaving the mine property;

- The surface of any paved road that intersects with the entrance/exit to the mine and the entrance/exit areas shall be kept free of any spilled and/or tracked materials which can cause dust, slippery conditions or any other condition that is unhealthy or unsafe; all paved surfaces shall be swept as often as necessary to suppress dust;

- The first 100 feet of the access road will be paved to help prevent the tracking of material onto the public roads and help control fugitive dust;

- The permittee will apply crushed stone, or an alternative coarse aggregate, to all haulroads where there is evidence of dust. Additional amounts of coarse aggregate

will be applied on these haulroads when the existing aggregate layer is filled with sediments causing dust;

- The permittee shall maintain a water-tank truck, equipped with spray bars and/or nozzles, on-site to control fugitive dust on the haulroads;

- Water, or other Department-approved palliatives, will be sprayed on the haulroads when excessive air-borne dust develops around the wheels of moving vehicles. Water sprays will be utilized, as needed, on all processing equipment to control fugitive dust; and

- The stripping of topsoil will be limited to the area necessary for one (1) season of mining in order to reduce fugitive dust, help prevent erosion and sedimentation, ant to provide for visual impact mitigation around the active mining areas.

There will be no measurable emission of dust not related to combustion for indirect heating. Ridgecrest has provided narrative information stating that mining dust will be less than produced during farming operations. In addition, the perimeter of the mining operations will continue to be improved with buffer areas, including the planting of evergreen trees as a buffer with the cemetery near the mining site, and ongoing reclamation and vegetation during reclamation to minimize windblown dust and other particulate matter. As required by the NYSDEC Mining Permit, the site shall be satisfactorily revegetated no later than two years after the mining ceases.

4. Odor

The Expanded Ridgecrest Mine will not create or emit discernible obnoxious odors.

5. Toxic or noxious matter

The Expanded Ridgecrest Mine will not cause the release of toxic or noxious fumes.

6. Radiation

The Expanded Ridgecrest Mine will not involve the handling, storage or disposal of radioactive materials or waste by-products.

7. Electromagnetic interference

The Expanded Ridgecrest Mine will not produce any perceptible electromagnetic interference with normal radio or television reception in any area.

8. Fire and explosion hazard

The Expanded Ridgecrest Mine will not involve the use or storage or flammable or explosive materials or bulk petroleum storage, with the exception of fuel in equipment-mounted tanks, for which fire extinguishers shall be provided on each piece of mobile equipment as is industry standard and in accordance with applicable DEC regulations.

As required by the NYSDEC Mining Permit, fueling of equipment shall be controlled to prevent spillage. Any spillage of fuels, waste oils, other petroleum products or hazardous materials will be reported to the NYSDEC's Spill Hotline number (1-800-457-7362) within 2 hours, and Ridgecrest is required to retain the Department's Spill Response number for immediate access in the its office and at the mine site.

9. Heat

The Expanded Ridgecrest Mine does not involve heating materials and will not emit excessive heat which would cause an air temperature increase in excess of 1° F along any adjoining lot line.

10. Exterior illumination and glare

Mining operations are limited by the NYSDEC Mining Permit to Monday through Friday, 7:00 AM to 5:00 PM; Saturday, 8:00 AM to 12:00 PM (Processing on Saturday will be limited to dry screening only). Operation of the mine is prohibited on Sundays and the following six (6) legal holidays: New Year's Day, Memorial Day, Independence Day (July 4th), Labor Day, Thanksgiving and Christmas. As required by the NYSDEC Mining Permit conditions and as stated in the EPS Narrative, the mine will operate during daylight hours only, and therefore, the Expanded Ridgecrest Mine will not produce any lighting impact or glare on neighboring residential properties or public thoroughfares.

11. Liquid and solid wastes

The Expanded Ridgecrest Mine will not store or discharge any liquid wastes, except in accordance with the NYSDEC Mining Permit conditions and the State Pollutant Discharge Elimination System (SPDES) permit issued by NYSDEC and Stormwater Pollution Prevention Plan (SWPPP) prepared for the mine. As required by the NYSDEC Mining Permit, all settling ponds/retention basins, drainage ways, drainage and water control features and erosion control features must be constructed to full specifications. All drainage and water control features must be properly functioning and operational as soon as the space required to construct these features becomes available. In addition, all features outlined in the approved mining plan will be continuously maintained, including regular removal of sediment from all ponds/basins to ensure proper capacity, and stabilized throughout the life of this mining operation.

