

MINUTES OF THE
MEETING OF THE BOARD OF DIRECTORS
OF
BUILD NYC RESOURCE CORPORATION
HELD AT THE 110 WILLIAM STREET OFFICES OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
DECEMBER 12, 2017

The following directors and alternates were present, constituting a quorum:

James Patchett, Chairman
Brian Cook, alternate for Scott M. Stringer,
Comptroller of The City of New York
Albert De Leon
Barry Dinerstein, alternate for Marisa Lago
the Chair of the City Planning Commission of The City of New York
Kevin Doyle
Andrea Feirstein
Anthony Ferreri
James McSpiritt, alternate for Zachary W. Carter, Esq.,
Corporation Counsel of The City of New York
Jacques-Philippe Piverger
Carl Rodrigues, alternate for Alicia Glen,
Deputy Mayor for Housing and Economic Development of The City of New York
Shanel Thomas

The following directors were not present:

Marlene Cintron
Robert Santos

Also present were (1) members of New York City Economic Development Corporation (“NYCEDC”) staff and interns, (2) Scott Singer from Nixon Peabody LLP, (3) Arthur Cohen from Hawkins Delafield & Wood LLP, (4) Patricia Mollica from Katten Muchin Rosenman LLP, (5) Seth Bryant from Bryant Rabbino LLP and (6) other members of the public.

James Patchett, President of NYCEDC and Chairperson of the Build NYC Resource Corporation (the “Corporation”), convened the meeting of the Board of Directors of Build NYC at 9:22 a.m., at which point a quorum was present.

1. Adoption of the Minutes of the November 8, 2017 Board of Directors Meeting

Mr. Patchett asked if there were any comments or questions relating to the minutes of the November 8, 2017 Board of Directors meeting. There were no comments or questions; a motion to approve such minutes was made, seconded and unanimously approved.

2. Financial Statements for October 31, 2017 (Unaudited)

Carol Ann Butler, Assistant Vice President of NYCEDC, presented the Corporation's Financial Statements for the four-month period ending October 31, 2017 (Unaudited). Ms. Butler stated that in the four-month period, the Corporation recognized approximately \$331,000 in revenue from four transactions. Ms. Butler stated that income derived from compliance, post-closing, and other fees totaled \$58,000 for the one-month period. Ms. Butler stated that the Corporation recognized \$1,100,000 in total expenditures for the four-month period ending in October 31, 2017, consisting of the monthly management fee. Ms. Butler stated that the Corporation recognized \$30,000 in special project costs under the advanced manufacturing technology grant program that was approved by the Board at the May 12, 2015 meeting.

3. Fedcap Rehabilitation Services, Inc.

Lily Berticevich, a Project Manager for NYCEDC, presented for review and adoption a bond approval and authorizing resolution for an approximately \$10,000,000 tax-exempt and taxable revenue bond issuance for the benefit of the Fedcap Rehabilitation Services, Inc. Ms. Berticevich recommended the Board adopt a SEQRA determination that the proposed project is a Type II action and therefore no further environmental review is required. Ms. Berticevich described the project and its benefits as set forth in Exhibit A.

On behalf of the Finance Committee, Mr. Dinerstein recommended approval of this project.

In response to a question from Mr. Cook, Anne Shutkin, Vice President of NYCEDC and Executive Director of the Corporation, stated that the company is prepared to comply with the New York State minimum wage requirements.

There being no further comments, a motion to approve the bond approval and authorizing resolution and SEQRA determination for the benefit of the Fedcap Rehabilitation Services, Inc. attached hereto as Exhibit B was made, seconded and unanimously approved.

4. Allen-Stevenson School

Ms. Berticevich presented for review and adoption a note approval and authorizing resolution for an approximately \$35,000,000 tax-exempt and taxable revenue note issuance for the benefit of Allen-Stevenson School. Ms. Berticevich recommended the adoption of a SEQRA negative declaration that the proposed project will not result in any significant adverse environmental impacts. Ms. Berticevich described the project and its benefits, as reflected in Exhibit C.

Ms. Feirstein stated that the Finance Committee initially had questions about the structure of the taxable and tax-exempt portions of the project, but after discussing the issues with Corporation staff they felt comfortable with the transaction. Ms. Feirstein added that the project had decent debt service coverage ratio and that the school organized a significant capital campaign that accounts for more than 50% of the cost of the project. On behalf of the Finance Committee, Ms. Feirstein recommended approval of this project.

Mr. Dinerstein stated that this project is being constructed subject to a variance from the New York City Board of Standards and Appeals (“BSA”). Mr. Dinerstein explained that the school had a couple of minor issues in terms of complying with zoning but that the issues have been resolved and the project was deemed permissible by the BSA. In response to a question from Mr. Cook, Ms. Berticevich stated the school is compliant with the Corporation’s Private School Policy, which requires that the school offer financial aid to a certain percentage of its students, and that the school make its facilities available for use by community programs and groups. Mr. Patchett added that all of the schools presented today adhere to the Corporation’s Private School Policy and by supporting these not-for-profit institutions the Corporation is supporting community members of the City.

There being no further comments or questions, a motion to approve the note approval and authorizing resolution and SEQRA determination for the benefit of Allen-Stevenson School attached hereto as Exhibit D was made, seconded and unanimously approved.

5. Cathedral School of St. John the Divine

Kyle Brandon, a Project Manager for NYCEDC, presented for review and adoption a bond approval and authorizing resolution for an approximately \$11,000,000 tax-exempt revenue bond issuance for the benefit of Cathedral School of St. John the Divine. Mr. Brandon recommended the adoption of a SEQRA negative declaration that the proposed project will not result in any significant adverse environmental impacts. Mr. Brandon described the project and its benefits, as reflected in Exhibit E.

Ms. Feirstein stated that the school has a strong debt service coverage ratio and that in addition to the bond issuance, \$6,000,000 is being funded by the school through a capital campaign and \$120,000 is being funded from the school’s private funds. On behalf of the Finance Committee, Ms. Feirstein recommended approval of this project.

There being no further comments or questions, a motion to approve the bond approval and authorizing resolution and SEQRA determination for the benefit of Cathedral School of St. John the Divine attached hereto as Exhibit F was made, seconded and unanimously approved.

6. The Chapin School, LTD.

Emily Marcus, a Project Manager for NYCEDC, presented for review and adoption a bond approval and authorizing resolution for an approximately \$36,000,000 tax-exempt bond issuance for the benefit of The Chapin School, LTD. Ms. Marcus recommended the adoption of a SEQRA negative declaration that the proposed project will not result in any significant adverse environmental impacts. Ms. Marcus described the project and its benefits, as reflected in Exhibit G.

Ms. Feirstein stated that the school has a strong capital campaign and high debt service coverage and that the parents of the student body and community members have a vested interest in the project. However, Ms. Feirstein explained that the Finance Committee was concerned that there was a significant cost overrun that was due to a bad contractor who worked on a major project for the school. Mr. Piverger stated that the contractor charged the school an exorbitant amount of money per square foot for the renovation work, in the range of \$2,000 per square foot. Mr. Piverger explained that, by contrast, renovation work for high-end luxury residential real estate costs around \$700 per square foot and actually sells for between \$2,000 and \$3,000 per square foot. Mr. Piverger stated that he couldn't understand how the school could agree to those prices. Ms. Feirstein stated that the school organized a \$125,000,000 capital campaign that covered 57% of the cost of this project and reiterated that the project's debt service coverage was high. In response to a question from Mr. Doyle, Ms. Shutkin stated that the contractor proved to be inadequate to the task. Ms. Shutkin explained that the project entailed adding three floors to a one hundred year old building and the structural reinforcement of the building was very expensive. Ms. Shutkin added that the cost overruns from the renovation have been covered by capital contributions from the school and none of the \$36,000,000 bond issuance would be used to cover the cost overruns. Ms. Shutkin stated that while the school's past due diligence appears to have been inadequate with respect to the physical needs of the project, such costs can be difficult to determine, and Corporation staff believes that the project is now in a position to be completed in a timely and effective manner, and that in general Corporation staff works carefully with schools applying for benefits to make sure that they understand the operational and financial risks and commitments required for these types of projects. Mr. Piverger stated that Corporation staff should look for a threshold of costs for renovation and construction projects when assessing projects going forward. Ms. Feirstein stated that the Finance Committee acknowledged that a private school made a miscalculation and that the construction project was complicated, especially given the building is one hundred years old. In response to a question from Mr. Cook, Ms. Shutkin stated that the building is a historical landmark. Ms. Shutkin thanked the Board and the Finance Committee for their questions and gave support for the project. On behalf of the Finance Committee, Ms. Feirstein recommended approval of this project. Mr. Dinerstein stated that it

is very expensive to build in Manhattan and that the building is very tight and small. Mr. Dinerstein added that the school is not in the construction business and therefore dependent on consultants who, in this case, failed them. Mr. Dinerstein offered his support for the project.

There being no further comments or questions, a motion to approve the bond approval and authorizing resolution and SEQRA determination for the benefit of The Chapin School, LTD. attached hereto as Exhibit H was made, seconded and unanimously approved.

7. Trinity Episcopal School Corporation

Krishna Omolade, a Senior Project Manager for NYCEDC, presented for review and adoption a bond approval and authorizing resolution for an approximately \$10,000,000 tax-exempt bond issuance for the benefit of Trinity Episcopal School Corporation. Mr. Omolade recommended the adoption of a SEQRA negative declaration that the proposed project will not result in any significant adverse environmental impacts. Mr. Omolade described the project and its benefits, as reflected in Exhibit I.

Ms. Feirstein stated that the school has a strong capital campaign which accounts for about 55% of the cost of project and that the project has strong debt service coverage. On behalf of the Finance Committee, Ms. Feirstein recommended approval of this project.

There being no further comments or questions, a motion to approve the bond approval and authorizing resolution and SEQRA determination for the benefit of Trinity Episcopal School Corporation attached hereto as Exhibit J was made, seconded and unanimously approved.

8. Volunteers of America – Greater New York, Inc.

Kyle Brandon, a Project Manager for NYCEDC, presented for review and adoption a bond approval and authorizing resolution for an approximately \$6,600,000 tax-exempt and taxable revenue bond issuance for the benefit of Volunteers of America – Greater New York, Inc. Mr. Brandon recommended the Board adopt a SEQRA determination that the proposed project is a Type II action and therefore no further environmental review is required. Mr. Brandon described the project and its benefits, as reflected in Exhibit K.

On behalf of the Finance Committee, Ms. Feirstein recommended approval of this project.

Mr. Dinerstein stated that the Finance Committee was concerned about the debt service coverage but that since the organization raised \$500,000 to contribute to the project by selling property on the Upper West Side, the Finance Committee was comfortable with the project. Ms. Feirstein stated that the organization was contributing \$500,000 and that the debt service coverage was based on the organization's cash flow. Mr. Dinerstein stated that the organization has been around for a very long time with a well-established charter.

There being no further comments or questions, a motion to approve the bond approval and authorizing resolution and SEQRA determination for the benefit of Volunteers of America – Greater New York, Inc. attached hereto as Exhibit L was made, seconded and unanimously approved.

9. Adjournment

There being no further business to come before the Board of Directors at the meeting, pursuant to a motion made, seconded and unanimously approved, the meeting of the Board of Directors was adjourned at 9:43 a.m.

Arthur Hansen
Assistant Secretary

Dated: 2/1/18
New York, New York

Exhibit A

Project Summary

Fedcap Rehabilitation Services, Inc. ("Fedcap") is a New York not-for-profit corporation that, along with its subsidiaries, provides programming in vocational training, job placement and counseling services and other related programs and services. Fedcap is seeking approximately \$10,000,000 in tax-exempt and taxable revenue bonds (the "Bonds") which, together with other funds of the Fedcap, will be used to finance, refinance, or reimburse costs of: (1) renovating the Fedcap's headquarter offices and its subsidiaries' offices consisting of an approximately 46,000 square foot condominium unit located at 633 Third Avenue, 6th Floor, New York, New York 10017 (the "Third Avenue Facility") for approximately \$2,900,000, (2) renovating the lobby, conference center, and program operations space consisting of approximately 64,000 square foot condominium units located at 210 East 43rd Street, New York, New York 10017 (the "43rd Street Facility") for approximately \$6,000,000, (3) acquiring and installing equipment for Oracle enterprise resource planning infrastructure, for approximately \$1,100,000 for use at the Third Avenue Facility and the 43rd Street Facility, and (4) issuance of the Bonds.

Current Locations

- 633 Third Avenue, 6th Floor, New York, New York 10017
- 210 East 43rd Street, New York, New York 10017

Actions Requested

- Bond Approval and Authorizing Resolution.
- Adopt a SEQRA determination that the proposed project is a Type II action.

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	237.5
Jobs to be Created at Project Location (Year 3):	0
Total Jobs (full-time equivalents)	237.5
Projected Average Hourly Wage (excluding principals)	\$ 20.00
Highest Wage/Lowest Wage	\$ 88.00/9.00

Estimated City Tax Revenues	
Impact of Operations (NPV 25 years at 6.25%)	\$ 9,846,862
One-Time Impact of Renovation	285,545
Total impact	\$ 10,132,407
Additional benefit from jobs to be created	\$0

Estimated Cost of Benefits Requested: New York City	
MRT Benefit	\$ 162,500
NYC Forgone Income Tax on Bond Interest	57,098
Corporation Financing Fee	(75,000)
Total Cost to NYC Net of Financing Fee	\$ 144,598

Fedcap Rehabilitation Services, Inc.

Costs of Benefits Per Job		
Estimated Total Cost of Benefits per Job	\$	2,008
Estimated City Tax Revenue per Job	\$	42,663

Estimated Cost of Benefits Requested: New York State		
MRT Benefit	\$	117,500
NYS Forgone Income Tax on Bond Interest		214,815
Total Cost to NYS	\$	332,315
Overall Total Cost to NYC and NYS	\$	476,913

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Tax-Exempt Bond Proceeds	\$8,900,000	89%
Taxable Bond Proceeds	1,100,000	11%
Total	\$10,000,000	100%

Uses	Total Amount	Percent of Total Costs
Hard Costs	\$5,103,929	51%
Soft Costs	2,473,571	25%
Oracle ERP Stat-up	1,100,000	11%
Fixed Tenant Improvements	887,000	9%
Costs of Issuance	435,500	4%
Total	\$10,000,000	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 25 Years)
Corporation Fee	\$75,000	
Bond Counsel	135,000	
Annual Corporation Fee	1,000	12,485
Bond Trustee Acceptance Fee	500	
Annual Bond Trustee Fee	750	9,364
Trustee Counsel Fee	5,000	
Total	217,250	21,849
Total Fees	\$239,099	

Financing and Benefits Summary

TD Bank, N.A. will directly purchase the Bonds for a term of 10 years, which will be issued as two series, approximately \$8,900,000 in Series 2017A tax-exempt bonds (the "Series A Bonds"), and approximately \$1,200,000 in Series 2017B taxable bonds (the "Series B Bonds"). The Series A Bonds will have a 25-year maturity and will bear interest at a fixed rate for the initial 10 years and may then be converted to another mode of interest. The initial interest rate will be .6925 of the relevant Costs of Funds index plus 180 basis points (which is approximately 3.55%). The Series B Bonds will have a 10-year maturity and will bear interest at a fixed rate. The interest rate will be the relevant Costs of Funds index plus 180 basis points (which is approximately 5.07%). The Bonds will be secured by a pledge of Fedcap's assets, a general revenue pledge by Wildcat Services Corporation ("Wildcat"), a guaranty from Community Workshops, Inc., Easter Seals Rhode Island, Inc., Granite Pathways, Inc., ReServe Elder Service, Inc., Single Stop USA, Inc. and Wildcat (each an affiliate of Fedcap), and a mortgage lien on the Third Avenue Facility site. The debt service coverage ratio is anticipated to be 3.06x.

Fedcap Rehabilitation Services, Inc.

Applicant Summary

Fedcap was founded in 1935 by three men experiencing barriers to entering the workforce after the Great Depression. Fedcap's original goal was to provide support for the physically disabled but has since expanded services to help individuals with all kinds of disabilities and employment-related barriers. Today, Fedcap's mission is to empower people with barriers to move towards economic independence as valued members of the workforce. Each year, Fedcap's vocational training, job placement and counseling services, employment programs, and support and advocacy programs help more than 2,000 Americans overcome obstacles, rebuild their lives, and find and keep meaningful employment. Their employment and empowerment programming is focused in three areas: adult services, youth and young adult services, and mental health services. In addition, Fedcap's Community Impact Institute is their discovery arm that focuses on field research using community forums, surveys, focus groups, and outreach to local politicians and community leaders to gain insight into the core needs of disenfranchised groups.

Christine McMahon, President and CEO

Christine McMahon joined Fedcap in 2009 and has championed the Fedcap's strategic growth, significantly increasing the nonprofit's size as well as its service delivery and reach among people in need throughout the Northeast. Ms. McMahon has more than 25 years of experience in social and mental-health services in New York and New England. She is nationally recognized for the breadth of her strategic vision and her expertise across a wide range of social programs, for the implementation of numerous social-service-delivery and community-based initiatives, and for influencing state and local healthcare and social policy. She previously served as Senior Vice President and COO of an Easter Seals region that encompassed New Hampshire, Vermont, Maine, Rhode Island, New York and Massachusetts. Ms. McMahon received her Master of Health Administration from the University of New Hampshire and her BA in Psychology from New England College. Her numerous honors include the New Hampshire Business Review-Outstanding Women in Business Award, the National Easter Seals – Lou Lowenkron Award for Program Innovation, the Division for Children, Youth and Families – Director's Choice Award, and the Riverbend Community Mental Health – Rainbow Award.

Karen Wegmann, CFO

Karen Wegmann joined Fedcap in April, 2014. As CFO, she provides both operational and programmatic support to Fedcap, supervises the finance unit, and is the Fedcap's chief financial spokesperson. Ms. Wegmann works with the President/CEO on Fedcap's strategic vision, including fostering and cultivating shareholder relationships on city, state and national levels, as well as assisting in the development and negotiation of contracts. Prior to joining Fedcap, Ms. Wegmann served as CFO of YAI Network, comprised of seven independent nonprofit agencies with total annual revenues of \$290 million and 5,600 employees serving over 20,000 individuals at 450 sites. While at YAI, Ms. Wegmann also served as Controller, Director of Finance and Chief Business Officer, and reported directly to the board of trustees of each of the seven independent agencies. Ms. Wegmann is a member and former Chair of the Finance Committee of the Interagency Council of Developmental Disabilities, and a member of the Healthcare Financial Management Association and the Medical Group Management Association. Ms. Wegmann holds an MBA with an emphasis on Corporate Finance from Pace University and a BA in Accounting and Information Systems from Queens College, City University of New York. She has been a lecturer at City University of New York, Adelphi University School of Social Work, and the University Of Pennsylvania Graduate School Of Social Work.

Mark O'Donoghue, Board Chair

Mark O'Donoghue joined Fedcap's Board in 1998 and has served as Chair since 2008. He is a partner in the law firm of Curtis, Mallet-Prevost, Colt & Mosle and has experience in project finance and energy infrastructure projects, mergers and acquisitions, joint ventures, privatizations, cross-border commercial contracts, and international litigation. Prior to joining Curtis, Mallet, he clerked for the Honorable Morris Pashman of the New Jersey Supreme Court. Mr. O'Donoghue is currently Chairman of Sen. Charles E. Schumer's Judicial Screening Panel.

Employee Benefits

Permanent employees receive benefits, which include disability, unemployment, health and dental insurance, and employer match for 403(b) retirement plans.

Fedcap Rehabilitation Services, Inc.

Recapture

Subject to recapture of the mortgage recording tax benefit.

SEQRA Determination

Type II Action which, if implemented, will not potentially result in significant environmental impacts. The completed Environmental Assessment Form for this project has been reviewed and signed by Corporation staff.

Due Diligence

The Corporation conducted a background investigation of Fedcap and found no derogatory information.

Compliance Check:	Satisfactory
Living Wage:	Exempt
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered
Private School Policy:	Not applicable
Bank Account:	Israel Discount Bank
Bank Check:	Relationships are reported to be satisfactory.
Supplier Checks:	Relationships are reported to be satisfactory.
Customer Checks:	Not applicable
Unions:	Not applicable
Vendex Check:	No derogatory information was found.
Attorney:	Michelle Arbeeny Windels Marx Lane & Mittendorf, LLP 156 West 56th Street New York, NY 10019
Accountant:	Grant Thornton 757 Third Ave, 9th Fl New York, NY 10017
Placement Agent:	Rochelle Powell Prager & Co., LLC 60 East 42nd Street New York, NY 10165
Community Board:	Manhattan, CB #6

Fedcap Rehabilitation Services, Inc.

Board of Directors

Mark O'Donoghue, Chair

Laurence Ach, Vice Chair

Martha Sproule, Treasurer

Judy Bergtraum, Secretary

Peter Aschkenasy

Paul Davis

Anoop Dhakad

Richard Fursland

John Mascialino

Lynn Morgen

Janice Oursler

Peter Panken

Gerald (Gerry) Prothro

Kenneth Raisler

Peter G. Samuels

Alan Towbin

Jeanne Townend

Michael Weinstein

Malvina Kay

Exhibit B

Resolution approving the financing, refinancing or reimbursing of the costs of two certain facilities for Fedcap Rehabilitation Services, Inc. and authorizing the issuance and sale of approximately \$10,000,000 Revenue Bonds (Fedcap Rehabilitation Services, Inc. Project), Series 2017A and Series 2017B (Taxable) and the taking of other action in connection therewith

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York, as amended, and its Certificate of Incorporation and By-laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their eligible projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured basis; and (iii) to undertake other eligible projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, Fedcap Rehabilitation Services, Inc., a New York not-for-profit corporation (the “Applicant”), entered into negotiations with officials of the Issuer with respect to financing, refinancing or reimbursing of the costs of the (i) renovation, improving, equipping and furnishing of (y) the Applicant’s headquarter offices and its subsidiaries’ offices consisting of an approximately 46,000 square foot condominium unit located at 633 Third Avenue, 6th Floor, New York, New York (the “3rd Avenue Facility”), and (z) the lobby, conference center and program operations space consisting of approximately 68,000 square foot condominium units located at 210 East 43rd Street, New York, New York (the “43rd Street Facility”; together with 3rd Avenue Facility, the “Facilities”); and (ii) the acquisition and installation of equipment for Oracle enterprise resource planning infrastructure for use at the Facilities (the “Project”); and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant is a not-for-profit corporation whose mission is to create opportunities for people with barriers to move toward economic independence as valued and contributing members of society; that the Applicant currently has approximately 237.5 full-time equivalent employees at the Facilities; that the financing, refinancing and reimbursement of the Project costs with the Issuer’s financing assistance will provide savings to the Applicant which will allow it to redirect financial resources for other programs and services; and that, therefore, the Issuer’s financing assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, in order to finance a portion of the cost of the Project, the Issuer intends to issue its Revenue Bonds (Fedcap Rehabilitation Services, Inc. Project), Series 2017A and Series 2017B (Taxable) in the aggregate principal amount of approximately \$10,000,000 (or such greater principal amount not to exceed \$11,000,000 (the “Bonds”), as may be determined by a certificate of determination of an authorized officer of the Issuer (the “Certificate of Determination”), all pursuant to an Indenture of Trust (the “Indenture”) to be entered into between the Issuer and U.S. Bank National Association, as trustee (the “Trustee”); and

WHEREAS, the Issuer intends to loan the proceeds of the Bonds to the Applicant pursuant to a Loan Agreement (the “Loan Agreement”) to be entered into between the Issuer and the Applicant, and the Applicant will execute two separate promissory notes in favor of the Issuer (and endorsed by the Issuer to the Trustee) (collectively, the “Promissory Notes”) to evidence the Applicant’s obligation under the Loan Agreement to repay such loan; and

WHEREAS, the Bonds are to be secured by (i) one or more mortgage liens on and security interests in the 3rd Avenue Facility granted by the Applicant, as mortgagor, to the Issuer and the Trustee, as mortgagees, pursuant to one or more Mortgage and Security Agreements (collectively, the “Mortgage”), which Mortgage will be assigned by the Issuer to the Trustee pursuant to one or more Assignments of Mortgage and Security Agreements from the Issuer to the Trustee (collectively, the “Assignment of Mortgage”); (ii) a Pledge and Security Agreement from the Applicant to the Trustee with respect to certain assets and revenues of the Applicant (the “Pledge and Security Agreement”); (iii) a Pledge and Security Agreement from Wildcat Service Corporation (“Wildcat”), an affiliate of the Applicant, to the Trustee with respect to certain assets and revenues of Wildcat (the “Wildcat Security Agreement”); and (iv) a Guaranty Agreement from Community Workshops, Inc., Easter Seals Rhode Island, Inc., Granite Pathways, Inc., ReServe Elder Service, Inc., Single Stop USA, Inc. and Wildcat (each an affiliate of the Applicant) to the Trustee (the “Guaranty Agreement”); and

WHEREAS, the Mortgage, the Pledge and Security Agreement and the Wildcat Security Agreement will be subject to an Amended and Restated Intercreditor Agreement among the Trustee, Israel Discount Bank of New York, as line of credit provider to the Applicant, and U.S. Bank National Association, as trustee for certain bonds;

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing, refinancing and reimbursing of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed, refinanced and reimbursed in part through the issuance of the Bonds of the Issuer, which Bonds will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Promissory Notes.

Section 3. To provide for the financing, refinancing and reimbursing of the Project, the issuance of the Bonds by the Issuer is hereby authorized subject to the provisions of this Resolution and the Indenture hereinafter authorized.

The Bonds shall be issued as fully registered bonds in two series, one tax-exempt (the "Tax-Exempt Bonds") and one taxable (the "Taxable Bonds"), shall be dated as provided in the Indenture, shall be issued as serial and/or term bonds and in an aggregate amount not to exceed \$11,000,000, shall be payable as to principal and redemption premium, if any, at the principal office of the Trustee and shall be payable as to interest by check, draft or wire transfer as provided in the Indenture. The Tax-Exempt Bonds shall bear interest for its initial 10-year term at an annual fixed rate (such rate to be determined by the Certificate of Determination), shall be convertible to alternative interest rate modes thereafter, shall be subject to purchase and tender and shall mature approximately 25 years from the date of issuance of the Tax-Exempt Bonds (such maturity to be determined by the Certificate of Determination), all as provided in the Indenture. The Taxable Bonds shall bear interest at an annual fixed rate and shall mature approximately 10 years from the date of issuance of the Taxable Bonds (such rate and such maturity to be determined by the Certificate of Determination), all as provided in the Indenture. The Bonds shall be subject to optional and mandatory redemption as provided in the Indenture, shall be payable as provided in the Indenture until the payment in full of the principal amount thereof, all as set forth in the Bonds.

The provisions for signatures, authentication, payment, delivery, redemption and number of Bonds shall be set forth in the Indenture hereinafter authorized.

Section 4. The Bonds shall be secured by the pledge effected by the Indenture and shall be payable solely from and secured by a pledge of the loan payments, revenues and receipts payable under the Loan Agreement and the Promissory Notes to the extent set forth in the Loan Agreement and the Indenture hereinafter authorized. The Bonds, together with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Indenture, including from moneys deposited in the Bond Funds, the Project Funds, the Renewal Fund and such other funds as established under the Indenture (subject to disbursements therefrom in accordance with the Loan Agreement and the Indenture), and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Bonds be payable out of any funds of the Issuer other than those pledged therefor. The Bonds are also secured pursuant to the Mortgage, the Pledge and Security Agreement, the Wildcat Security Agreement and the Guaranty Agreement.

Section 5. The Bonds are authorized to be sold to TD Bank, N.A. (or such other financial institution as shall be approved by the Certificate of Determination) at a purchase price of one hundred percent (100%) of the aggregate principal amount thereof.

Section 6. The execution and delivery of the Indenture, the Loan Agreement, the endorsement of the Promissory Notes to the Trustee, the Assignment of Mortgage, the Building Loan Agreement among the Issuer, the Applicant and the Trustee, and the Tax Regulatory Agreement from the Issuer and the Applicant to the Trustee (the documents referenced in this Section 6 being, collectively, the "Issuer Documents"), each being

substantially in the form approved by the Issuer for prior financings, are hereby authorized. The Chairman, Vice Chairman, Executive Director, Deputy Executive Director and General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Document. The execution and delivery of each such Issuer Document by said officer shall be conclusive evidence of due authorization and approval.

Section 7. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members of the Issuer nor any officer executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 8. The officers of the Issuer are hereby designated the authorized representatives of the Issuer, and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Bonds.

Section 9. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Issuer by the application of the proceeds of the Bonds, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 10. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Bonds or, in the event such proceeds are insufficient after payment of other costs of the Project or the Bonds are not issued by the Issuer due to inability to consummate the transactions herein contemplated, shall be paid by the Applicant. By accepting this Resolution, the Applicant agrees to pay such expenses and further agrees to indemnify the Issuer, its members, employees and agents and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or

damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 11. In connection with the Project, the Issuer intends to grant the Applicant financing assistance in the form of the issuance of the Bonds and exemptions or deferrals of mortgage recording tax.

Section 12. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed by the Issuer from the proceeds of the Bonds; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution.

Section 13. The Issuer, as lead agency, is issuing this determination pursuant to the State Environmental Quality Review Act (Article 8 of the Environmental Conservation Law) and implementing regulations contained in 6 NYCRR Part 617. This determination is based upon the Issuer's review of information provided by the Applicant and such other information as the Issuer has deemed necessary and appropriate to make this determination.

The Issuer has determined that the Project is a Type II action, pursuant to 6 NYCRR Part 617.5(c)(2), "replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or fire codes..." which would not result in adverse environmental impacts requiring the preparation of an Environmental Impact Statement.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 10 hereof) unless (i) prior to the expiration of such year the Issuer shall (x) have issued the Bonds for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes "other similar official action" under the provisions of Treasury Regulation 1.103-8(a)(5) promulgated under Section 103 and related sections of the Internal Revenue Code of 1986, as amended (the "Code"). This Resolution is subject to further compliance with the provisions of Sections 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Bonds.

Section 16. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director, Deputy Executive Director and General Counsel to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 17. This Resolution shall take effect immediately.

ADOPTED: December 12, 2017

FEDCAP REHABILITATION SERVICES, INC.

By: _____

Name:

Title:

Accepted: December ____, 2017

Exhibit C

Project Summary

The Allen-Stevenson School (the "School") is a New York not-for-profit education corporation that operates a private independent boys' day school located on Manhattan's Upper East Side serving students in kindergarten through 9th grade. The School is seeking approximately \$35,000,000 in tax-exempt and taxable revenue notes (the "Notes"), the proceeds of which, together with other funds of the School, will be used to finance and/or refinance: (1) the construction and equipping of an approximately 16,000 square foot building that will include space for visual and performing arts, science classrooms, a library, and a greenhouse to be located at 132 East 78th Street, New York, New York (the "New Building"); (2) the construction and equipping of an approximately 34,000 square foot addition consisting of three additional floors (the "Addition") that will include space for athletics at the School's existing approximately 64,000 square foot building (the "Main Building" and, together with the New Building and the Addition, the "Facility") located on an approximately 12,300 square foot parcel of land at 132 East 78th Street, New York, New York; (3) renovations to areas of the Main Building; (4) certain costs related to the issuance of the Notes, and (5) the refinancing of the outstanding New York City Industrial Development Agency Civic Facility Revenue Bonds (Series 2004 Allen-Stevenson School Project) (the "Series 2004 Bonds"), the proceeds of which were used to finance (i) the renovation, improvement, furnishing and equipping of the School's then-existing facilities located at the New Building, 121 East 77th Street, New York, New York, and 123 East 77th Street, New York, New York, and (ii) certain costs of issuance relating to the issuance of the Series 2004 Bonds.

Current Location

132 East 78th Street
New York, NY 10075

Action Requested

- Note Approval and Authorizing Resolution
- Adopt a Negative Declaration for this project of no significant adverse environmental impacts.

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	130
Jobs to be Created at Project Location (Year 3):	1
Total Jobs (full-time equivalents)	131
Projected Average Hourly Wage (excluding principals)	\$ 54.58
Highest Wage/Lowest Wage	\$ 125.78/14.78

Estimated City Tax Revenues	
Impact of Operations (NPV 25 years at 6.25%)	\$ 15,106,682
One-Time Impact of Renovation	2,472,193
Total impact	\$ 17,578,875
Additional benefit from jobs to be created	\$83,541

The Allen-Stevenson School

Estimated Cost of Benefits Requested: New York City		
MRT Benefit	\$	568,750
NYC Forgone Income Tax on Bond Interest		218,305
Corporation Financing Fee		(200,000)
Total Cost to NYC Net of Financing Fee	\$	587,055

Costs of Benefits Per Job		
Estimated Total Cost of Benefits per Job	\$	13,997
Estimated City Tax Revenue per Job	\$	135,222

Estimated Cost of Benefits Requested: New York State		
MRT Benefit	\$	411,250
NYS Forgone Income Tax on Bond Interest		821,308
Total Cost to NYS	\$	1,232,558
Overall Total Cost to NYC and NYS	\$	1,819,613

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Note Proceeds	\$35,000,000	43%
Capital Campaign	46,398,013	57%
Total	\$ 81,398,013	100%

Uses	Total Amount	Percent of Total Costs
Hard Costs	\$58,621,562	72%
Soft Costs	16,761,451	21%
Refinancing Series 2004 Bonds	5,415,000	7%
Costs of Issuance	600,000	1%
Total	\$ 81,398,013	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 25 Years)
Corporation Fee	\$ 200,000	
Note Counsel	135,000	
Annual Corporation Fee	1,250	16,755
Total	336,250	16,755
Total Fees	\$ 353,005	

Financing and Benefits Summary

First Republic Bank will directly purchase the Notes, which will be issued as two series: \$25,000,000 in tax-exempt Series 2017A notes (the "Series A Notes"), and \$10,000,000 in taxable Series 2017B notes (the "Series B Notes"). The Series A Notes are anticipated to have one of: a fixed 10-year term with rate reset after each 10-year period and an initial 2.4% interest rate, a fixed 15-year term with a rate reset after each 15-year period and an initial 2.6% interest rate, a fixed 20-year term with a rate reset after each 20-year period with an initial 3.15% interest rate, or a fixed 30-year term with an initial 3.35% interest rate with an up to 30-year maturity. The Series B Notes will have either a

The Allen-Stevenson School

fixed interest rate of 3.45% or a floating rate of One Month LIBOR plus 195 basis points (3.30% as of December 1, 2017) with an up to 6 year maturity. The Notes will be secured by an all-assets pledge and a negative pledge on the School's real property. The debt service coverage ratio is anticipated to be approximately 1.94x.

Applicant Summary

The School was founded in 1883 by Francis Bellows Allen, at a home on Fifth Avenue and 57th Street. Its first class enrolled only three boys. Today, the School's enrollment is 421 boys in grades kindergarten through 9th grade. The School offers an ongoing commitment to each student and uses the best insights and tools available to understand the whole person. The School's program strives to balance academics, athletics and the arts. The School's space for their science, arts, and athletics programming will be expanded through this project and, as a result, their programming can be further enhanced and specialized.

David R. Trower, Headmaster

Mr. Trower has been the Headmaster of The Allen-Stevenson School since 1990. Prior to that, he was at the Collegiate School, in New York City, from 1972 to 1990 as the Director of Upper School (Grades 9-12), Head of Middle School, Chairman of the Department of Religion and as an instructor in English, History and Religion. He received his Master of Divinity degree (Psychiatry and Religion) from Union Theological Seminary and a Bachelor of Arts degree in History from Brown University. He has also completed a Basic Leadership Course at the Center for Creative Leadership in Colorado Springs, Colorado, and is a regular participant in the National Association of Independent Schools and New York State Association of Independent Schools ("NYSAIS"). David is a Trustee on the Board of NYSAIS, a member of the Country Day School Headmasters' Association, a member of the New York Advisory Board of Facing History and Ourselves.

Hydee Bressler, Director of Finance and Operations

Ms. Bressler has served as the Director of Finance and Operations at the School since 2014. Previously, she was the Director of Business and Finance at Lawrence Woodmere Academy for three years. Prior to that she served as Director of Finance and Operations (2009-11) and Controller (2007-09) at Solomon Schechter School of Westchester. She also worked in various business and financial management roles in the private sector from 1993-2007. She received her Bachelor of Arts degree from State University of New York at Albany, and a Masters in Business Administration from Bernard Baruch College (Zicklin School of Business) in New York. Hydee is active in the NYSAIS, is currently serving on the Business Affairs Council (BAC), and has served as the business officer on three accreditation committees.

Mark I. Greene, President (Board of Trustees)

Mr. Greene serves as the Head of Cravath's Corporate Department and as the Leader of its International Practice. Mr. Greene has been repeatedly recognized as one of the country's leading practitioners in the mergers and acquisitions area. Mr. Greene received a B.A. from Cornell University in 1989 and a J.D. from the University of Pennsylvania in 1993. After a clerkship with the Honorable Charles Legge of the U.S. District Court for the Northern District of California, he joined Cravath in 1994 and became a partner in 2001.

Employee Benefits

Employees receive medical benefits (including Health Savings Accounts, vision insurance, Health Reimbursement Arrangements, long-term care, and short-term disability), employer contributions to retirement plans, tuition reimbursement, and professional development opportunities.

Recapture

Subject to recapture of the mortgage recording tax benefit.

SEQRA Determination

No significant adverse impacts, staff recommends the Board adopt a negative declaration for this project. The completed Environmental Assessment Form for this project has been reviewed and signed by Corporation staff.

The Allen-Stevenson School

Due Diligence

The Corporation conducted a background investigation of the School and found no derogatory information.

Compliance Check:	Satisfactory
Living Wage:	Exempt
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered
Private School Policy:	Compliant
Bank Account:	First Republic Bank
Bank Check:	Relationships are reported to be satisfactory.
Supplier Checks:	Relationships are reported to be satisfactory.
Customer Checks:	Not applicable
Unions:	Not applicable
Vendex Check:	No derogatory information was found.
Attorney:	Michele Arbeeny, Esq. Windels Marx Lane & Mittendorf, LLF 156 West 56 th Street New York, NY 10019
Accountant:	Robert Cordero PKF O'Connor Davies LLP 665 5 th Avenue New York, NY 10022
Consultant/Advisor:	Dan Froehlich Janney Montgomery Scott 575 Lexington Avenue New York, NY 10022
Community Board:	Manhattan, CB #8

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The Allen-Stevenson School

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Exhibit D

RESOLUTION AUTHORIZING THE ISSUANCE AND SALE OF AN APPROXIMATELY \$25,000,000 BUILD NYC RESOURCE CORPORATION 2017 TAX-EXEMPT REVENUE NOTE (THE ALLEN-STEVENSON SCHOOL PROJECT), AN APPROXIMATELY \$10,000,000 BUILD NYC RESOURCE CORPORATION 2017 TAXABLE REVENUE NOTE (THE ALLEN-STEVENSON SCHOOL PROJECT) AND THE TAKING OF OTHER ACTION IN CONNECTION THEREWITH

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York, as amended, and its Certificate of Incorporation and By-laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit applicants, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their eligible projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured basis; and (iii) to undertake other eligible projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, The Allen-Stevenson School, not-for-profit corporation (the “Applicant”), a New York not-for-profit corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Applicant”), entered into negotiations with officials of the Issuer to finance and/or refinance (i) the construction and equipping of an approximately 16,000 square foot building that will include space for visual and performing arts, science classrooms, a library, and a greenhouse to be located at 132 East 78th Street, New York, New York (the “New Building”); (ii) the construction and equipping of an approximately 34,000 square foot addition consisting of three additional floors (the “Addition”) that will include space for athletics at the School’s existing approximately 64,000 square foot building (the “Main Building”, together with the New Building and the Addition, the “Facility”) located on an approximately 12,300 square foot parcel of land at 132 East 78th Street, New York, New York; (iii) renovations of the Main Building; (iv) certain costs related to the issuance of the Notes and (v) the refinancing of the outstanding New York City Industrial Development Agency Civic Facility Revenue Bonds, Series 2004 (Allen-Stevenson School Project), the proceeds of which were used to finance (a) the renovation, improvement, furnishing and equipping of the Applicant’s then-existing facilities located at 132 East 78th Street, 121 East 77th Street, and 123 East 77th Street, New York, New York and (b) certain costs relating to the issuance of the Series 2004 Bonds (collectively, the “Project”); and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant will continue to own and operate the Facility as a private boys elementary school for grade kindergarten through 9th grade; that the Applicant employs

approximately 130 full-time equivalent employees in the City and expects to create one additional full-time equivalent employee at the Facility within the next three years; that the financing of the Project with the Issuer's financing assistance will provide savings to the Applicant which will allow it to redirect financial resources to further its educational mission; and that, therefore the Issuer's assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, the Issuer desires to further encourage the Applicant with respect to the financing and/or refinancing of the facility and to proceed with the Project; and

WHEREAS, in order to refinance a portion of the cost of the Project, the Issuer intends to issue its 2017 Tax-Exempt Revenue Note (The Allen-Stevenson School Project), in the aggregate principal amount of approximately \$25,000,000 or such greater amount (not to exceed 10% more than such stated amount) as may be determined by Certificate of Determination of an authorized officer of the Issuer and its 2017 Taxable Revenue Note (The Allen-Stevenson School Project), in the aggregate principal amount of approximately \$10,000,000 or such greater amount (not to exceed 10% more than such stated amount) as may be determined by Certificate of Determination of an authorized officer of the Issuer (collectively, the "Issuer Debt Obligations"), all pursuant to a Master Loan Agreement (the "Loan Agreement") to be entered into among the Issuer, the Applicant and First Republic Bank, as purchaser of the Issuer Debt Obligations (the "Lender"), and the Applicant will execute one or more promissory notes in favor of the Issuer and the Lender (collectively, the "Applicant Promissory Notes") to evidence the Applicant's obligation under the Loan Agreement to repay such loan, and the Issuer will endorse the Promissory Notes to the Lender; and

WHEREAS, the Issuer Debt Obligations are to be secured by the pledge effected by the Loan Agreement and a pledge and security interest in certain operating revenues and assets of the Applicant pursuant to a Security Agreement from the Applicant to the Issuer and to then be assigned to the Lender (the "Security Agreement") pursuant to an Assignment of Security Agreement (the "Assignment of Security Agreement"); and

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing of a portion of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed in part through the issuance of the Issuer Debt Obligations, which Issuer Debt Obligations will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Applicant Promissory Notes.