The NYSDEC Mining Permit prohibits unpermitted discharge outside the limits of the mine. There will be no natural swales or channels or constructed features such as ditches, pipes, etc., that are capable of discharging waters to any offsite areas or to any areas outside the limits of the Life of Mine except those explicitly described and shown in the narrative and graphic portions of the approved Mined Land Use Plan. All silt laden water and storm water generated on, or

running across, the site shall be retained within the approved project area. As stated, the mining operation must comply with all applicable SPDES permit requirements and the SWPPP and provide necessary notifications for off-site point source discharges.

With respect to solid wastes, as required by the NYSDEC Mining Permit, there will be no receipt, storage, transfer or processing of solid waste including municipal solid waste, construction demolition debris (including, but not limited to: concrete, asphalt, wood and sheetrock), or any other waste regulated under the Environmental Conservation Law at the mine.

12. Traffic

The Expanded Ridgecrest Mine proposes no increase in traffic beyond the levels already approved by the 2013 Special Permit based on a traffic study submitted by the applicant at that time. The traffic study concluded that area intersections should operate at acceptable levels of service under the Build Conditions regardless of processing location and site traffic origins and destinations. Proposed ingress and egress points will remain the same as those previously approved in 2013. Therefore, the Town Board finds that no additional traffic impact study is required in connection with this Amended Special Permit Application, and that Ridgecrest has provided sufficient information to ensure safe entering and exiting conditions (e.g., sight distance, driveway width and grade) at all proposed ingress and egress points.

Exhibit C

Conservation Easement

CONSERVATION EASEMENT

THIS CONSERVATION EASEMENT (the "Easement") is entered into as of the ____ day of _____, 2017, between **RIDGECREST FARMS, INC.**, a New York corporation with an office at 138 Kent Road, Wassaic, New York 12592, hereinafter called the "Grantor," and the **TOWN OF AMENIA**, a municipal corporation with an office at 4988 Route 22, Amenia, New York 1250, hereinafter called the "Grantee."

WHEREAS, Grantor is the sole owner in fee of real property consisting of approximately 143.91 acres in the Town of Amenia, Dutchess County, New York (the "Town"), more particularly described in Schedule "A" attached hereto and made a part hereof (the "Ridgecrest Property"); and

WHEREAS, on July 21, 2011, the Town Board of the Town of Amenia (the "Town Board") adopted Local Law No. 2 of 2011 which changed the Town of Amenia Official Zoning Map by adding 65+/- acres of the Ridgecrest Property to the Town's Soil Mining Overlay (SMO) Zoning District (the "SMO Property"); and

WHEREAS, as a condition of changing the Zoning Map, Local Law No. 2 of 2011 (the "2011 Law") required the Grantor to grant the Grantee a conservation easement perpetually restricting the future use of the entire SMO Property to mining, agriculture, forestry and recreation; and

WHEREAS, on July 24, 2013, the Grantor signed seven (7) conservation easements related to the SMO Property to be filed upon completion and reclamation of each of seven mining phases as provided in Resolution 21 of 2013. Those easements were never recorded in the Dutchess County Clerk's Office. Section 49-0305(4) of the NYS Environmental Conservation Law provides that a conservation easement shall not become effective unless recorded. Thus, the seven easements are not effective and they are therefore null and void and hereby superseded and replaced with this Easement; and

WHEREAS, on _____ 2017, the Town Board adopted Local Law No. ___ of 2017 amending the 2011 Law to: (1) exclude from the SMO Property a 5.82 ± acre parcel of land to be developed in the future for a transit-oriented development within a one-half (½) mile of the Ten Mile River Train Station; and (2) to allow limited residential use on the SMO Property as set forth in this Easement, both before and after mining operations are complete at the Grantor's discretion; and

WHEREAS, the Grantor intends to mine, extract soils, subsoils and minerals from the SMO Property and nothing herein shall be interpreted to limit or modify these rights, provided the activity is conducted in accordance with proper permits; and

WHEREAS, Grantor desires to grant to the Grantee a conservation easement of no less than 55.18 +/- acres on a portion of the SMO Property, consisting of approximately 64.84 +/- acres, excepting 5.82 +/- acres, for a total of 59.02 +/- acres described and shown in Schedule "B"

attached hereto and made a part hereof (the "Conservation Property"), while providing that up to four (4) acres of the 59.02 +/- acres may be excluded from this Easement for no more than two (2) single-family residences as set forth in Section 5(a)(1), below, the property which Grantor intends to mine and, upon completion of all mining activity, intends to fully reclaim and restore as usable farm land or land suitable for residential, forestry and/or recreational uses as set forth in this Easement. The area in the vicinity of the Conservation Property is characterized by large open spaces, farm fields, natural woodlands, steep slopes and natural beauty. Maintaining the Conservation Property's open space area and restricting development, are important to the conservation of the open, scenic, natural character and beauty of the area; and