Section 3. To provide for the financing of the Project, the issuance of the Issuer Debt Obligations are hereby authorized subject to the provisions of this Resolution and the Loan Agreement hereinafter authorized. The Issuer Debt Obligations shall be an aggregate amount not to exceed \$35,000,000, or such greater amount (not to exceed 10% more than such stated amount), shall be payable as to principal and interest as provided in the Loan Agreement, shall bear interest at such rate(s) as determined by the Certificate of Determination, shall be subject to optional redemption and mandatory redemption as provided in the Loan Agreement, shall be payable as provided in the Loan Agreement until the payment in full of the principal amount thereof and shall mature not later than December 31, 2047 (or

as determined by the Certificate of Determination), all as set forth in the Issuer Debt Obligations. Other applicable provisions shall be set forth in the Loan Agreement.

Section 4. The Issuer Debt Obligations shall be secured by the pledge effected by the Loan Agreement and shall be payable solely from and secured by a pledge of the loan payments, revenues and receipts of the Applicant to the extent set forth in the Loan Agreement hereinafter authorized. The Issuer Debt Obligations shall further be secured by the Security Agreement. The Issuer Debt Obligations, together with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Loan Agreement, including from moneys deposited in the funds as established under the Loan Agreement (subject to disbursements therefrom in accordance with the Loan Agreement), and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Issuer Debt Obligations be payable out of any funds of the Issuer other than those pledged therefor.

Section 5. The Issuer Debt Obligations shall be purchased by the Lender. The purchase price of the Issuer Debt Obligations shall be approved by Certificate of Determination.

Section 6. The execution and delivery of the Loan Agreement, the Assignment of Security Agreement, and a Tax Certificate from the Issuer and the Applicant (the documents referenced in this Section 6 being, collectively, the "Issuer Documents"), each being substantially in the form approved pursuant to a Certificate of Determination, are hereby authorized. The Chairman, Vice Chairman, Executive Director and General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Documents. The execution and delivery of each such Issuer Documents by said officer shall be conclusive evidence of due authorization and approval.

Section 7. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members or directors thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, directors, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members or directors of the Issuer nor any officer executing the Issuer Debt Obligations shall be liable personally on the Issuer Debt Obligations or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 8. The officers of the Issuer are hereby designated the authorized representatives of the Issuer and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Issuer Debt Obligations.

Section 9. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Issuer by the application of the proceeds of the Issuer Debt

Obligations, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 10. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Issuer Debt Obligations or, in the event such proceeds are insufficient after payment of other costs of the Project or the Issuer Debt Obligations are not issued by the Issuer, shall be paid by the Applicant. By accepting this Resolution, the Applicant agrees to pay such expenses and further agrees to indemnify the Issuer, its members, employees and agents and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 11. In connection with the Project, the Issuer intends to grant the Applicant financing assistance in the form of the issuance of the Issuer Debt Obligations.

Section 12. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed by the Issuer from the proceeds of the Issuer Debt Obligations; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution and provided further that the reimbursement is permitted under the Tax Certificate.

Section 13. Pursuant to the State Environmental Quality Review Act, being Article 8 of the New York State Environmental Conservation Law and the implementing regulations, the Issuer, as lead agency, hereby makes the findings set forth in Exhibit A hereto and incorporated by reference herein.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 10 hereof) unless (i) prior to the expiration date of such year the Issuer shall (x) have issued the Issuer Debt Obligations for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes an “official action” under the provisions of Treasury Regulation 1.150-2 and related sections of the Internal Revenue Code of 1986, as amended (the “Code”). This Resolution is subject to further compliance with the provisions of Sections 103 and 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Issuer Debt Obligations.

Section 16. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director or General Counsel of the Issuer to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 17. This Resolution shall take effect immediately.

Adopted: December 12, 2017

Accepted: _____, 2017

THE ALLEN-STEVENSON SCHOOL

By: _____

Name:

Title:

Exhibit A

Issuer's Statement

Pursuant to the New York State Environmental Quality Review

**BUILDNYC RESOURCE CORPORATION FINDINGS STATEMENT
PURSUANT TO THE NEW YORK STATE ENVIRONMENTAL QUALITY REVIEW ACT**

1. INTRODUCTION AND DESCRIPTION OF THE PROPOSED ACTION

This Findings Statement has been prepared in accordance with Article 8 of the Environmental Conservation Law, the State Environmental Quality Review Act (SEQRA), and its implementing regulations promulgated at 6 NYCRR Part 617.

This Findings Statement sets forth the findings of the BuildNYC Resource Corporation (the Corporation) with respect to potential environmental impacts related to a project proposed by the Allen-Stevenson School (the School), a private school located at 126-134 East 78th Street on the Upper East Side of Manhattan. The proposed project includes significant expansion and alterations of the existing Main Building and its Annex and two adjacent townhouses. The proposed project will complete the physical integration of the East Townhouse begun with the 2004 alterations, fully physically integrate the recently purchased and vacant West Townhouse, and increase slightly the building heights of both Townhouses. As reconstructed, reconfigured and enlarged, the Townhouses will share the same floor elevations and floor-to-floor heights as the Main Building. The newly aligned floors will create new uniform floors throughout the Main Building and the Townhouses, providing more and better opportunities to create teaching spaces and to organize them among disciplines and divisions. The new alignment will provide new integrated means of egress with the least amount of loss of educational space that will be safer and more direct than their existing configuration can provide.

The School is seeking approval from the Corporation for the issuance of approximately \$35,000,000 in tax-exempt revenue bonds to finance the aforementioned renovations and certain costs related to the issuance of the aforementioned Bonds and to refinance outstanding New York City Industrial Development Agency Civic Facility Revenue Bonds Series 2004 (Allen-Stevenson School Project) and certain costs relating to the issuance of those Series 2004 Bonds.

The construction of the proposed project is expected to be completed by 2020.

2. DOCUMENTS RELEVANT TO THE FINDINGS STATEMENT

This Findings Statement is based on the following relevant documents: (a) Allen-Stevenson School Renovation and Expansion Environmental Assessment Statement (EAS), dated June 8, 2016 (City Environmental Quality Review [CEQR] No. 16BSA033M); and (b) Resolution adopted by the New York City Board of Standards and Appeals (BSA) on August 16, 2016 (225-15-BZ).

a. CITY ENVIRONMENTAL QUALITY REVIEW (CEQR) EAS

THE PROPOSED PROJECT AS ANALYZED IN THE EAS

The New York City Board of Standards and Appeals (BSA) assumed the lead agency status for the preparation of the CEQR EAS, which analyzed the following components of the proposed project:

- A waiver of Zoning Resolution §24-591 to allow a proposed height of 84.7 feet for both townhouses. Maximum permitted building height in R8B/LH-1A districts is 60 feet.
- A waiver of Zoning Resolution §23-662 to allow the existing base height of both townhouses (43 feet 9 inches), which is less than the minimum required base height of 55 feet on East 78th Street (a narrow street), and the existing setback of 5 feet 7 inches, which is less than the 15 foot required setback.

EAS ANALYSIS FRAMEWORK

Pursuant to the methodology of the *2014 CEQR Technical Manual*, preliminary analyses conducted for the EAS determined that the following technical areas did not trigger CEQR thresholds and/or were found unlikely to result in significant impacts, and therefore did not require detailed analyses: socioeconomic conditions, community facilities and services, open space, natural resources, water and sewer infrastructure, solid waste and sanitation services, energy, transportation, greenhouse gas emissions, public health, neighborhood character, and construction impacts. Supplemental screening analyses were prepared for land use, zoning and public policy; shadows; historic and cultural resources; urban design and visual resources; hazardous materials, air quality, and noise. The screening analyses determined that the proposed project is not expected to adversely affect these technical areas with the implementation of certain measures to avoid, minimize, and/or mitigate potential impacts.

MEASURES TO AVOID, MINIMIZE, AND/OR MITIGATE POTENTIAL IMPACTS

Historic and Cultural Resources

Because the Main Building at 130-134 East 78th Street and East and West Townhouses at 126 and 128 East 78th Street are located within the Upper East Side Historic District, the Landmarks Preservation Commission (LPC) reviewed the proposed project and issued a Certificate of Appropriateness for the School's proposed plans on March 17, 2016, subject to the condition that samples of pointing mortar, brownstone patching material, and cast stone be inspected and approved by the Commission staff prior to commencement of work.

In addition to the Main Building and East and West Townhouses that would be the subject of the proposed alterations, a number of properties in the Upper East Side Historic District are located within 90 feet of the project site. These include four townhouses on the south side of East 78th Street at 116-124 East 78th Street, and seven townhouses on the north side of East 78th Street at 115-127 East 78th Street. Demolition and construction activities, including the use of heavy machinery, could potentially result in inadvertent damage to the known resources described above if adequate precautions are not taken. Therefore, to avoid inadvertent demolition and/or construction-related damage to these 11 resources as well as the three historic buildings on the project site (the Main Building and East and West Townhouses) from ground-borne construction-period vibrations, falling debris, collapse, etc., the buildings would be included in a Construction Protection Plan (CPP) for historic structures that would be prepared in coordination with LPC and implemented in consultation with a licensed professional engineer. The CPP (described in detailed in the CEQR EAS) would be prepared and implemented prior to demolition and construction activities.

Hazardous Materials

The proposed project would entail renovation and/or expansion of the existing structures, with excavation to approximately 12 feet below grade to extend and deepen the basement of 126 East 78th Street, and potential limited excavation for foundation reinforcement beneath 130-134 East 78th Street. Although these activities could increase pathways for human exposure, impacts would be avoided by performing the project in accordance with the following:

- Based on the findings of the Subsurface (Phase II) Investigation, an April 2016 Remedial Action Plan (RAP) and associated Construction Health and Safety Plan (CHASP) were prepared and submitted to DEP for review and approval. DEP approved them (with one minor addition) in a letter dated May 13, 2016. The RAP and CHASP would be implemented during the subsurface disturbance associated with the proposed project. The RAP would address requirements for items such as: soil stockpiling, soil disposal and transportation (including any soils requiring disposal under hazardous waste requirements); dust control; quality assurance; and contingency measures should petroleum storage tanks or contamination be encountered. The RAP would also address any measures required to be incorporated into the new construction, such as incorporating a vapor barrier into the new foundations and requirements for the thickness and quality of soil imported for new landscaping. The CHASP would include measures for worker and community protection, including personal protective equipment, dust control and air monitoring.
- If dewatering is necessary for the proposed construction, water would be discharged to sewers in accordance with DEP requirements.
- As with the future without the proposed project, any suspect ACM that would be disturbed by the proposed project would be surveyed and analyzed for asbestos by a NYC-certified asbestos investigator. Known and suspect ACM affected by the project would be removed and disposed of prior to the disturbance in accordance with local, state and federal requirements.
- As with the future without the proposed project, any activities with the potential to disturb lead-based paint would be performed in accordance with applicable requirements (including federal Occupational Safety and Health Administration regulation 29 CFR 1926.62 – Lead Exposure in Construction). Additional local and federal requirements applicable to any residential units and “child-occupied facilities” (as defined by the EPA) would continue to be followed.
- As with the future without the proposed project, unless there is labeling or test data indicating that any suspect PCB-containing electrical equipment and fluorescent lighting fixtures do not contain PCBs, and that any fluorescent lighting bulbs do not contain mercury, if disposal is required, it would be conducted in accordance with applicable federal, state and local requirements.

b. NEGATIVE DECLARATION

With its BSA Resolution dated August 16, 2016 the BSA determined that the proposed project would not have a significant adverse impact on the environment, with the implementation of the aforementioned mitigation measures and the implementation of the conditions outlined in the BSA Resolution. No other

significant effects upon the environment that would require the preparation of an Environmental Impact Statement were foreseeable.

3. BUILDNYC FINDINGS

The proposed action comprises approval from the Corporation for the issuance of tax-exempt revenue bonds to fund the aforementioned proposed project.

Upon reviewing the previously completed EAS and BSA Resolution, and the material provided to the Corporation by the School in support of the proposed action, the Corporation has determined that the proposed project is comparable to the analysis framework presented and analyzed in the previously completed EAS.

The Corporation finds that the EAS had made a thorough and comprehensive analysis of the relevant areas of concern under SEQRA and its implementing regulations, appropriately assessed the potential environmental and land use impacts of the proposed project, identified measures to avoid or mitigate adverse impacts to the extent practicable, and set forth appropriate conditions to be imposed as conditions of approval. The Board of Directors of the Corporation hereby adopts and incorporates by reference the BSA Resolution (including the conditions therein).

Having considered the EAS and the BSA Resolution, the Corporation certifies that:

- the requirements of SEQRA, including 6 NYCRR §617.9, have been met and fully satisfied;
- the Corporation has considered the relevant environmental impacts, facts and conclusions disclosed in the EAS and BSA Resolution and weighed and balanced relevant environmental impacts with social, economic and other considerations;
- the proposed project is expected to achieve project goals and objectives while minimizing the potential for significant adverse environmental impacts; and that
- consistent with social, economic and other essential considerations, the proposed project would avoid or minimize adverse environmental impacts to the maximum extent practicable by incorporating as conditions to the decision those avoidance/minimization/mitigation measures that were identified as practicable in the EAS and BSA Resolution.

Based on the foregoing, the Corporation finds that the proposed project will not generate any additional significant adverse environmental impacts beyond those identified and analyzed in the EAS and therefore concludes that the preparation of an EIS is not required.



City Environmental Quality Review

ENVIRONMENTAL ASSESSMENT STATEMENT (EAS) FULL FORM

Please fill out and submit to the appropriate agency ([see instructions](#))

Part I: GENERAL INFORMATION

PROJECT NAME Allen-Stevenson School Renovation and Expansion

1. Reference Numbers

CEQR REFERENCE NUMBER (to be assigned by lead agency)
16BSA033M

BSA REFERENCE NUMBER (if applicable)
Cal. No. 225-15-BZ

ULURP REFERENCE NUMBER (if applicable)

OTHER REFERENCE NUMBER(S) (if applicable)
(e.g., legislative intro, CAPA)

2a. Lead Agency Information

NAME OF LEAD AGENCY

New York City Board of Standards and Appeals

NAME OF LEAD AGENCY CONTACT PERSON

Rory Levy

ADDRESS 250 Broadway - 29th Floor

CITY New York

STATE NY

ZIP 10007

TELEPHONE 212.788.8749

EMAIL rlevy@bsa.nyc.gov

2b. Applicant Information

NAME OF APPLICANT

Allen-Stevenson School

NAME OF APPLICANT'S REPRESENTATIVE OR CONTACT PERSON

Shelly Friedman, Esq., Friedman & Gotbaum, LLP

ADDRESS 568 Broadway

CITY New York

STATE NY

ZIP 10012

TELEPHONE 212.925.4545

EMAIL sfriedman@frigot.com

3. Action Classification and Type

SEQRA Classification

UNLISTED TYPE I: Specify Category (see 6 NYCRR 617.4 and NYC Executive Order 91 of 1977, as amended): §617.4(b)(9)

Action Type (refer to [Chapter 2](#), "Establishing the Analysis Framework" for guidance)

LOCALIZED ACTION, SITE SPECIFIC LOCALIZED ACTION, SMALL AREA GENERIC ACTION

4. Project Description

The Allen-Stevenson School is seeking zoning variances from the New York City Board of Standards and Appeals (BSA) to facilitate an approximately 27,036-gross-square-foot (gsf) expansion of its campus at 126-134 East 78th Street. The proposed expansion would involve a rooftop addition to the existing East and West Townhouse buildings at 126 and 128 East 78th Street to accommodate new space for the School's visual arts program that would span above both Townhouses and a rooftop greenhouse above. The proposed height of both Townhouses including the greenhouse would be 84 feet 7 inches, increasing the extent of the East Townhouse's noncompliance and creating a new noncompliance for the West Townhouse. The proposed project would also require a waiver of ZR Sec. 23-662 to permit an increase in the extent of the pre-existing height and setback non-compliances because the Townhouses' north elevations will be increased above a non-complying setback distance. The proposed project would also include an approximately 5,400-gsf as-of-right vertical expansion to the Main Building at 130-134 East 78th Street to house a new gymnasium; a covered rooftop play area would then be constructed on the roof of this addition. An approximately 11,980-gsf as-of-right addition would also be constructed above the Annex at 121-123 East 77th Street to house additional physical education uses. Other as-of-right alterations would be made to the school buildings, including reconfiguring the interiors to create new science and engineering labs and administrative space, adding additional circulation elements, aligning the floors of the Townhouses to meet those in the Main Building, constructing rear yard additions to the Townhouses to accommodate new academic spaces including music program space, and building a greenhouse above the visual arts program space at the Townhouses (see page 10a, "Project Description" for more information).

Project Location

BOROUGH Manhattan

COMMUNITY DISTRICT(S) 8

STREET ADDRESS 126, 128, and 132 East 78th Street

TAX BLOCK(S) AND LOT(S) Block 1412, Lot 58

ZIP CODE 10075

DESCRIPTION OF PROPERTY BY BOUNDING OR CROSS STREETS Portion of the block bounded by East 78th Street, East 77th Street, Lexington Avenue, and Park Avenue

EXISTING ZONING DISTRICT, INCLUDING SPECIAL ZONING DISTRICT DESIGNATION, IF ANY
R8B/LH1-A,C1-8X

ZONING SECTIONAL MAP NUMBER 8C

5. Required Actions or Approvals (check all that apply)

City Planning Commission: YES NO UNIFORM LAND USE REVIEW PROCEDURE (ULURP)

- | | | |
|---|--|--|
| <input type="checkbox"/> ZONING MAP AMENDMENT | <input type="checkbox"/> ZONING AUTHORIZATION | <input type="checkbox"/> UDAAP |
| <input type="checkbox"/> ZONING TEXT AMENDMENT | <input type="checkbox"/> ACQUISITION—REAL PROPERTY | <input type="checkbox"/> REVOCABLE CONSENT |
| <input type="checkbox"/> SITE SELECTION—PUBLIC FACILITY | <input type="checkbox"/> DISPOSITION—REAL PROPERTY | <input type="checkbox"/> FRANCHISE |
| <input type="checkbox"/> HOUSING PLAN & PROJECT | <input type="checkbox"/> OTHER, explain: | |
| <input type="checkbox"/> SPECIAL PERMIT (if appropriate, specify type: <input type="checkbox"/> modification; <input type="checkbox"/> renewal; <input type="checkbox"/> other); EXPIRATION DATE: | | |

SPECIFY AFFECTED SECTIONS OF THE ZONING RESOLUTION

Board of Standards and Appeals: YES NO

- VARIANCE (use)
 VARIANCE (bulk)
 SPECIAL PERMIT (if appropriate, specify type: modification; renewal; other); EXPIRATION DATE:

SPECIFY AFFECTED SECTIONS OF THE ZONING RESOLUTION ZR Section 24-591, ZR Section 23-662

Department of Environmental Protection: YES NO If "yes," specify:

Other City Approvals Subject to CEQR (check all that apply)

- | | |
|--|--|
| <input type="checkbox"/> LEGISLATION | <input type="checkbox"/> FUNDING OF CONSTRUCTION, specify: |
| <input type="checkbox"/> RULEMAKING | <input type="checkbox"/> POLICY OR PLAN, specify: |
| <input type="checkbox"/> CONSTRUCTION OF PUBLIC FACILITIES | <input type="checkbox"/> FUNDING OF PROGRAMS, specify: |
| <input type="checkbox"/> 384(b)(4) APPROVAL | <input type="checkbox"/> PERMITS, specify: |
| <input type="checkbox"/> OTHER, explain: | |

Other City Approvals Not Subject to CEQR (check all that apply)

- PERMITS FROM DOT'S OFFICE OF CONSTRUCTION MITIGATION AND COORDINATION (OCMC) LANDMARKS PRESERVATION COMMISSION APPROVAL
 OTHER, explain:

State or Federal Actions/Approvals/Funding: YES NO If "yes," specify:

6. Site Description: The directly affected area consists of the project site and the area subject to any change in regulatory site controls. Except where otherwise indicated, provide the following information with regard to the directly affected area.

Graphics: The following graphics must be attached and each box must be checked off before the EAS is complete. Each map must clearly depict the boundaries of the directly affected area or areas and indicate a 400-foot radius drawn from the outer boundaries of the project site. Maps may not exceed 11 x 17 inches in size and, for paper filings, must be folded to 8.5 x 11 inches.

- SITE LOCATION MAP ZONING MAP SANBORN OR OTHER LAND USE MAP
 TAX MAP FOR LARGE AREAS OR MULTIPLE SITES, A GIS SHAPE FILE THAT DEFINES THE PROJECT SITE(S)
 PHOTOGRAPHS OF THE PROJECT SITE TAKEN WITHIN 6 MONTHS OF EAS SUBMISSION AND KEYED TO THE SITE LOCATION MAP

Physical Setting (both developed and undeveloped areas)

Total directly affected area (sq. ft.): 14,053 Waterbody area (sq. ft.) and type: N/A
 Roads, buildings, and other paved surfaces (sq. ft.): 14,053 Other, describe (sq. ft.): N/A

7. Physical Dimensions and Scale of Project (if the project affects multiple sites, provide the total development facilitated by the action)

SIZE OF PROJECT TO BE DEVELOPED (gross square feet): +/-27,036-gsf expansion of existing school
 NUMBER OF BUILDINGS: Enlargement of 4 existing buildings (BSA variance applies only to vertical expansion at the two Townhouses at 126 and 128 East 78th Street) GROSS FLOOR AREA OF EACH BUILDING (sq. ft.): The existing Townhouses at 126 and 128 East 78th Street would be expanded from 14,827 gsf to 17,892 gsf (+/- 3,065 sf); of this, the proposed 5th floor addition would be 1,980 gsf.
 HEIGHT OF EACH BUILDING (ft.): 66'0" to top of proposed 5th floor roof of art studio to span existing Townhouses at 126 and 128 East 78th Street; 84'7" to the top of the rooftop greenhouse NUMBER OF STORIES OF EACH BUILDING: Both Townhouses to be enlarged with new space for the School's visual arts program for a total of 5 stories plus a rooftop greenhouse

Does the proposed project involve changes in zoning on one or more sites? YES NO

If "yes," specify: The total square feet owned or controlled by the applicant:

The total square feet not owned or controlled by the applicant:

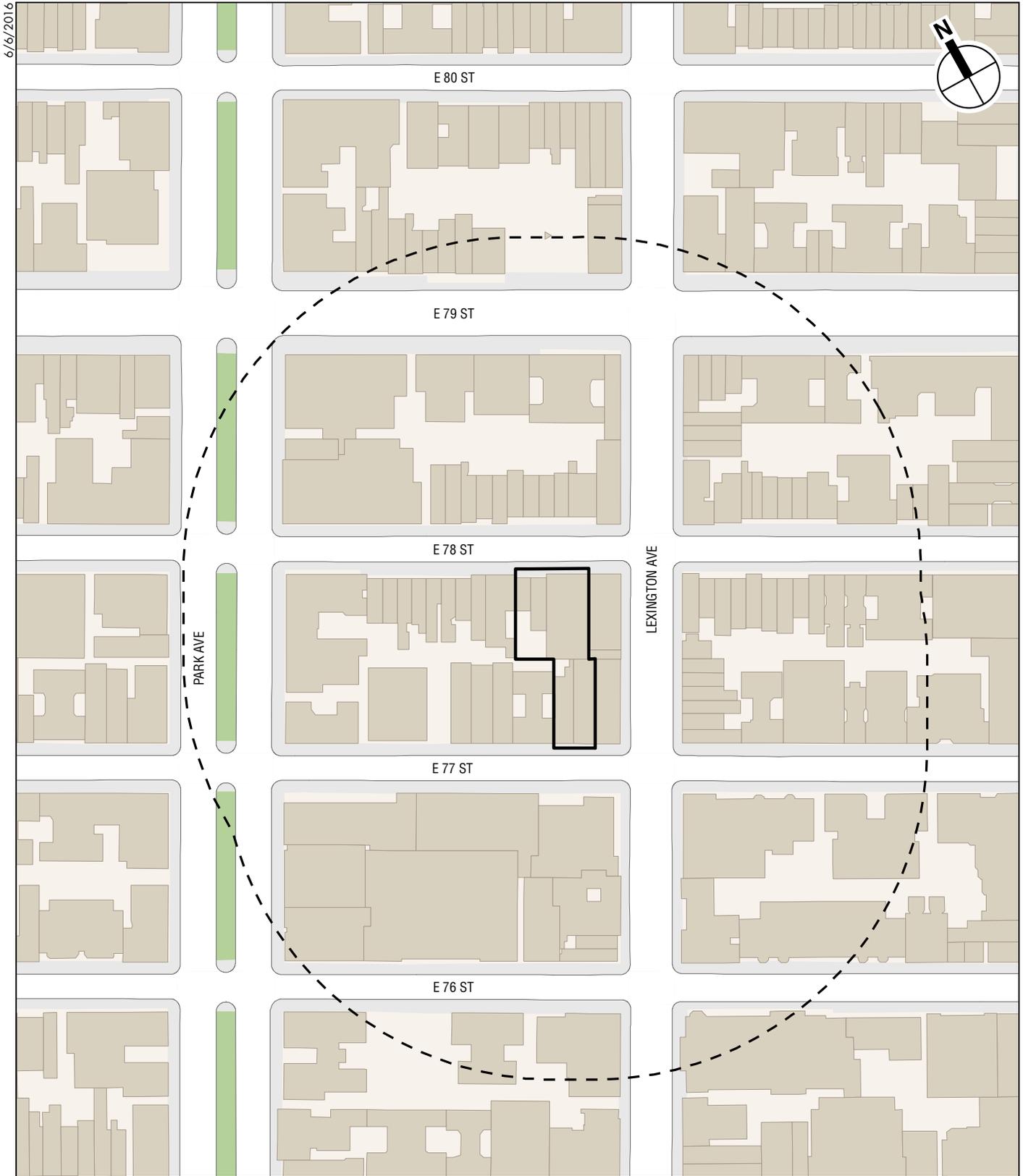
Does the proposed project involve in-ground excavation or subsurface disturbance, including, but not limited to foundation work, pilings, utility lines, or grading? YES NO

If "yes," indicate the estimated area and volume dimensions of subsurface disturbance (if known):

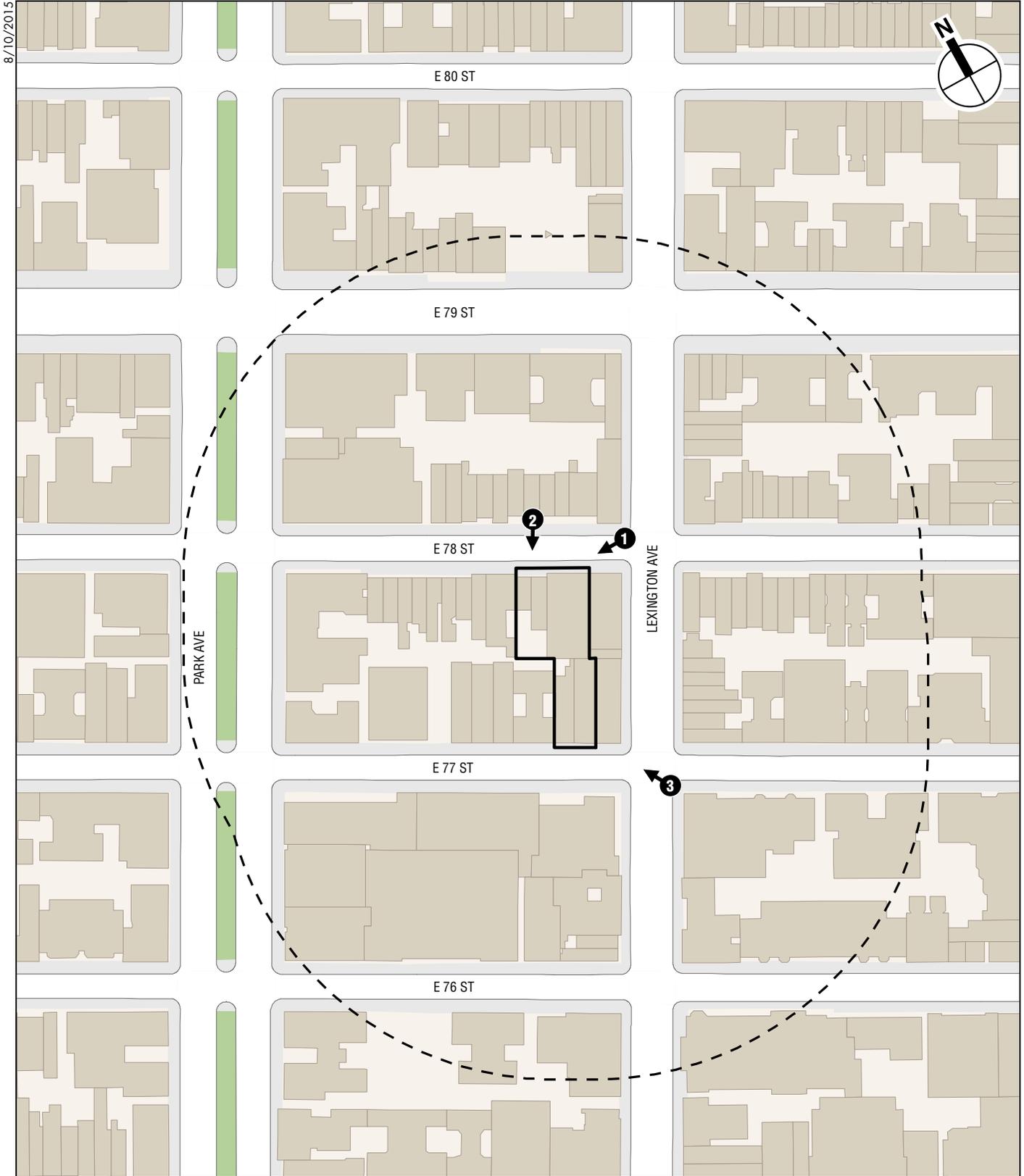
AREA OF TEMPORARY DISTURBANCE: 3,673 sq. ft. (width x length) VOLUME OF DISTURBANCE: 7,407 cubic ft. (width x length x depth)

AREA OF PERMANENT DISTURBANCE: 3,673 sq. ft. (width x length)

8. Analysis Year [CEQR Technical Manual Chapter 2](#)

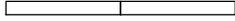


 Project Site
 Study Area (400-foot boundary)



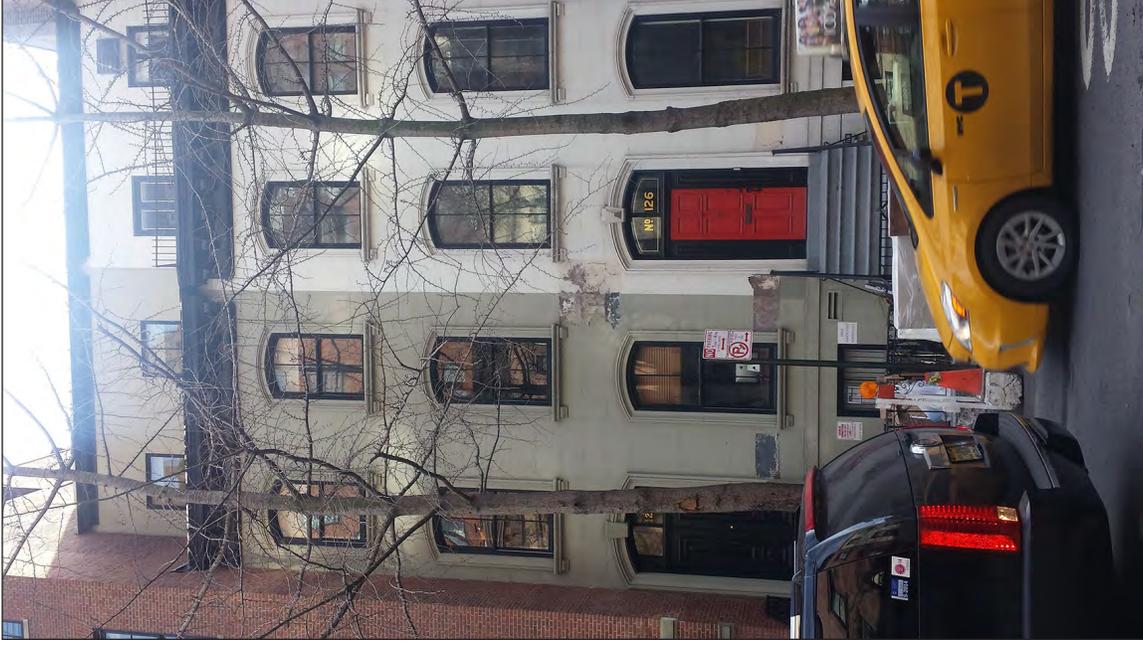
-  Project Site
-  Study Area (400-foot boundary)
-  Photo View Direction and Reference Number

0 200 FEET





1
View of the Allen-Stevenson School Main Building at 130-134 East 78th Street and East and West Townhouses at 126 and 128 East 78th Street



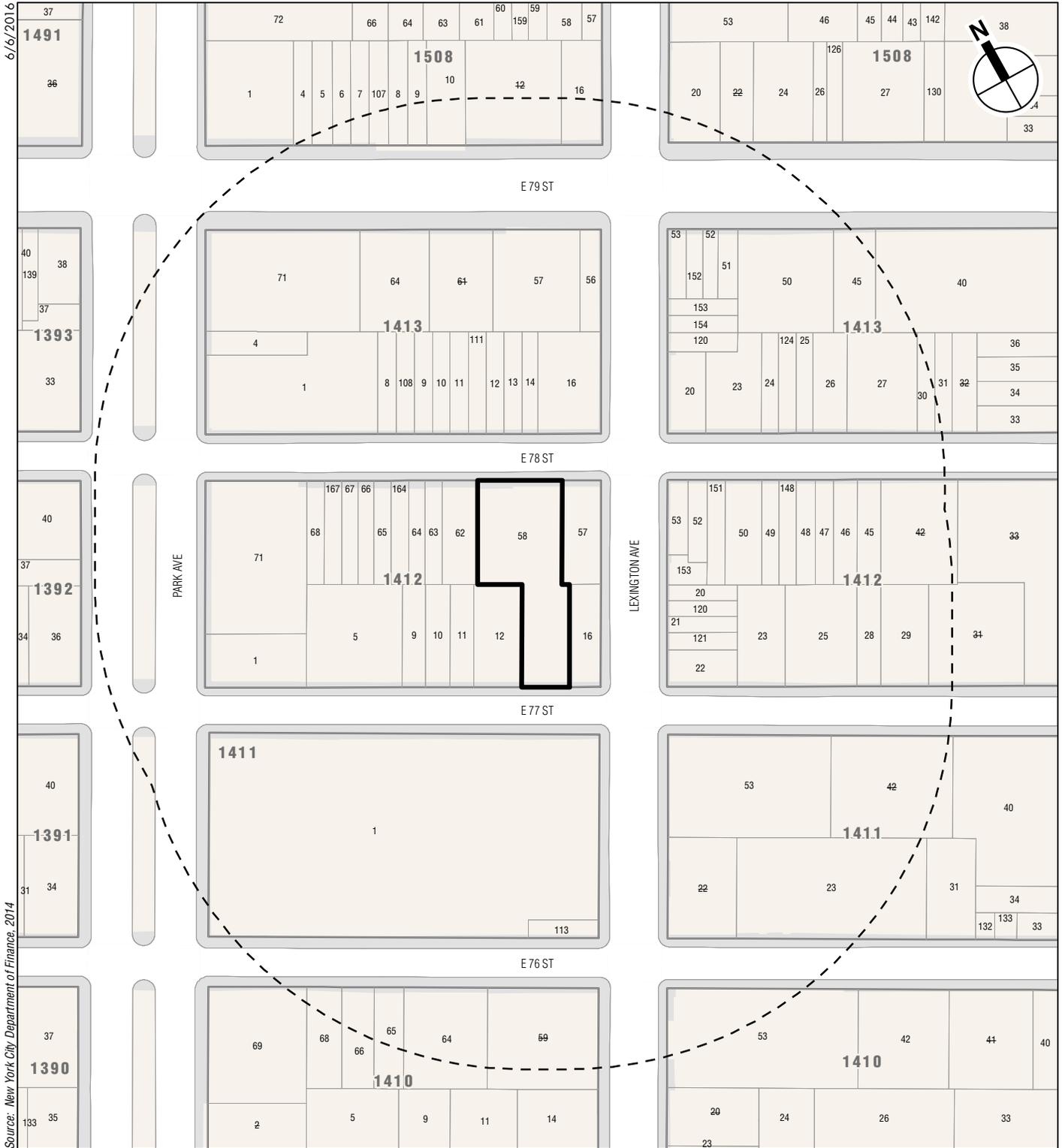
2
View of the East and West Townhouses. 128 East 78th Street is on the left. 126 East 78th Street is on the right

Project Site: 121 and 123 East 77th Street



View of 121 and 123 East 77th Street on the project site and the surrounding buildings on East 77th Street and Lexington Avenue. Surrounding buildings include a 10-story apartment building at 117 East 77th Street, and two six-story apartment buildings on Lexington Avenue between East 78th and East 77th Streets

3



6/6/2016

Source: New York City Department of Finance, 2014

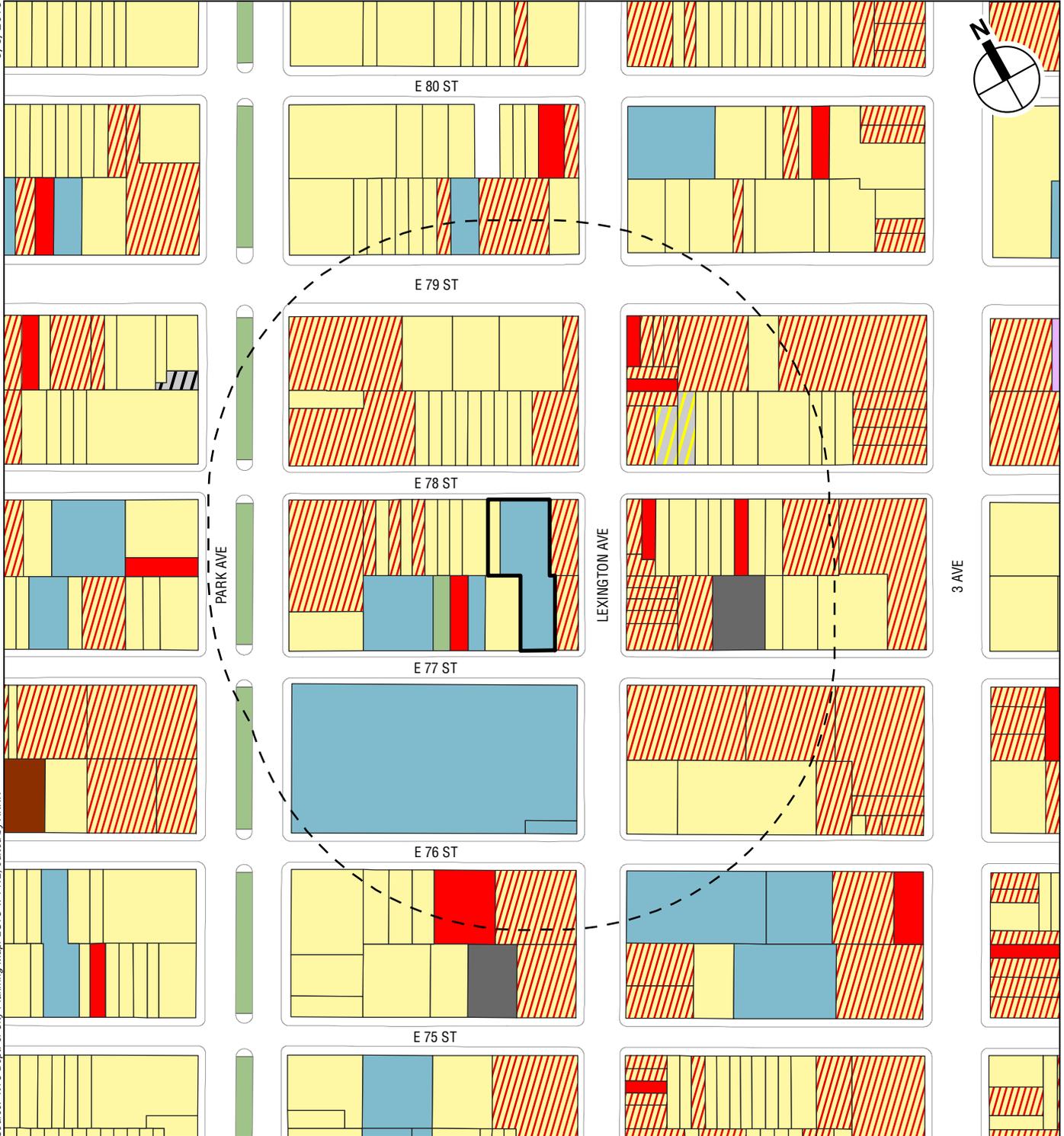
- Project Site
- Study Area (400-foot boundary)
- Tax Block Boundary
- Tax Lot Boundary

- 33 Tax Lot Number
- 33 Condo Tax Lot Number
- C: 40 Condo Flag/Condo Number
- Other Tax Boundary
- Possession Hooks
- 206.73 Tax Lot Dimension

0 200 FEET

6/6/2016

Source: NYC Dept. of City Planning MapPLUTO v. 14/2, edited by AKRF.