This conservation easement fulfills clearly delineated governmental open space protection policies and provides a significant public benefit as evidenced by:

It is one of the goals of the Town of Amenia Master Plan, adopted in 1991, and the Comprehensive Plan Update to the 1991 Master Plan, adopted on July 19, 2007, to balance the need for economic growth and development with the need to maintain the rural, historic and agricultural beauty of the Town; and

The Grantee has determined that setting aside and protecting areas of open space will enable the Town community to maintain its scenic, rural character and further such goal; and

The County Master Plan, Directions, adopted by the Dutchess County Legislature, which emphasizes the preservation of prime agricultural soils, encourages open space land uses and supports the preservation of significant visual amenities within the area in which the Property is located. Policy 11.21 encourages the preservation of open space in rural areas by use of conservation easements; and

The Grantee has determined that acquisition of a conservation easement on the Conservation Property will be in the best interest of the Grantee by protecting areas of open space, rural, scenic and relatively natural character in the Town; and

Grantor shares the land conservation goals of Grantee and desires to ensure that the open space, rural and scenic characteristics of the Conservation Property will be preserved for the benefit of future generations; and

Grantee is a New York public body within the meaning of Article 49, Title 3 of the Environmental Conservation Law of the State of New York (the "Conservation Law"); and

The parties desire to preserve the character of the Conservation Property in perpetuity by entering into this Conservation Easement Agreement pursuant to the provision of Article 49, Title 3 of the Conservation Law in accordance with the provisions hereof.

NOW, THEREFORE, in consideration of the foregoing recitals, Ten and 00/100 Dollars ($10.00), and the mutual covenants contained herein, adequacy and receipt of which are hereby acknowledged, the parties agree as follows:

1. Grant of Easement: Grantor grants to Grantee a perpetual conservation easement (the "Conservation Easement") over the Conservation Property, which shall encumber the Conservation Property.

2. Purpose: The purpose of the Conservation Easement is to conserve the scenic, open and natural character of the Conservation Property by restricting development to that consistent with the conservation purposes of this Easement before and after all mining activity has been completed on the Conservation Property.

3. Implementation: This Conservation Easement shall be implemented by limiting and restricting the development, management, and use of the Conservation Property in accordance with the provisions of this Conservation Easement.

4. Reserved Rights: Grantor reserves for itself and its successors in interest, all rights with respect to the Conservation Property or any part thereof, including without limitation the right of exclusive use, possession, and enjoyment of the Conservation Property or any part thereof and the right to sell, transfer, lease, mortgage, or otherwise encumber the Conservation Property or any part thereof, as owner, subject to the restrictions and covenants set forth in this Conservation Easement. Grantor further reserves the right for itself and its successors to conduct mining on the Conservation Property (as at present defined in 6 NYCRR §420.1(k)) including the extraction of all soils, subsoils, sand, stone, gravel and minerals from the Conservation Property in accordance with applicable permits already issued or which may be issued from time to time. Nothing herein shall be construed as a grant to the general public of any right to enter upon any part of the Conservation Property or any lot except as specifically set forth herein.

5. Restrictions Applicable to the Conservation Property: The following restrictions apply to the Conservation Property:

a. Use: The Conservation Property shall be used solely for the establishment of the following purposes:

(1) Up to two (2) single-family residences and the related accessory amenities for large, estate-sized parcels including but not limited to one (1) guest house, one (1) caretaker's residence for each single-family residence, pools, cabanas, tennis courts, access driveways, local utility lines, subsurface waste-disposal systems and wells. The specific location and configuration of these future uses shall be permitted only with the prior written approval of the Town Board or its successor before issuance of any building permit for construction of any improvement(s) in connection with a residential use on the Conservation Property, which approval shall not be unreasonably denied, delayed or conditioned. Any development area(s) approved by the Town Board for these future uses shall be excluded from the Conservation Easement and such development area(s) shall not be greater than two (2) acres in size for each single-family residence, for a maximum of four (4) acres excluded from the Conservation Easement. The development area for each single-family residence may be located contiguous to or separate from the other development area, if any. All buildings, structures and improvements shall be located within an approved development area except that utility lines, access drives and subsurface wastewater disposal systems may be located outside the development area(s). To obtain the Town's Board's

approval, the Grantor shall provide a survey, at its expense, (prepared by a licensed surveyor) containing a metes and bounds description depicting the boundaries of the development area(s) to be excluded from the Conservation Easement for these future uses. The parties agree to amend this Conservation Easement to include the survey.