- Project Site
- Study Area (400-foot boundary)
- Commercial and Office Buildings
- Hotels
- Industrial and Manufacturing
- Open Space and Outdoor Recreation
- Parking Facilities
- Public Facilities and Institutions
- Residential
- Residential with Commercial Below
- Transportation and Utility
- Vacant Land
- Vacant Building
- Under Construction

0 200 FEET

9/1/2015



R8B

R8B

C1-8X

R8B

C1-9

E 80 ST

E 79 ST

R10A

PI

**R8B/
LH-1A**

E 78 ST

LEXINGTON AVE

R8B

3 AVE

E 77 ST

R10

R8B

C1-8X

C1-9

E 76 ST

**R8B/
LH-1A**

**R8B/
LH-1A**

E 75 ST

Source: NYC Dept. of City Planning, August 2014

 Project Site

 Study Area (400-foot boundary)

 Zoning Districts

 Limited Height District

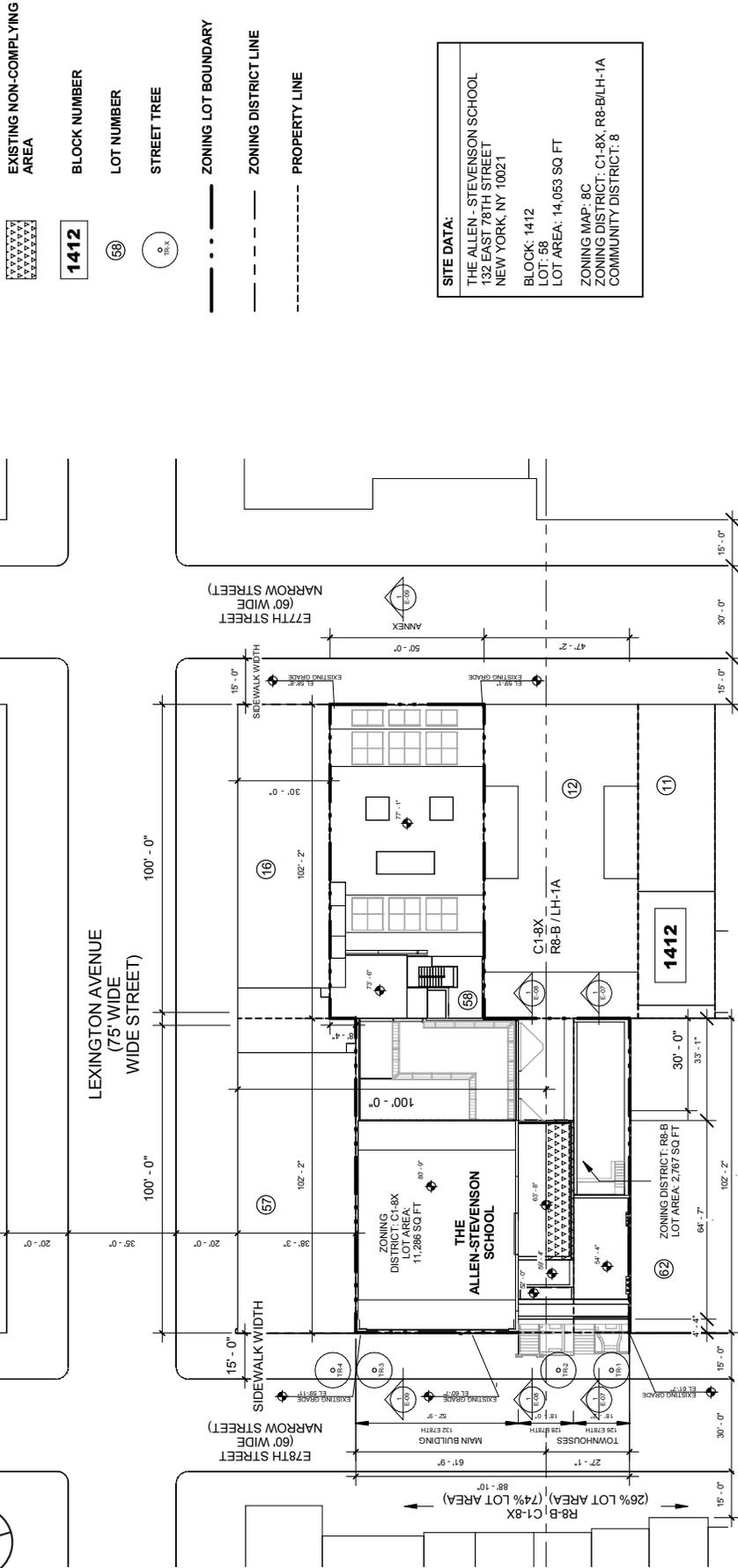
 Special Park Improvement District

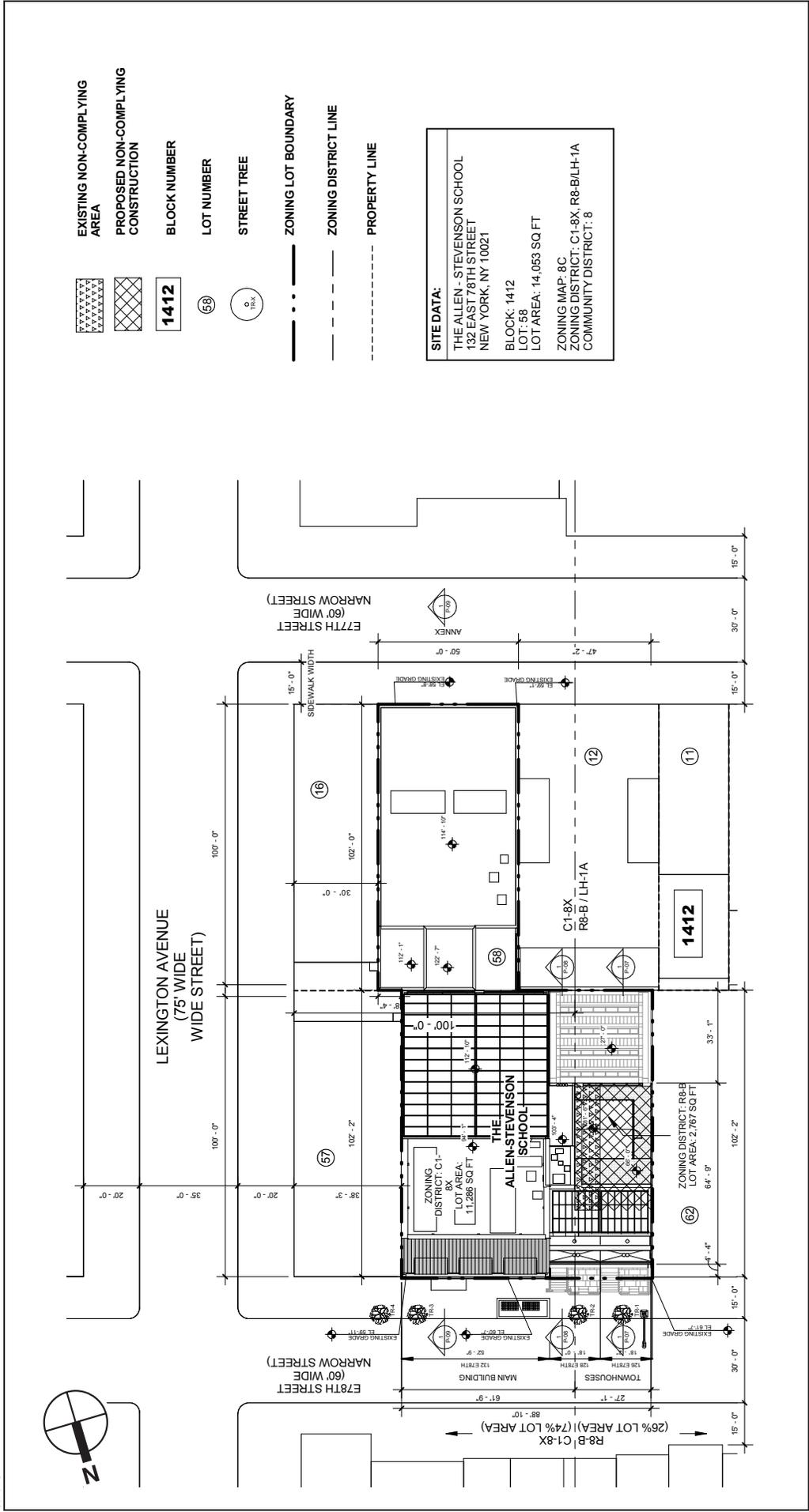
 C1-5 Commercial Overlay District

0 200 FEET

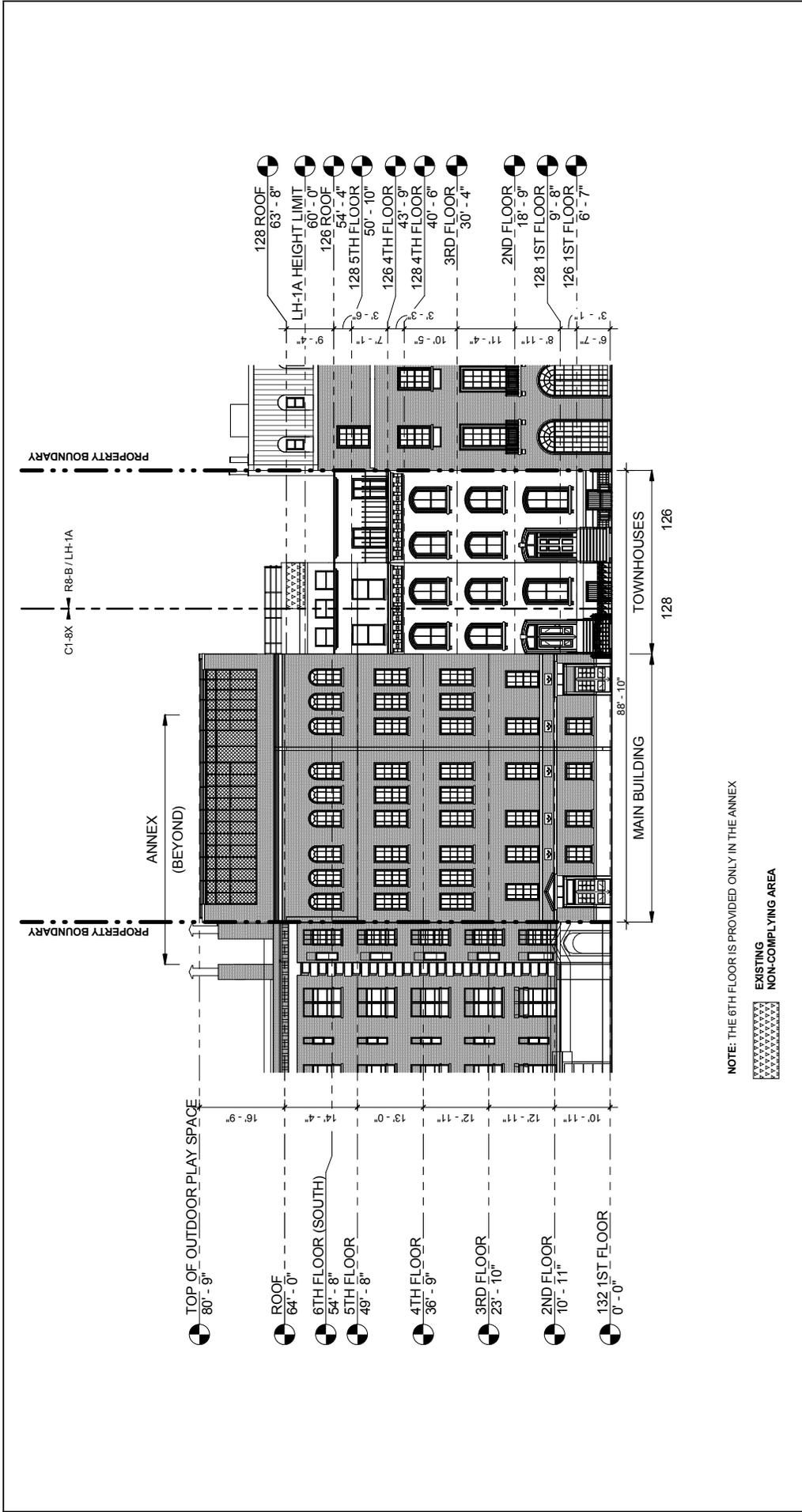

ALLEN-STEVENSON SCHOOL

Zoning
Figure 7

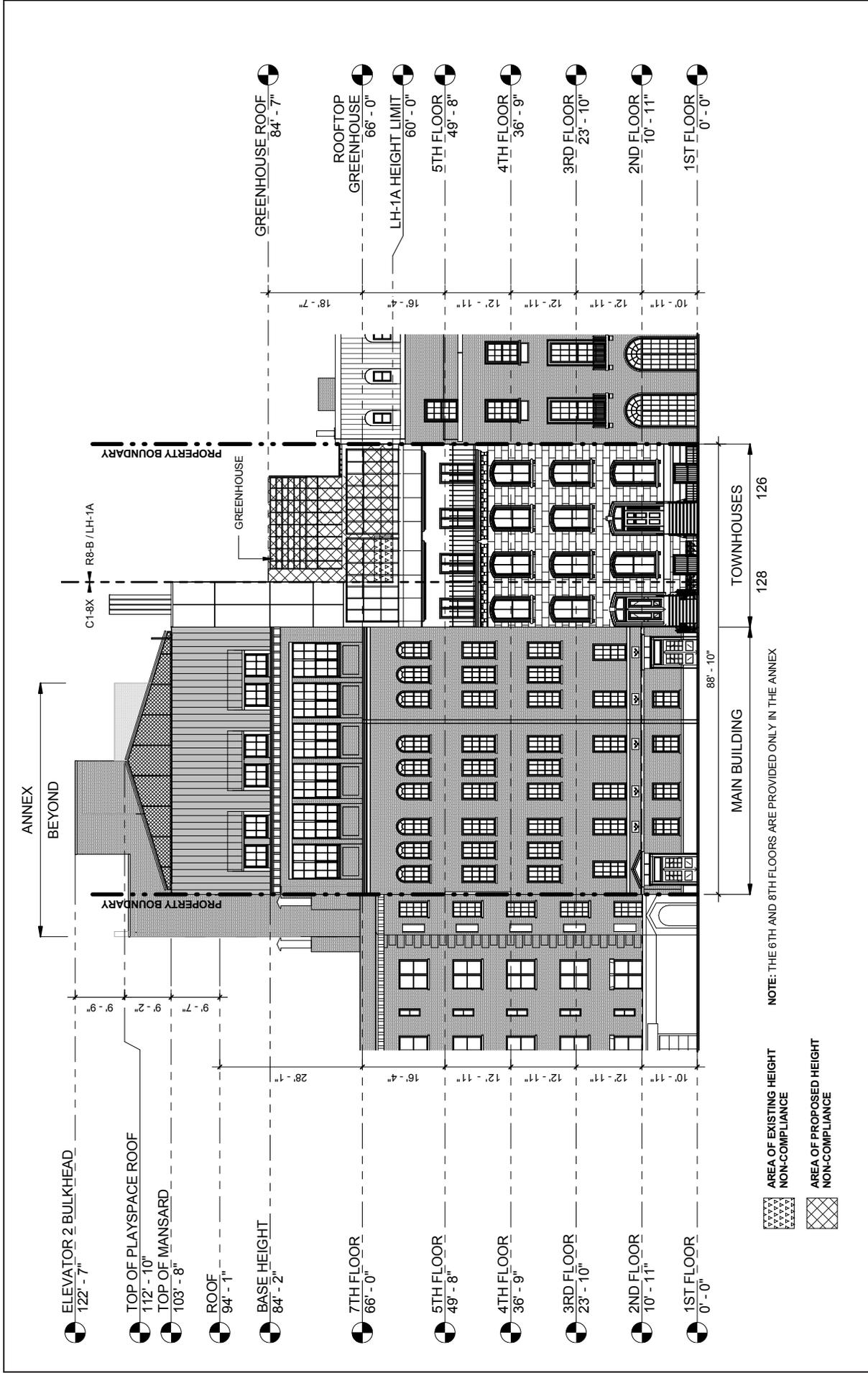




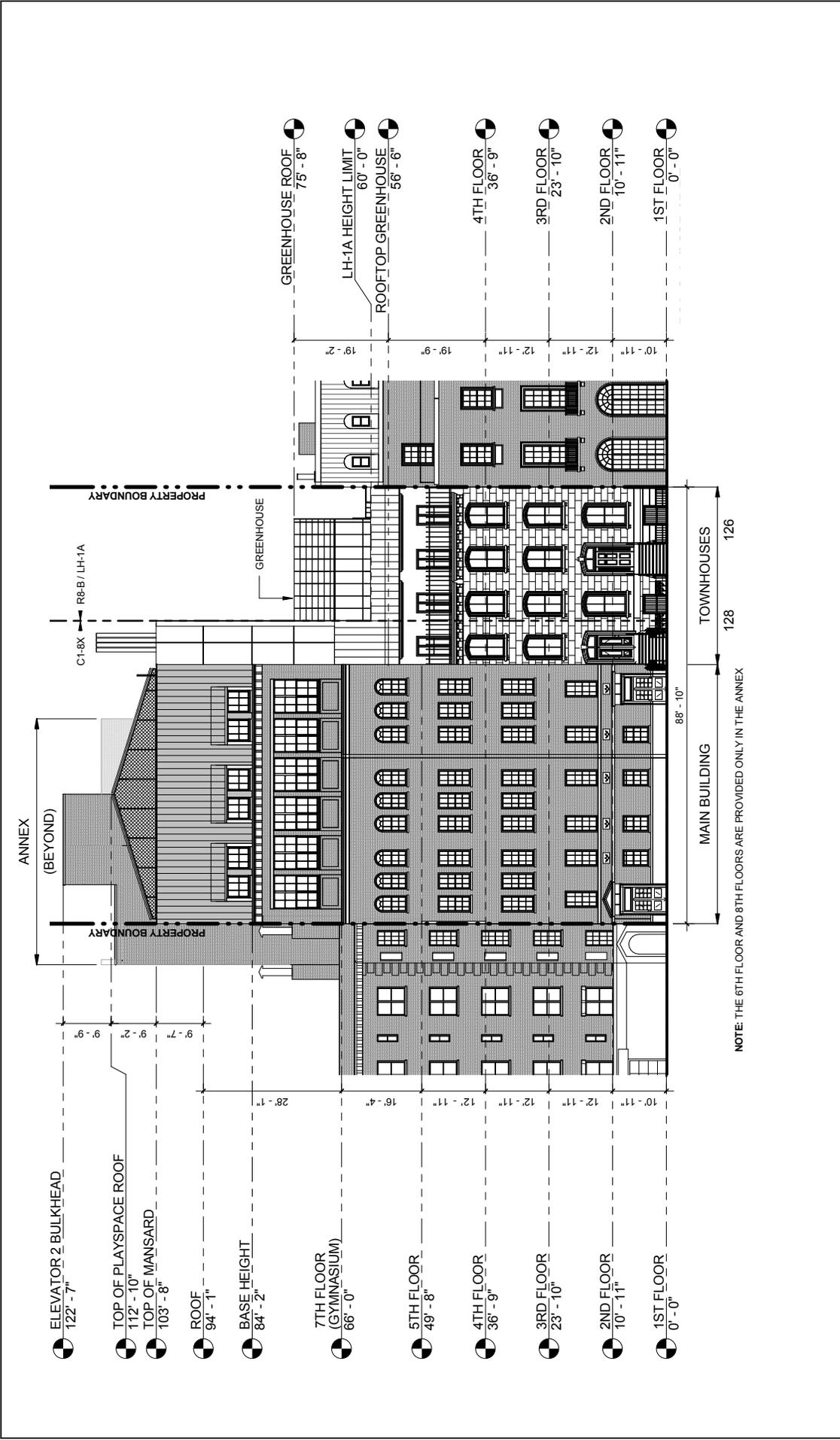
Proposed Site Plan
 Figure 9



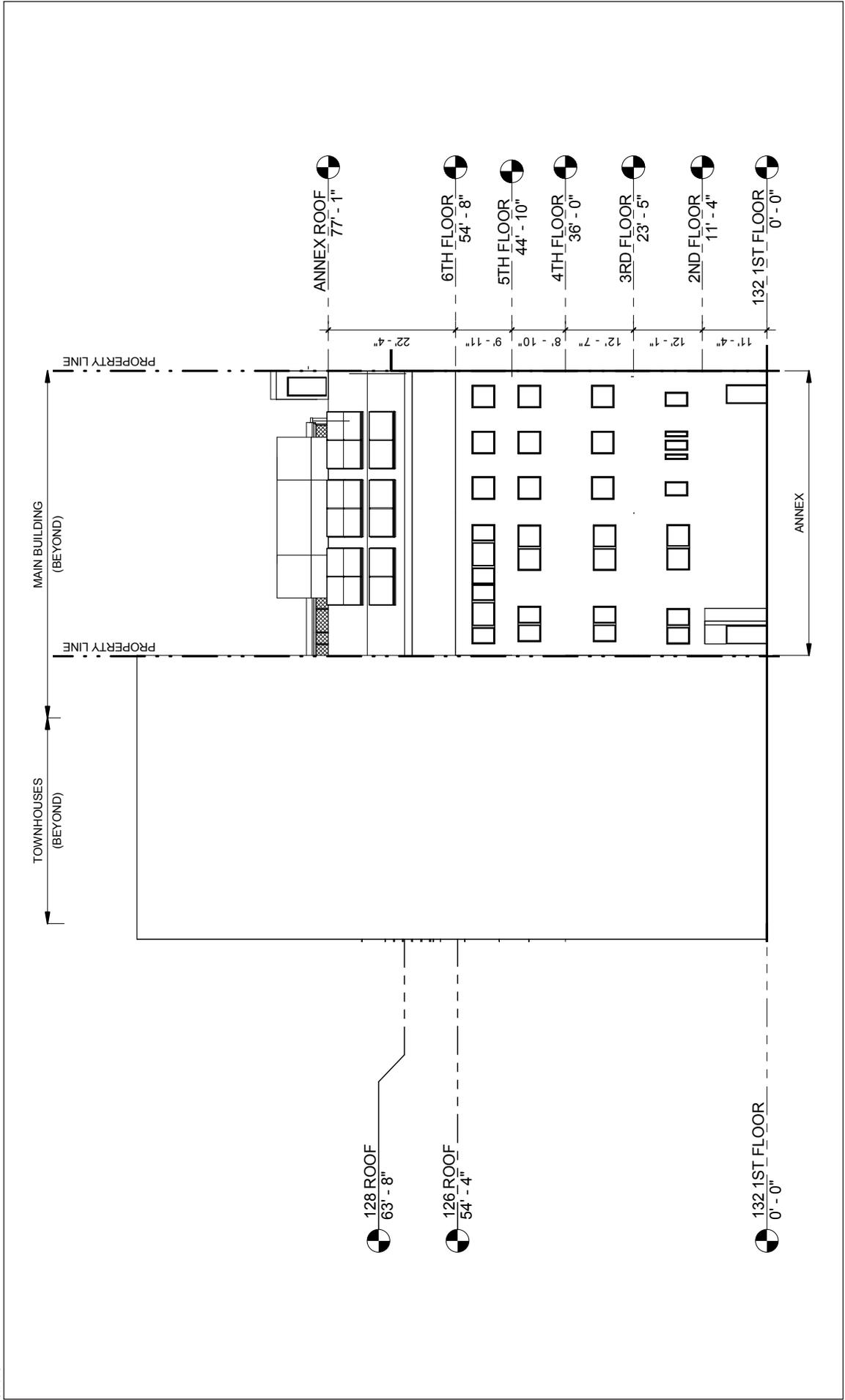
Existing Elevation—East 78th Street
Figure 11



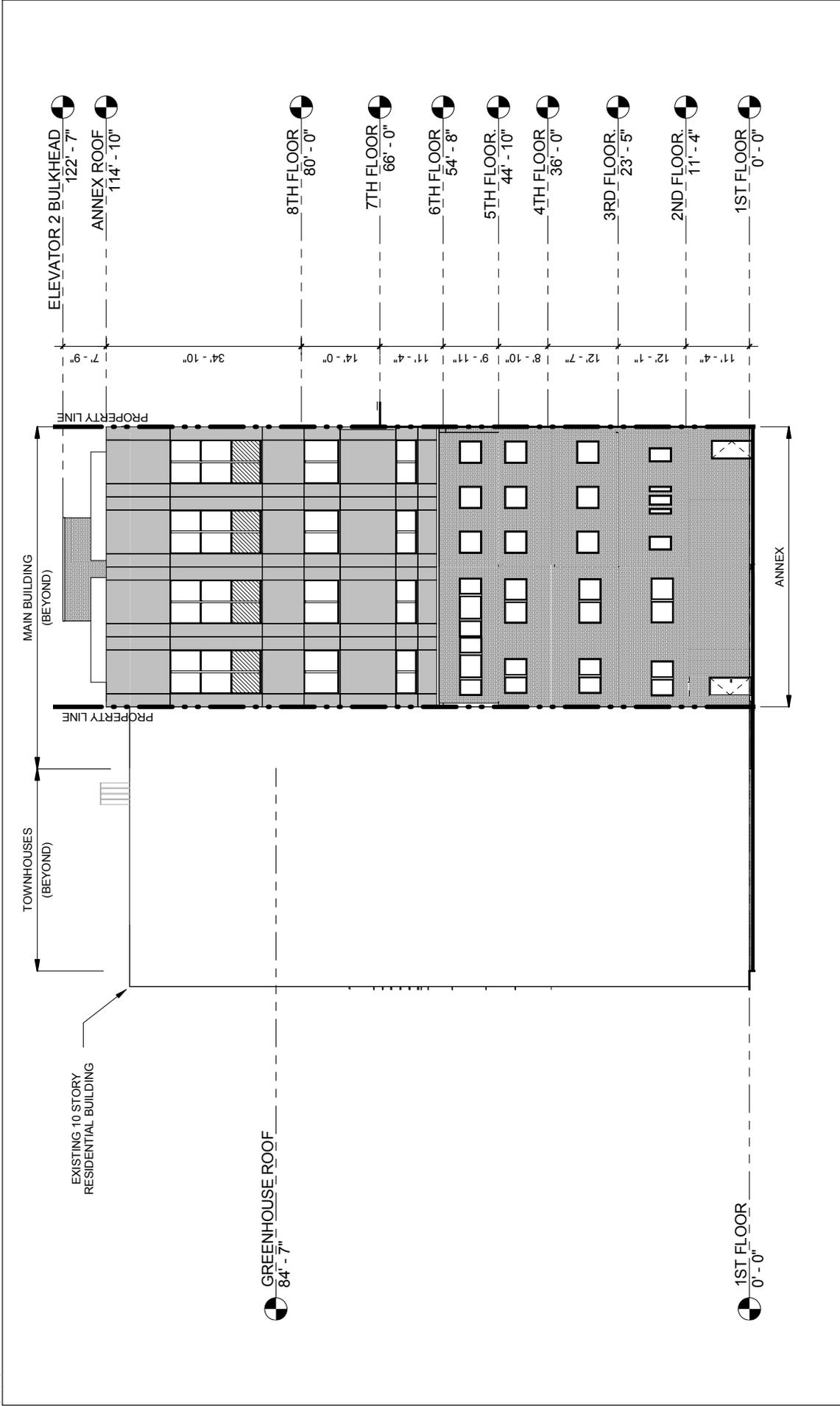
Proposed Elevation—East 78th Street
Figure 12



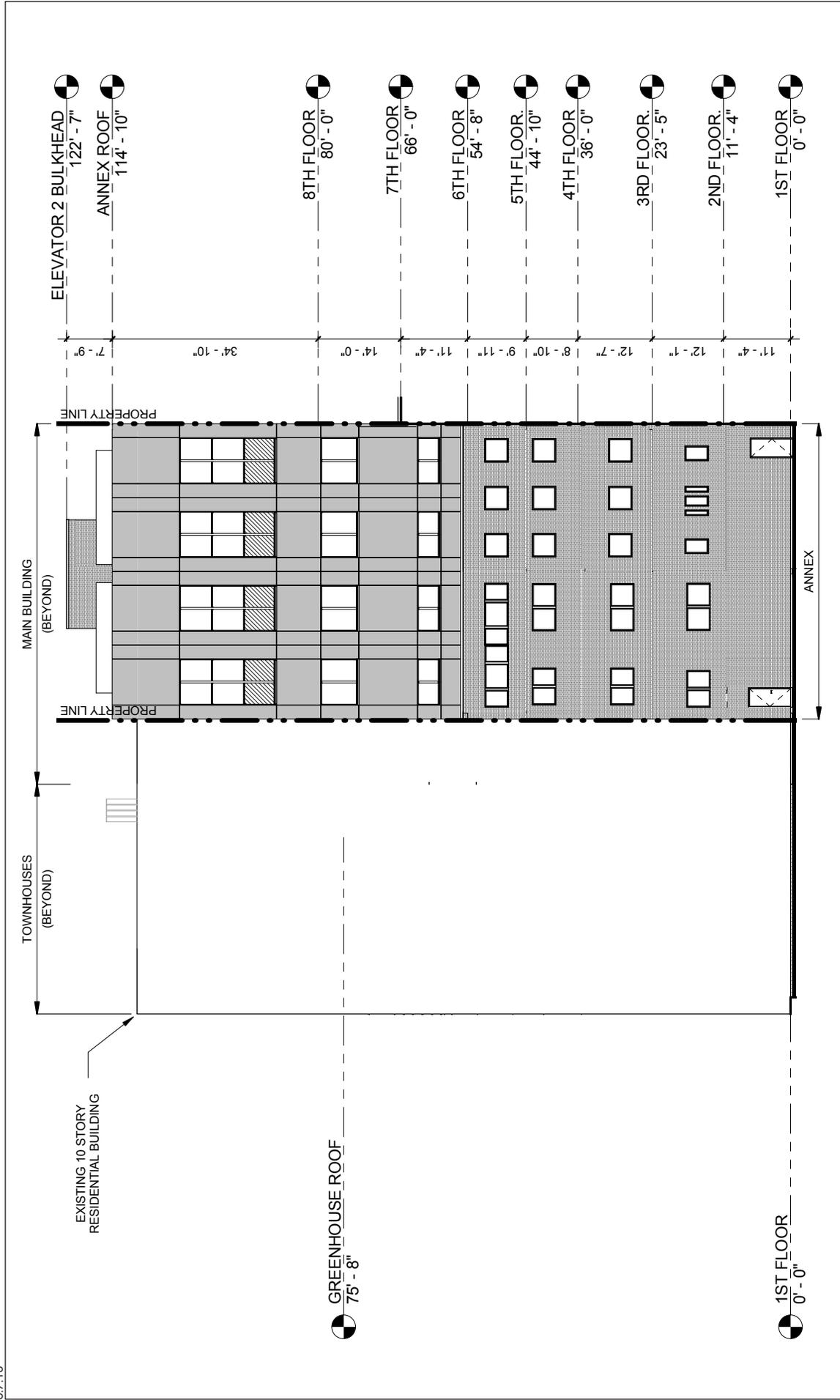
Complying Elevation—East 78th Street
Figure 13



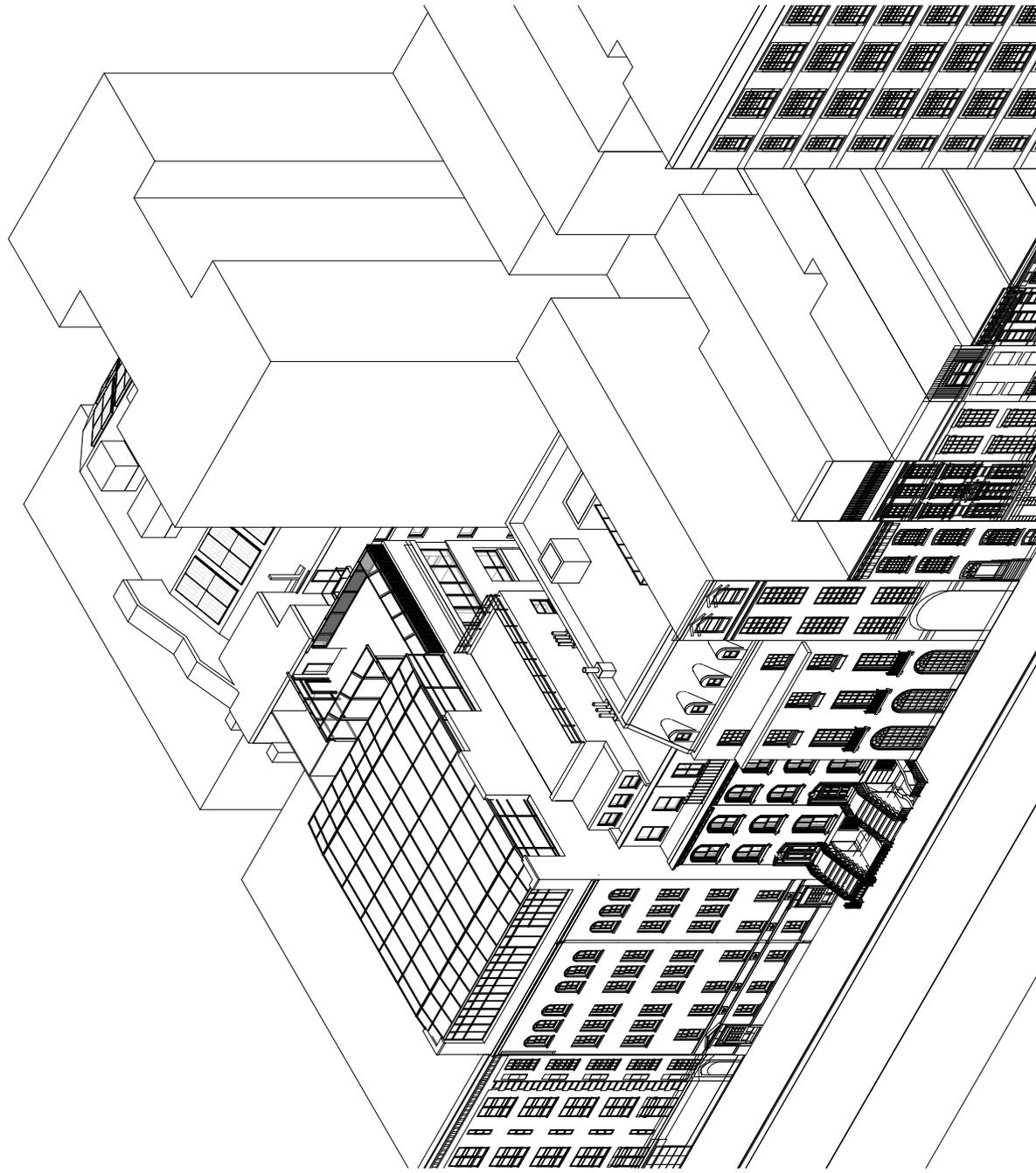
Existing Elevation—East 77th Street
Figure 14



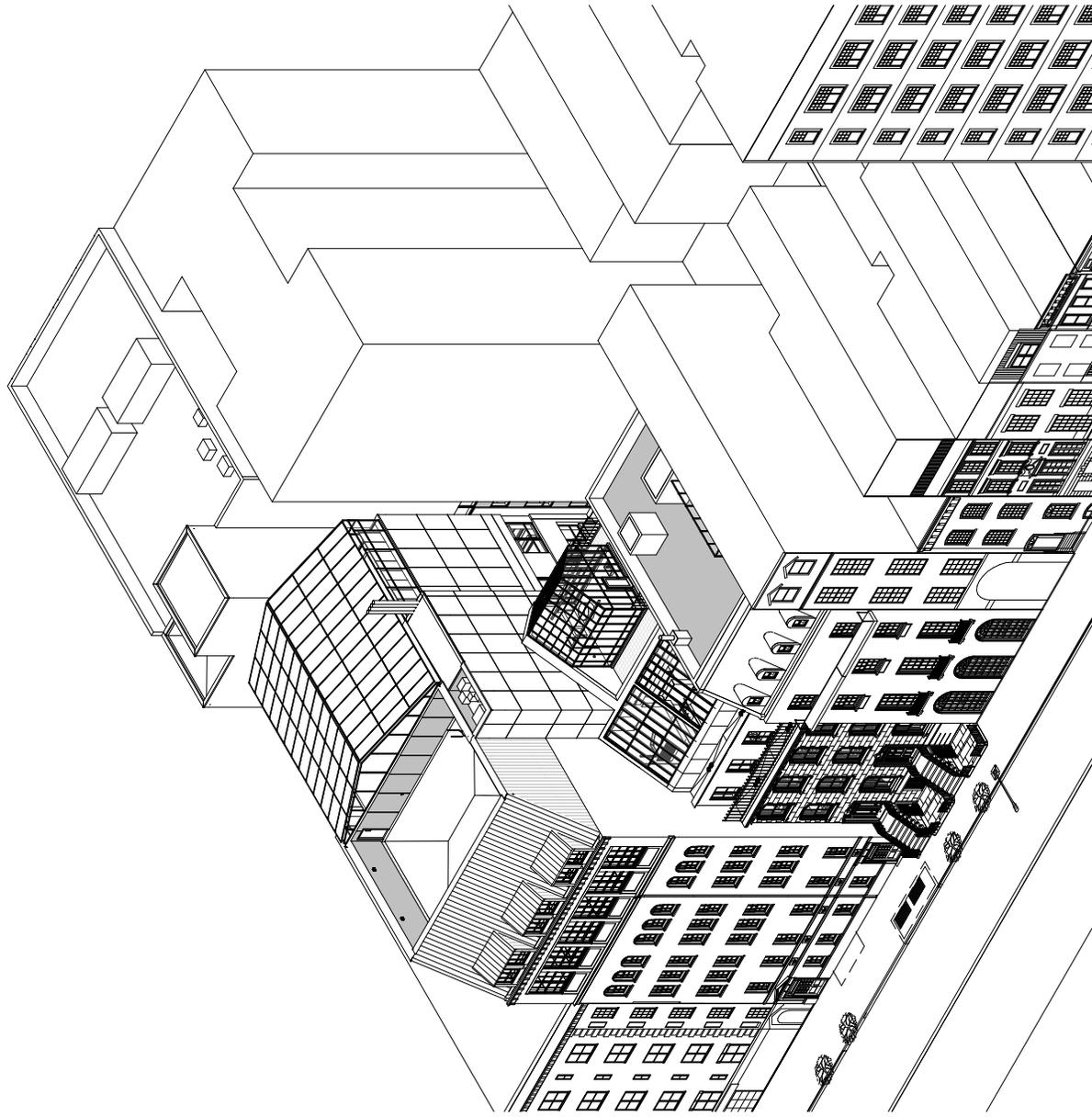
Proposed Elevation—East 77th Street
Figure 15



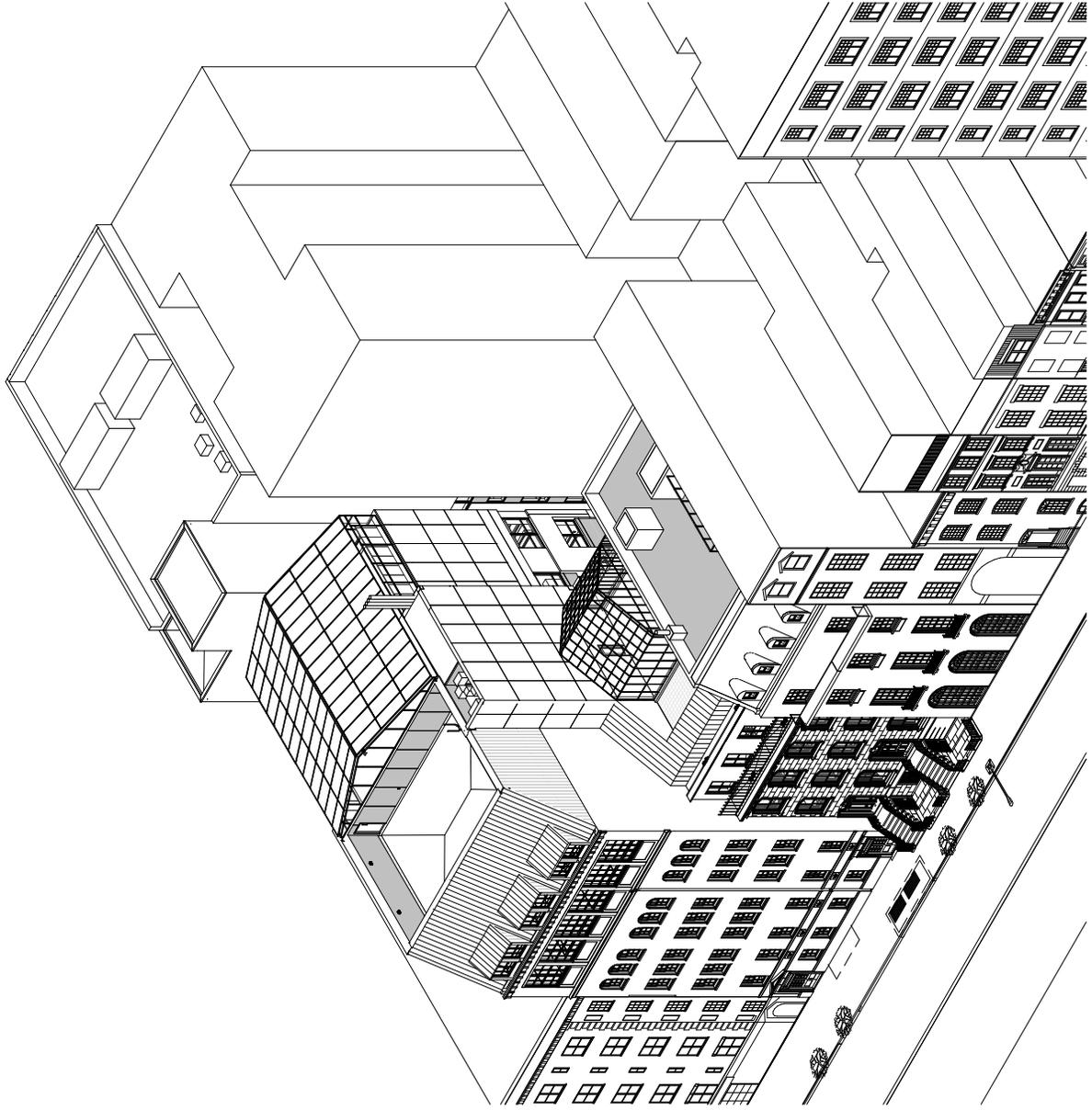
Complying Elevation—East 77th Street
Figure 16



Existing Massing
Figure 17



Proposed Massing
Figure 18



Complying Massing
Figure 19

ANTICIPATED BUILD YEAR (date the project would be completed and operational): 2018			
ANTICIPATED PERIOD OF CONSTRUCTION IN MONTHS: 39 months (0 months more than the complying project)			
WOULD THE PROJECT BE IMPLEMENTED IN A SINGLE PHASE?		<input checked="" type="checkbox"/> YES	<input type="checkbox"/> NO
IF MULTIPLE PHASES, HOW MANY?			
BRIEFLY DESCRIBE PHASES AND CONSTRUCTION SCHEDULE: See "Additional Technical Information for EAS, Part II," page 10a.			
9. Predominant Land Use in the Vicinity of the Project (check all that apply)			
<input checked="" type="checkbox"/> RESIDENTIAL	<input type="checkbox"/> MANUFACTURING	<input checked="" type="checkbox"/> COMMERCIAL	<input type="checkbox"/> PARK/FOREST/OPEN SPACE
			<input checked="" type="checkbox"/> OTHER, specify: Institutional

DESCRIPTION OF EXISTING AND PROPOSED CONDITIONS

The information requested in this table applies to the directly affected area. The directly affected area consists of the project site and the area subject to any change in regulatory control. The increment is the difference between the No-Action and the With-Action conditions.