Also, the configuration of the open space, and the single-family residences and all accessory improvements shall not result in fragmentation of the open space land in a manner that interferes with its proper management and protection of its conservation values.

(2) Any agriculture uses and any agricultural structures (including farm worker housing). Agricultural uses shall include the commercial and non-commercial use of land and structures for the production, preservation, non-industrial processing, storage and sale of agricultural commodities including but not limited to crops, plants, flowers, vines, trees, sod, shrubs, livestock, honey, maple syrup, Christmas trees, compost, poultry or dairy products. Agricultural uses shall also include commercial and non-commercial horse boarding, raising, breeding and training operations including riding academies;

(3) Forestry uses or management including, but not limited to, commercial logging of trees or woodlands and related research and educational activities including the construction, alteration or maintenance of logging roads, skidways, landings, fences, forest drainage systems and the construction of barns, sheds, garages and research, educational or administrative buildings directly and customarily associated with forestry use and management;

(4) Passive recreational uses such as hiking, boating, fishing, hunting and nature study; or

(5) Protection of open space, natural resources or similar conservation purposes noted in this Easement.

b. Sale or Transfer: This Conservation Easement shall not restrict or affect the rights of any owner of the Conservation Property or any part thereof to sell, lease, transfer, convey, mortgage or otherwise encumber the Conservation Property or part thereof. Nothing contained herein shall restrict an owner of the Conservation Property or part thereof in imposing further restrictions upon conveyance or otherwise.

c. Permitted Structures: No building, structure or other improvement shall hereafter be placed upon the Conservation Property except as otherwise permitted by this Conservation Easement including the single-family residences, the guest houses, the caretaker's residence, related accessory improvements, fencing and structures typically used to support agricultural uses of the Conservation Property including but not limited to barns, storage facilities and farm worker housing.

d. Chemicals: Storage and use of pesticides, herbicides, or other chemical treatments for the land, vegetation, or animals are permitted on the Conservation Property provided the owner shall comply with all laws and regulations regarding their use and storage.

e. Dumping and Storage: No dumping, storing or release of ashes, sawdust,

non-composted organic waste, sewage or garbage, offal, scrap material, sediment discharge, oil and its by-products, leached compound s, toxic fumes, or any other unsightly or offensive material shall be allowed on the Conservation Property.

f. Clearing of Trees: Upon the completion of all mining and reclamation activity on the Conservation Property as evidenced by a reclamation plan approved by the New York State Department of Environmental Conservation ("DEC"), there shall be no removal, destruction or cutting of mature trees with a diameter of eight inches or greater, except to: (1)remove those trees which endanger public safety or are diseased, damaged or fallen; (2) trees that need to be cleared in connection with the construction and maintenance of structures permitted by the Conservation Easement; (3) trees to be cleared in conjunction with a forest management plan approved by the New York State Department of Environmental Conservation (hereinafter "DEC") for the purposes of compliance with Section 480-a of the Real Property Tax Law; or (4) trees to be cleared as necessary for the construction of utilities for structures permitted by this Conservation Easement. Commercial logging shall be permitted consistent with any DEC-approved forest management plan and any other applicable guidelines of DEC and the Soil Conservation Service, and U.S. Department of Agriculture. All clearing of vegetation shall be conducted in conformity with sound land and forest management practices to minimize erosion and impacts on natural resources.

g. Pipelines and Landfills: There shall be no placement of high voltage transmission lines, pipelines, landfills, or other land uses detrimental to the scenic character and ecosystems of the Conservation Property. This shall not prevent the installation and maintenance of local utility distribution lines.

h. Waterways: No waterways on or contiguous to the Conservation Property shall be polluted by sedimentation, siltation, agricultural run-off or otherwise.

i. Trails: Unpaved trails may be located anywhere on the Conservation Property, provided that such trails do not impair the conservation value of the land and that they are constructed, located and maintained in a manner which is compatible with the forested use of the Conservation Property and minimizes erosion and impacts on scenic landscape quality.