	EXISTING CONDITION	NO-ACTION CONDITION	WITH-ACTION CONDITION	INCREMENT
LAND USE				
Residential	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
Describe type of residential structures				
No. of dwelling units				
No. of low- to moderate-income units				
Gross floor area (sq. ft.)				
Commercial	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
Describe type (retail, office, other)				
Gross floor area (sq. ft.)				
Manufacturing/Industrial	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
Type of use				
Gross floor area (sq. ft.)				
Open storage area (sq. ft.)				
If any unenclosed activities, specify:				
Community Facility	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	
If "yes," specify the following:				
Type	Private K-9 school for boys	Private K-9 school for boys	Private K-9 school for boys	
Gross floor area (sq. ft.)	86,432	112,078	113,468	1,390
Vacant Land	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," describe:				
Publicly Accessible Open Space	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify type (mapped City, State, or Federal parkland, wetland—mapped or otherwise known, other):				
Other Land Uses	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," describe:				
PARKING				
Garages	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input checked="" type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
No. of public spaces				
No. of accessory spaces				
Operating hours				
Attended or non-attended				
Lots	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
No. of public spaces				
No. of accessory spaces				
Operating hours				
Other (includes street parking)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," describe:				
POPULATION				
Residents	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify number:				
Briefly explain how the number of residents				

	EXISTING CONDITION	NO-ACTION CONDITION	WITH-ACTION CONDITION	INCREMENT
was calculated:				
Businesses	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO	
If "yes," specify the following:				
No. and type				
No. and type of workers by business				
No. and type of non-residents who are not workers				
Briefly explain how the number of businesses was calculated:				
Other (students, visitors, concert-goers, etc.)	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	
If any, specify type and number:	419	419	419	
Briefly explain how the number was calculated:	Provided by the Allen-Stevenson School. The Allen-Stevenson School has 419 students. The proposed project would not increase the school's existing student or employee population.			
ZONING				
Zoning classification	R8B/LH1-A, C1-8X	R8B/LH1-A, C1-8X	R8B/LH1-A, C1-8X	
Maximum amount of floor area that can be developed	115,686	115,686	115,686	
Predominant land use and zoning classifications within land use study area(s) or a 400 ft. radius of proposed project	Land use: residential, commercial, institutional, parking, open space Zoning: R8B/LH1-A, R10, R10A, C1-8X, and C1-5	Land use: residential, commercial, institutional, parking, open space Zoning: R8B/LH1-A, R10, R10A, C1-8X, and C1-5	Land use: residential, commercial, institutional, parking, open space Zoning: R8B/LH1-A, R10, R10A, C1-8X, and C1-5	
Attach any additional information that may be needed to describe the project.				
If your project involves changes that affect one or more sites not associated with a specific development, it is generally appropriate to include total development projections in the above table and attach separate tables outlining the reasonable development scenarios for each site.				

Part II: TECHNICAL ANALYSIS

INSTRUCTIONS: For each of the analysis categories listed in this section, assess the proposed project’s impacts based on the thresholds and criteria presented in the CEQR Technical Manual. Check each box that applies.

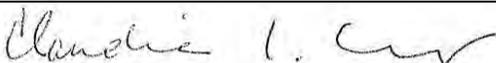
- If the proposed project can be demonstrated not to meet or exceed the threshold, check the “no” box.
- If the proposed project will meet or exceed the threshold, or if this cannot be determined, check the “yes” box.
- For each “yes” response, provide additional analyses (and, if needed, attach supporting information) based on guidance in the CEQR Technical Manual to determine whether the potential for significant impacts exists. Please note that a “yes” answer does not mean that an EIS must be prepared—it means that more information may be required for the lead agency to make a determination of significance.
- The lead agency, upon reviewing Part II, may require an applicant to provide additional information to support the Full EAS Form. For example, if a question is answered “no,” an agency may request a short explanation for this response.

	YES	NO
1. LAND USE, ZONING, AND PUBLIC POLICY: CEQR Technical Manual Chapter 4		
(a) Would the proposed project result in a change in land use different from surrounding land uses?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Would the proposed project result in a change in zoning different from surrounding zoning?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) Is there the potential to affect an applicable public policy?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(d) If “yes,” to (a), (b), and/or (c), complete a preliminary assessment and attach.		
(e) Is the project a large, publicly sponsored project?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If “yes,” complete a PlaNYC assessment and attach.		
(f) Is any part of the directly affected area within the City’s Waterfront Revitalization Program boundaries?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If “yes,” complete the Consistency Assessment Form .		
2. SOCIOECONOMIC CONDITIONS: CEQR Technical Manual Chapter 5		
(a) Would the proposed project:		
o Generate a net increase of more than 200 residential units or 200,000 square feet of commercial space?		
▪ If “yes,” answer both questions 2(b)(ii) and 2(b)(iv) below.		
o Directly displace 500 or more residents?		
▪ If “yes,” answer questions 2(b)(i), 2(b)(ii), and 2(b)(iv) below.		
o Directly displace more than 100 employees?		
▪ If “yes,” answer questions under 2(b)(iii) and 2(b)(iv) below.		
o Affect conditions in a specific industry?		
▪ If “yes,” answer question 2(b)(v) below.		
(b) If “yes” to any of the above, attach supporting information to answer the relevant questions below. If “no” was checked for each category above, the remaining questions in this technical area do not need to be answered.		
i. Direct Residential Displacement		
o If more than 500 residents would be displaced, would these residents represent more than 5% of the primary study area population?		
o If “yes,” is the average income of the directly displaced population markedly lower than the average income of the rest of the study area population?		
ii. Indirect Residential Displacement		
o Would expected average incomes of the new population exceed the average incomes of study area populations?		
o If “yes:”		
▪ Would the population of the primary study area increase by more than 10 percent?		
▪ Would the population of the primary study area increase by more than 5 percent in an area where there is the potential to accelerate trends toward increasing rents?		
o If “yes” to either of the preceding questions, would more than 5 percent of all housing units be renter-occupied and unprotected?		
iii. Direct Business Displacement		
o Do any of the displaced businesses provide goods or services that otherwise would not be found within the trade area, either under existing conditions or in the future with the proposed project?		
o Is any category of business to be displaced the subject of other regulations or publicly adopted plans to preserve,		

	YES	NO
enhance, or otherwise protect it?		
iv. Indirect Business Displacement		
o Would the project potentially introduce trends that make it difficult for businesses to remain in the area?	<input type="checkbox"/>	<input type="checkbox"/>
o Would the project capture retail sales in a particular category of goods to the extent that the market for such goods would become saturated, potentially resulting in vacancies and disinvestment on neighborhood commercial streets?	<input type="checkbox"/>	<input type="checkbox"/>
v. Effects on Industry		
o Would the project significantly affect business conditions in any industry or any category of businesses within or outside the study area?	<input type="checkbox"/>	<input type="checkbox"/>
o Would the project indirectly substantially reduce employment or impair the economic viability in the industry or category of businesses?	<input type="checkbox"/>	<input type="checkbox"/>
3. COMMUNITY FACILITIES: CEQR Technical Manual Chapter 6		
(a) Direct Effects		
o Would the project directly eliminate, displace, or alter public or publicly funded community facilities such as educational facilities, libraries, health care facilities, day care centers, police stations, or fire stations?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Indirect Effects		
i. Child Care Centers		
o Would the project result in 20 or more eligible children under age 6, based on the number of low or low/moderate income residential units? (See Table 6-1 in Chapter 6)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the project result in a collective utilization rate of the group child care/Head Start centers in the study area that is greater than 100 percent?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the project increase the collective utilization rate by 5 percent or more from the No-Action scenario?	<input type="checkbox"/>	<input type="checkbox"/>
ii. Libraries		
o Would the project result in a 5 percent or more increase in the ratio of residential units to library branches? (See Table 6-1 in Chapter 6)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the project increase the study area population by 5 percent or more from the No-Action levels?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the additional population impair the delivery of library services in the study area?	<input type="checkbox"/>	<input type="checkbox"/>
iii. Public Schools		
o Would the project result in 50 or more elementary or middle school students, or 150 or more high school students based on number of residential units? (See Table 6-1 in Chapter 6)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the project result in a collective utilization rate of the elementary and/or intermediate schools in the study area that is equal to or greater than 100 percent?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the project increase this collective utilization rate by 5 percent or more from the No-Action scenario?	<input type="checkbox"/>	<input type="checkbox"/>
iv. Health Care Facilities		
o Would the project result in the introduction of a sizeable new neighborhood?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the project affect the operation of health care facilities in the area?	<input type="checkbox"/>	<input type="checkbox"/>
v. Fire and Police Protection		
o Would the project result in the introduction of a sizeable new neighborhood?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the project affect the operation of fire or police protection in the area?	<input type="checkbox"/>	<input type="checkbox"/>
4. OPEN SPACE: CEQR Technical Manual Chapter 7		
(a) Would the project change or eliminate existing open space?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Is the project located within an under-served area in the Bronx , Brooklyn , Manhattan , Queens , or Staten Island ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) If "yes," would the project generate more than 50 additional residents or 125 additional employees?	<input type="checkbox"/>	<input type="checkbox"/>
(d) Is the project located within a well-served area in the Bronx , Brooklyn , Manhattan , Queens , or Staten Island ?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(e) If "yes," would the project generate more than 350 additional residents or 750 additional employees?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(f) If the project is located in an area that is neither under-served nor well-served, would it generate more than 200 additional residents or 500 additional employees?	<input type="checkbox"/>	<input type="checkbox"/>
(g) If "yes" to questions (c), (e), or (f) above, attach supporting information to answer the following:		
o If in an under-served area, would the project result in a decrease in the open space ratio by more than 1 percent?	<input type="checkbox"/>	<input type="checkbox"/>
o If in an area that is not under-served, would the project result in a decrease in the open space ratio by more than 5	<input type="checkbox"/>	<input type="checkbox"/>

	YES	NO
percent?		
<ul style="list-style-type: none"> o If "yes," are there qualitative considerations, such as the quality of open space, that need to be considered? Please specify:	<input type="checkbox"/>	<input type="checkbox"/>
5. SHADOWS: CEQR Technical Manual Chapter 8		
(a) Would the proposed project result in a net height increase of any structure of 50 feet or more?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Would the proposed project result in any increase in structure height and be located adjacent to or across the street from a sunlight-sensitive resource?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) If "yes" to either of the above questions, attach supporting information explaining whether the project's shadow would reach any sunlight-sensitive resource at any time of the year.		
6. HISTORIC AND CULTURAL RESOURCES: CEQR Technical Manual Chapter 9		
(a) Does the proposed project site or an adjacent site contain any architectural and/or archaeological resource that is eligible for or has been designated (or is calendared for consideration) as a New York City Landmark, Interior Landmark or Scenic Landmark; that is listed or eligible for listing on the New York State or National Register of Historic Places; or that is within a designated or eligible New York City, New York State or National Register Historic District? (See the GIS System for Archaeology and National Register to confirm)	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(b) Would the proposed project involve construction resulting in in-ground disturbance to an area not previously excavated?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(c) If "yes" to either of the above, list any identified architectural and/or archaeological resources and attach supporting information on whether the proposed project would potentially affect any architectural or archeological resources.		
7. URBAN DESIGN AND VISUAL RESOURCES: CEQR Technical Manual Chapter 10		
(a) Would the proposed project introduce a new building, a new building height, or result in any substantial physical alteration to the streetscape or public space in the vicinity of the proposed project that is not currently allowed by existing zoning?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(b) Would the proposed project result in obstruction of publicly accessible views to visual resources not currently allowed by existing zoning?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) If "yes" to either of the above, please provide the information requested in Chapter 10 .		
8. NATURAL RESOURCES: CEQR Technical Manual Chapter 11		
(a) Does the proposed project site or a site adjacent to the project contain natural resources as defined in Section 100 of Chapter 11 ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," list the resources and attach supporting information on whether the project would affect any of these resources.		
(b) Is any part of the directly affected area within the Jamaica Bay Watershed ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," complete the Jamaica Bay Watershed Form and submit according to its instructions .		
9. HAZARDOUS MATERIALS: CEQR Technical Manual Chapter 12		
(a) Would the proposed project allow commercial or residential uses in an area that is currently, or was historically, a manufacturing area that involved hazardous materials?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Does the proposed project site have existing institutional controls (e.g., (E) designation or Restrictive Declaration) relating to hazardous materials that preclude the potential for significant adverse impacts?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) Would the project require soil disturbance in a manufacturing area or any development on or near a manufacturing area or existing/historic facilities listed in Appendix 1 (including nonconforming uses)?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(d) Would the project result in the development of a site where there is reason to suspect the presence of hazardous materials, contamination, illegal dumping or fill, or fill material of unknown origin?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(e) Would the project result in development on or near a site that has or had underground and/or aboveground storage tanks (e.g., gas stations, oil storage facilities, heating oil storage)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(f) Would the project result in renovation of interior existing space on a site with the potential for compromised air quality; vapor intrusion from either on-site or off-site sources; or the presence of asbestos, PCBs, mercury or lead-based paint?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(g) Would the project result in development on or near a site with potential hazardous materials issues such as government-listed voluntary cleanup/brownfield site, current or former power generation/transmission facilities, coal gasification or gas storage sites, railroad tracks or rights-of-way, or municipal incinerators?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(h) Has a Phase I Environmental Site Assessment been performed for the site?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
o If "yes," were Recognized Environmental Conditions (RECs) identified? Briefly identify:	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(i) Based on the Phase I Assessment, is a Phase II Investigation needed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10. WATER AND SEWER INFRASTRUCTURE: CEQR Technical Manual Chapter 13		
(a) Would the project result in water demand of more than one million gallons per day?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) If the proposed project located in a combined sewer area, would it result in at least 1,000 residential units or 250,000 square feet or more of commercial space in Manhattan, or at least 400 residential units or 150,000 square feet or more of commercial space in the Bronx, Brooklyn, Staten Island, or Queens?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

	YES	NO
(c) If the proposed project located in a separately sewerred area , would it result in the same or greater development than that listed in Table 13-1 in Chapter 13 ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(d) Would the project involve development on a site that is 5 acres or larger where the amount of impervious surface would increase?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(e) If the project is located within the Jamaica Bay Watershed or in certain specific drainage areas , including Bronx River, Coney Island Creek, Flushing Bay and Creek, Gowanus Canal, Hutchinson River, Newtown Creek, or Westchester Creek, would it involve development on a site that is 1 acre or larger where the amount of impervious surface would increase?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(f) Would the proposed project be located in an area that is partially sewerred or currently unsewerred?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(g) Is the project proposing an industrial facility or activity that would contribute industrial discharges to a Wastewater Treatment Plant and/or contribute contaminated stormwater to a separate storm sewer system?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(h) Would the project involve construction of a new stormwater outfall that requires federal and/or state permits?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(i) If "yes" to any of the above, conduct the appropriate preliminary analyses and attach supporting documentation.		
11. SOLID WASTE AND SANITATION SERVICES: CEQR Technical Manual Chapter 14		
(a) Using Table 14-1 in Chapter 14 , the project's projected operational solid waste generation is estimated to be (pounds per week): 419		
o Would the proposed project have the potential to generate 100,000 pounds (50 tons) or more of solid waste per week?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Would the proposed project involve a reduction in capacity at a solid waste management facility used for refuse or recyclables generated within the City?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o If "yes," would the proposed project comply with the City's Solid Waste Management Plan?	<input type="checkbox"/>	<input type="checkbox"/>
12. ENERGY: CEQR Technical Manual Chapter 15		
(a) Using energy modeling or Table 15-1 in Chapter 15 , the project's projected energy use is estimated to be (annual BTUs): 22,417,594 MBtu		
(b) Would the proposed project affect the transmission or generation of energy?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13. TRANSPORTATION: CEQR Technical Manual Chapter 16		
(a) Would the proposed project exceed any threshold identified in Table 16-1 in Chapter 16 ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) If "yes," conduct the appropriate screening analyses, attach back up data as needed for each stage, and answer the following questions:		
o Would the proposed project result in 50 or more Passenger Car Equivalents (PCEs) per project peak hour?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the proposed project result in 50 or more vehicle trips per project peak hour at any given intersection? <i>**It should be noted that the lead agency may require further analysis of intersections of concern even when a project generates fewer than 50 vehicles in the peak hour. See Subsection 313 of Chapter 16 for more information.</i>	<input type="checkbox"/>	<input type="checkbox"/>
o Would the proposed project result in more than 200 subway/rail or bus trips per project peak hour?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the proposed project result, per project peak hour, in 50 or more bus trips on a single line (in one direction) or 200 subway/rail trips per station or line?	<input type="checkbox"/>	<input type="checkbox"/>
o Would the proposed project result in more than 200 pedestrian trips per project peak hour?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the proposed project result in more than 200 pedestrian trips per project peak hour to any given pedestrian or transit element, crosswalk, subway stair, or bus stop?	<input type="checkbox"/>	<input type="checkbox"/>
14. AIR QUALITY: CEQR Technical Manual Chapter 17		
(a) <i>Mobile Sources:</i> Would the proposed project result in the conditions outlined in Section 210 in Chapter 17 ?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) <i>Stationary Sources:</i> Would the proposed project result in the conditions outlined in Section 220 in Chapter 17 ?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the proposed project exceed the thresholds in Figure 17-3, Stationary Source Screen Graph in Chapter 17 ? (Attach graph as needed)	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) Does the proposed project involve multiple buildings on the project site?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(d) Does the proposed project require federal approvals, support, licensing, or permits subject to conformity requirements?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(e) Does the proposed project site have existing institutional controls (e.g., (E) designation or Restrictive Declaration) relating to air quality that preclude the potential for significant adverse impacts?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(f) If "yes" to any of the above, conduct the appropriate analyses and attach any supporting documentation.		
15. GREENHOUSE GAS EMISSIONS: CEQR Technical Manual Chapter 18		
(a) Is the proposed project a city capital project or a power generation plant?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Would the proposed project fundamentally change the City's solid waste management system?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(c) Would the proposed project result in the development of 350,000 square feet or more?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(d) If "yes" to any of the above, would the project require a GHG emissions assessment based on guidance in Chapter 18 ?	<input type="checkbox"/>	<input type="checkbox"/>
o If "yes," would the project result in inconsistencies with the City's GHG reduction goal? (See Local Law 22 of 2008 ; § 24-	<input type="checkbox"/>	<input type="checkbox"/>