6. Additional Covenants

a. Enforcement: Grantee may enforce this Conservation Easement at law or in equity pursuant to the provisions of Article 49, Title 3 of the Conservation Law, as may be amended, against any or all owners of the Conservation Property. If there is a violation of any of the provisions of this Conservation Easement, Grantee shall notify the party in violation, who shall promptly cure the violation by (a) ceasing the violation; (b) restoring the Conservation Property to the condition before the violation; or (c) both, as to cure it by direct action and the owner of the Conservation Property shall reimburse Grantee for all expenses reasonably incurred to enforce the Conservation Easement and to cure the violation. Failure to enforce any restriction or covenant herein contained shall in no event be deemed a waiver of a right to do so thereafter as to the same violation or breach, or as to one occurring prior thereto or subsequent adverse possession, laches, estoppel or waiver.

b. Amendment: This Conservation Easement may be amended by recorded instrument signed by the then owner or owners of the Conservation Property and the Grantee or its successor. Any such amendment shall be consistent with the purposes of this Conservation Easement and shall comply with Article 49, Title 3 of the Conservation Law, as may be amended, and Section 121-20(K) of the Town of Amenia Zoning Law, as may be amended.

c. Encumbrance by Conservation Easement: Any subsequent conveyance including, without limitation, the transfer, lease or mortgage of the Conservation Property or any lot, shall be subject to this Conservation Easement, and any deed or other instrument evidencing or affecting such conveyance shall contain language substantially as follows:

This (conveyance – e.g., Mortgage, Lease, Sale) is subject to a Conservation Easement which runs with the land and which was dated _____, 2017 and filed in the Dutchess County Clerk's Office on _____, 2017 as Document No. _____.

The failure to include such language shall not affect the validity or applicability of this Conservation Easement.

d. Taxes and Assessments: Each owner of the Conservation Property or any part thereof shall pay all taxes and assessments lawfully assessed against the Conservation Property or part thereof owned by such owner, who shall provide receipted tax bills to the Grantee upon request.

e. Severability: Invalidation of any provision of this Conservation Easement by a court of competent jurisdiction or otherwise shall not affect any other provisions which shall be and remain in force and effect.

f. Hold Harmless: Grantor further agrees to hold the Grantee harmless against, and to indemnify it for, any liability resulting from injury to persons or damage to Conservation Property arising out of any act or omission with respect to the use of the Conservation Property, lawful or otherwise, by any person, except for injury or damage proximately caused by the negligence or intentional acts of the Grantee or its agents.

g. Binding Effect: The provisions of this Conservation Easement shall run with the land and shall be binding on each owner and any party entitled to possession or use of the Conservation Property while such party is the owner or entitled to possession or use thereof. As used in this Section 6 (g), the term "owner" shall include the owner of any beneficial equity interest in the Conservation Property.

7. Qualified Conservation Contribution Covenants

a. Continuity, Assignment: Grantee may at any time assign this Conservation Easement; provided, however, that assignee agrees, as a condition of such assignment, to continue to carry out the conservation purposes of this Conservation Easement. Furthermore, this Conservation Easement may be assigned only to an assignee that is a public body or a

not-for-profit conservation organization as those terms are defined in Article 49, Title 3 of the Conservation Law, as may be amended. Any assignee other than a governmental unit must be an entity able to enforce this Conservation Easement, having purposes similar to those of the Grantee that encompass those of this Conservation Easement.

b. Inspection: Grantee and its duly authorized representatives shall have the right to enter the Conservation Property at reasonable times, in a reasonable manner and, when practicable, after giving notice, to inspect for compliance with the terms of this Conservation Easement.

c. Interest in Real Property: Grantor and Grantee acknowledge that the granting of this Conservation Easement constitutes the donation to Grantee of a fully vested interest in the Conservation Property.

IN WITNESS WHEREOF, the parties have executed this instrument as of the day and year first above written.

RIDGECREST FARMS, INC.

By:_____
Ian Holback, President

TOWN OF AMENIA, NEW YORK

By:_____
Victoria Perotti, Town Supervisor

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

On the day of , 2017, before me, the undersigned, a Notary Public in and for said State, personally appeared IAN HOLBACK, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

_____
Notary Public

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

On the day of , 2017, before me, the undersigned, a Notary Public in and for said State, personally appeared VICTORIA PEROTTI, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

_____
Notary Public

RECORD AND RETURN TO:

Donald Cappillino, Esq.
Cappillino & Rothschild LLP
Seven Broad Street
P.O. Box 390
Pawling, New York 12564-0390

SCHEDULE A

(Ridgecrest Property Description)

SCHEDULE B

(Conservation Property Description and Map)