	YES	NO
803 of the Administrative Code of the City of New York). Please attach supporting documentation.		
16. NOISE: CEQR Technical Manual Chapter 19		
(a) Would the proposed project generate or reroute vehicular traffic?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) Would the proposed project introduce new or additional receptors (see Section 124 in Chapter 19) near heavily trafficked roadways, within one horizontal mile of an existing or proposed flight path, or within 1,500 feet of an existing or proposed rail line with a direct line of site to that rail line?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(c) Would the proposed project cause a stationary noise source to operate within 1,500 feet of a receptor with a direct line of sight to that receptor or introduce receptors into an area with high ambient stationary noise?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(d) Does the proposed project site have existing institutional controls (e.g., (E) designation or Restrictive Declaration) relating to noise that preclude the potential for significant adverse impacts?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(e) If "yes" to any of the above, conduct the appropriate analyses and attach any supporting documentation.		
17. PUBLIC HEALTH: CEQR Technical Manual Chapter 20		
(a) Based upon the analyses conducted, do any of the following technical areas require a detailed analysis: Air Quality; Hazardous Materials; Noise?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) If "yes," explain why an assessment of public health is or is not warranted based on the guidance in Chapter 20 , "Public Health." Attach a preliminary analysis, if necessary.		
18. NEIGHBORHOOD CHARACTER: CEQR Technical Manual Chapter 21		
(a) Based upon the analyses conducted, do any of the following technical areas require a detailed analysis: Land Use, Zoning, and Public Policy; Socioeconomic Conditions; Open Space; Historic and Cultural Resources; Urban Design and Visual Resources; Shadows; Transportation; Noise?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) If "yes," explain why an assessment of neighborhood character is or is not warranted based on the guidance in Chapter 21 , "Neighborhood Character." Attach a preliminary analysis, if necessary.		
19. CONSTRUCTION: CEQR Technical Manual Chapter 22		
(a) Would the project's construction activities involve:		
o Construction activities lasting longer than two years?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
o Construction activities within a Central Business District or along an arterial highway or major thoroughfare?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o Closing, narrowing, or otherwise impeding traffic, transit, or pedestrian elements (roadways, parking spaces, bicycle routes, sidewalks, crosswalks, corners, etc.)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
o Construction of multiple buildings where there is a potential for on-site receptors on buildings completed before the final build-out?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o The operation of several pieces of diesel equipment in a single location at peak construction?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o Closure of a community facility or disruption in its services?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o Activities within 400 feet of a historic or cultural resource?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
o Disturbance of a site containing or adjacent to a site containing natural resources?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
o Construction on multiple development sites in the same geographic area, such that there is the potential for several construction timelines to overlap or last for more than two years overall?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(b) If any boxes are checked "yes," explain why a preliminary construction assessment is or is not warranted based on the guidance in Chapter 22 , "Construction." It should be noted that the nature and extent of any commitment to use the Best Available Technology for construction equipment or Best Management Practices for construction activities should be considered when making this determination.		
20. APPLICANT'S CERTIFICATION		
I swear or affirm under oath and subject to the penalties for perjury that the information provided in this Environmental Assessment Statement (EAS) is true and accurate to the best of my knowledge and belief, based upon my personal knowledge and familiarity with the information described herein and after examination of the pertinent books and records and/or after inquiry of persons who have personal knowledge of such information or who have examined pertinent books and records.		
Still under oath, I further swear or affirm that I make this statement in my capacity as the applicant or representative of the entity that seeks the permits, approvals, funding, or other governmental action(s) described in this EAS.		
APPLICANT/REPRESENTATIVE NAME Claudia Cooney, AKRF, Inc.	SIGNATURE 	DATE June 8, 2016
PLEASE NOTE THAT APPLICANTS MAY BE REQUIRED TO SUBSTANTIATE RESPONSES IN THIS FORM AT THE DISCRETION OF THE LEAD AGENCY SO THAT IT MAY SUPPORT ITS DETERMINATION OF SIGNIFICANCE.		

Additional Technical Information for EAS Form Part II

A. PROJECT DESCRIPTION

The proposed project would result in an approximately ~~17,400~~27,036-gross-square-foot (gsf) expansion to the Allen-Stevenson School at 126-134 East 78th Street on the Upper East Side of Manhattan. The proposed expansion would involve an increase in the height of rooftop addition to the existing East and West Townhouse buildings at 126 and 128 East 78th Street to accommodate a usable fifth floor new space for the School's visual arts program and a uniform roof height that would permit the Townhouse roofs to accommodate a 420 gsf educational greenhouse, that would span above both Townhouses. The proposed fifth floor space for the School's visual arts program would increase the height of the East Townhouse by 2 feet 4 inches and the height of the West Townhouse by 11 feet 8 inches. The greenhouse would add an additional 18 feet 7 inches to the heights of the buildings, for a total building height for each townhouse of 84 feet 7 inches. These changes to building height, which would require waivers of front wall and building height controls from the New York City Board of Standards and Appeals (BSA), to increase the height of the East Townhouse and to allow for an increase of 6 feet above the allowable height 60-foot height limit for the West Townhouse. The proposed project would also include an approximately 5,400-gsf as-of-right vertical expansion to the Main Building at 130-134 East 78th Street to house a new gymnasium; a covered rooftop play area would then be constructed on the roof of this addition. An approximately 11,980-gsf as-of-right vertical expansion would also be constructed above the Annex at 121-123 East 77th Street to house additional physical education uses including a south gymnasium. Other as-of-right alterations would also be made to the school buildings, including reconfiguring the interiors to create new science and engineering labs and administrative space, adding additional circulation elements, aligning slabs of both Townhouses with the Main Building, constructing one- and two-story rear yard additions to the Townhouses to accommodate new academic spaces including music program space, and building a greenhouse on the roof of the Townhouses.¹ The proposed project would not increase the school's existing student or employee population.

PROPOSED ACTION

The proposed project will require two variances pursuant to ZR Section 72-21 (the "BSA Actions") to waive the height and setback provisions in Article II Chapter IV of the Zoning Resolution. Because the construction of the Townhouses pre-date the adoption of current height and setback regulations applicable in an R8B/LH-1A district by over a century (the limited height districts were established on June 9, 1994), any non-compliances with those provisions attributable to the original construction or alterations prior to their adoption are deemed legal pre-existing non-compliances. Any work that creates a new non-compliance, or increases the extent of a pre-existing non-compliance, constitutes the BSA Actions that are the subject of this Application:

1. ZR Sec. 24-591. Maximum permitted building height in R8B/LH-1A districts is limited to 60 feet. The proposed height of both Townhouses including the proposed greenhouse is 84 feet 7 inches, which is 24 feet 7 inches is 66 feet, thereby increasing the height of the East Townhouse of 63 feet 8 inches by 2 feet 4 inches (3.88 percent increase) and increasing the height of the West Townhouse by 11 feet 8 inches, or 6 feet above the permitted building height, creating an increase in the extent of the new non-compliance on the East Townhouse and a new non-compliance on the West Townhouse, of 10.00 percent.
2. ZR Sec. ~~23-6624-522(b)~~. The existing base height of both Townhouses of 43 feet 9 inches is less than minimum permitted required base height of 55 feet on East 78th Street, a narrow street, by 11 feet 3 inches and their setback

¹ The as-of-right greenhouse complies with ZR Sec. 75-01 requirements.

distance is 5 feet 7 inches, which is less than the 15 foot required for a narrow street, by 9 feet 5 inches [ZR Sec. ~~24-522(b), 23-633662~~].

The proposed variance application will therefore request (1) a waiver of ZR Sec. 24-591 to permit a 2 feet 4 inches increase in the height of non-complying portion of the East Townhouse ~~located within the R8B/LH-1A district, and~~ an 11 feet 8 inches increase in the height of the West Townhouse, and an 18 feet 7 inches increase on both to accommodate the proposed greenhouse, all of which occurs within is entirely in the R8B/LH-1A portion of the zoning lot ~~district~~ and (2) a waiver of ZR Sec. ~~234-522(b)662~~ to permit an increase in the extent of the pre-existing height and setback non-compliances because the Townhouses' north elevations will be increased above a non-complying setback distance. ~~In addition, a certification that the proposed greenhouse meets all conditions required pursuant to ZR Sec. 75-01 is being requested.~~

PURPOSE AND NEED

The proposed project includes significant expansion and alterations of the Main Building and its Annex and the two Townhouses that will (1) complete the physical integration of the East Townhouse begun with the 2004 alterations and (2) fully physically integrate the recently purchased and vacant West Townhouse and in the process increase slightly the building heights of both Townhouses. As reconstructed, reconfigured and enlarged, the Townhouses will share the same floor elevations and floor-to-floor heights as the Main Building. The newly aligned floors will create new uniform floors throughout the Main Building and the Townhouses, providing more and better opportunities to create teaching spaces and to organize them among disciplines and divisions. The new alignment will provide new integrated means of egress with the least amount of loss of educational space that will be safer and more direct than their existing configuration can provide or that any as-of-right alteration can provide.

FRAMEWORK FOR ANALYSIS

This document has been prepared in accordance with the guidelines presented in the 2014 *CEQR Technical Manual*. For each technical area, the analysis includes a description of existing conditions, an assessment of conditions in the future without the proposed project, and an assessment of future conditions with the proposed project.

EXISTING CONDITIONS

The analysis framework begins with an assessment of existing conditions on the project site and in the relevant study area because these can be most directly measured and observed. The assessment of existing conditions does not represent the condition against which the proposed project is measured, but serves as a starting point for the projection of future conditions with and without the proposed project and the analysis of project impacts.

THE FUTURE WITHOUT THE PROPOSED PROJECT

The future without the proposed project (the "No Build" condition) describes a future baseline condition to which the changes that are expected to result from the proposed project are compared. For each technical analysis, approved or designated development projects within the appropriate study area that are likely to be completed by the 2018 analysis year are considered.

Absent the proposed action, it is assumed that the Allen-Stevenson School would reconfigure the interiors of the school buildings to create new science and engineering labs and administrative space and to modify circulation, and construct an approximately ~~15,700~~25,646-gsf expansion of its campus. The expansion would include the approximately 5,400-gsf gymnasium addition with covered rooftop play area at the Main Building, the approximately 11,980-gsf addition at the Annex, one- and two-story rear yard additions to the Townhouses at 126 and 128 East 78th Street to accommodate academic space including music program space, and an approximately ~~640~~670-gsf greenhouse on the fourth floor roofs of the Townhouses (which also requires the removal of the existing fifth floor at the Townhouse at 128 East 78th Street).²

² A certification that the greenhouse meets all conditions required pursuant to ZR Sec. 75-01 would be requested.

While it would increase the school's floor area, the No Action project would not contain the space for the School's visual arts program above the Townhouses.

Both the proposed project and No Action project are expected to take 39 months to construct and would be completed by 2018.

PROBABLE IMPACTS OF THE PROPOSED PROJECT

The identification of potential environmental impacts is based upon the comparison of the future without the proposed project to conditions in the future with the proposed project. In certain technical areas (e.g., traffic, air quality, and noise) this comparison can be quantified and the severity of impact rated in accordance with the *CEQR Technical Manual*. In other technical areas, (e.g., neighborhood character) the analysis is qualitative in nature. The methodology for each analysis is presented at the start of each technical analysis. As summarized below and in the attachments to this EAS, the proposed project would not result in any significant adverse impacts.

B. ADDITIONAL TECHNICAL ANALYSES

LAND USE, ZONING, AND PUBLIC POLICY

See Attachment A, "Land Use, Zoning, and Public Policy."

SOCIOECONOMIC CONDITIONS

According to the *CEQR Technical Manual*, a socioeconomic assessment should be conducted if an action may reasonably be expected to create substantial socioeconomic changes within the area affected by the action that would not occur in the absence of the action. Actions that would trigger a CEQR analysis include the following:

- Direct displacement of 500 or more residents or more than 100 employees.
- Direct displacement of a business that is uniquely significant because its products or services are dependent on its location; it is the subject of other regulations or publicly adopted plans aimed at its preservation because of its type or location; or it serves a population that is uniquely dependent on its services, in its particular location.
- The development of 200 residential units or more or 200,000 square feet (sf) or more of commercial use that is markedly different from existing uses, development, and activities in the neighborhood. This type of development may lead to indirect residential or business displacement, respectively.
- The development of 200,000 sf or more of retail on a single development site, creating the potential to draw a substantial amount of sales from existing businesses within the study area. This type of development may lead to indirect business displacement due to market saturation.
- Impacts on a specific industry; for example, if a substantial number of residents or workers depend on the goods or services provided by the specific affected business, or if it would result in the loss or diminution of a certain product or service that is important within the City.

The proposed project would result in the expansion and renovation of an existing private school, and would not increase the school's population. The proposed project would not result in the direct displacement of any residents or businesses, nor would it result in a net increase of more than 200,000 square feet of commercial development, or more than 200 residential units, the CEQR thresholds for projects that may have the potential to lead to indirect business or indirect residential displacement. Therefore, the proposed project would not result in any significant adverse impacts on socioeconomic conditions, and further analysis is not warranted.

COMMUNITY FACILITIES AND SERVICES

The proposed project would not displace any community facilities, but rather would result in the expansion and renovation of the existing Allen-Stevenson School. No population increase would result from the proposed project. Therefore, the proposed project would not result in any significant direct effects on community facilities and services.

As explained below, the proposed project would not result in significant indirect effects on community facilities and services, such as public schools, libraries, hospitals, child care centers, or police and fire protection.

- **Schools:** The *CEQR Technical Manual* specifies that if a proposed action introduces more than 50 elementary and/or intermediate school students or 150 or more high school students who are expected to attend public schools, there may be a significant impact to educational facilities. The proposed project would not generate any residential units. Therefore, no further analysis is warranted.
- **Libraries:** The *CEQR Technical Manual* recommends an analysis of potential impacts to libraries if an action would increase the service population by more than 5 percent. The proposed project would not generate any new workers or residents. Therefore, further analysis is not necessary, and no significant adverse impacts to libraries are expected.
- **Health Care Facilities:** The *CEQR Technical Manual* recommends an analysis of potential indirect impacts to public health care facilities if an action would introduce a sizeable new neighborhood. The proposed project would not generate any new residents. Therefore, further analysis is not necessary, and the proposed project would not result in significant adverse impacts to health care facilities.
- **Child Care Facilities:** The *CEQR Technical Manual* recommends an analysis of potential impacts to publicly funded group child care and Head Start centers if an action would generate more than 20 eligible children under age 6 and living in low/moderate-income residential units. As noted above, the proposed project would not generate any new low- or moderate-income residential units, and therefore further analysis is not necessary.
- **Police and Fire Protection:** The proposed project would not result in the direct displacement of a police or fire station, nor would it introduce a sizeable new neighborhood. Therefore, no further analysis is necessary.

OPEN SPACE

According to the *CEQR Technical Manual*, an open space assessment is typically conducted if an action would result in the physical loss of public open space or generate a number of new residents or workers sufficient to noticeably diminish the ability of an area's open space to serve the existing or future population. The project site is located in an area that is classified as well-served by open space. For such locations, the threshold given in the *CEQR Technical Manual* for an open space assessment is a population increase of more than 350 residents or 750 workers. The proposed project would not result in an increase in the school's population. In addition, the proposed project would include a covered rooftop play area for use by its students. Therefore, no further analysis is warranted, and the proposed project would not result in any significant adverse impacts to open space.

SHADOWS

According to the *CEQR Technical Manual*, a shadows assessment is required if the proposed project would result in structures (or additions to existing structures) of 50 feet or more, or if the project site is located adjacent to, or across the street from, a sunlight-sensitive resource. Sunlight-sensitive resources include publicly-accessible open spaces and sunlight-dependent features of historic and cultural resources (such as stained glass windows and other features for which the effect of direct sunlight is described as playing a significant role in the structure's importance as a historic landmark).

No portions of the proposed rooftop expansions at the East and West Townhouse that are the subject of the proposed action would be more than 50 feet tall. The height of the rooftop additions at the Main Building to the top of the peaked roof of the covered play area would be less than 50 feet tall, although ~~93-93~~" of the proposed elevator bulkhead extending above the top of the play area roof would increase the height of the vertical expansion to approximately ~~560~~ feet. However, the Main Building has an existing covered play area on the roof that is 80'-9" tall, and, therefore, the incremental height difference of the proposed vertical expansion at the Main Building and existing height of the Main Building with play structure is less than 50 feet. The proposed rooftop addition at the Annex would be approximately 38 feet tall, also below the 50-foot threshold. Furthermore, as has been described above, the vertical expansion at the Main Building and the Annex would occur absent the proposed action. The project site is also not located adjacent to, or across the street from any sunlight-sensitive resources. The portions of the Main Building and both Townhouses that front East 78th Street are located within the Upper East Side Historic District, which includes the buildings directly west of and

across East 78th Street from the Townhouses, as well as some of the buildings across East 78th Street from the Main Building. However, none of these buildings have sunlight-dependent features. Therefore, the project would not result in significant adverse shadows impacts, and no additional analysis is warranted.

HISTORIC AND CULTURAL RESOURCES

See Attachment B, “Historic and Cultural Resources.”

URBAN DESIGN AND VISUAL RESOURCES

See Attachment C, “Urban Design and Visual Resources.”

NATURAL RESOURCES

A natural resources assessment is conducted when a natural resource is present on or near the project site and when an action involves the disturbance of that resource. The *CEQR Technical Manual* defines natural resources as water resources, including surface water bodies and groundwater; wetland resources, including freshwater and tidal wetlands; upland resources, including beaches, dunes, and bluffs, thickets, grasslands, meadows and old fields, woodlands and forests, and gardens and other ornamental landscaping; and built resources, including piers and other waterfront structures. The project site is occupied by the existing Allen-Stevenson School buildings and is located in a fully developed area in Manhattan. There are no significant natural resources on the site, and the proposed project would not result in any significant adverse impacts on natural resources. No further analysis is required.

HAZARDOUS MATERIALS

See Attachment D, “Hazardous Materials.”

WATER AND SEWER INFRASTRUCTURE

The *CEQR Technical Manual* states that a preliminary infrastructure analysis is required if a project would result in a demand for water of more than one million gallons per day or if the project is located in an area that experiences low water pressure (such as the Rockaway Peninsula and Coney Island). The proposed project would not meet either of these thresholds; therefore, no further analysis of water supply is required.

The *CEQR Technical Manual* also provides guidelines for when a preliminary infrastructure analysis is required: if the project site is located in a combined sewer area, and would exceed 1,000 residential units or 250,000 square feet of commercial, public facility and institution and/or community facility space, or if the project site involves development on a site five acres or larger where the amount of impervious surface would increase. The project site is located in a combined sewer area, would not exceed the threshold for community facility space, and the project site is well below five acres. Further, the proposed project would not result in an increase to the existing enrollment or employees. Therefore, a preliminary infrastructure analysis is not required and the proposed project would not result in any significant adverse impacts to water and sewer infrastructure.

SOLID WASTE AND SANITATION SERVICES

The *CEQR Technical Manual* specifies that few projects generate substantial amounts of solid waste (50 tons a week or more) that would result in a significant adverse impact. The proposed project would not result in an increase in the existing school’s enrollment or employees; therefore the proposed project would not result in any new demand for solid waste and sanitation services. No further analysis is required.

ENERGY

According to the *CEQR Technical Manual*, a detailed assessment of energy impacts would be limited to actions that could significantly affect the transmission or generation of energy or that generate substantial consumption of energy. The proposed project would not result in an increase to the existing enrollment or employees. The project site would continue to be served by available energy suppliers, and the proposed expansion and renovation is not expected to generate a

significant demand for energy. Therefore, the proposed project would not result in significant adverse impacts to the consumption or supply of energy, and no further analysis is required.

TRANSPORTATION

The proposed project would not result in a change from the existing population. Therefore, the proposed project would not generate more than 50 vehicle trips or 200 pedestrian or transit trips, and no further analysis is required. The proposed project would not result in any significant adverse transportation (traffic, parking, transit, or pedestrian) impacts.

AIR QUALITY

See Attachment E, “Air Quality.”

GREENHOUSE GAS EMISSIONS

Increased greenhouse gas (GHG) emissions are changing the global climate, which is predicted to lead to wide-ranging effects on the environment, including rising sea levels, increases in temperature, and changes in precipitation levels. According to the *CEQR Technical Manual*, GHG emissions assessment is typically conducted only for larger projects undergoing an EIS, as well as in certain cases when the project would result in development of 350,000 square feet or greater, when the project is a city capital project, or when the project includes larger-scale power generation or has the potential to fundamentally change the City’s solid waste management system. A GHG emissions assessment has not been performed, as the proposed project does not meet any of the criteria that would warrant assessment.

NOISE

See Attachment F, “Noise.”

PUBLIC HEALTH

The proposed project would not result in any significant unmitigated adverse impacts to air quality, water quality, hazardous materials, noise, or any other CEQR analysis area. Therefore, no further analysis of public health is required, and no significant adverse impacts to public health are expected to occur as a result of the proposed project.

NEIGHBORHOOD CHARACTER

As defined in the *CEQR Technical Manual*, neighborhood character is considered to be an amalgam of the various elements that define a neighborhood’s distinct personality. These elements may include a neighborhood’s land use, urban design, visual resources, historic resources, socioeconomics, traffic, and/or noise. An assessment of neighborhood character is generally needed when a proposed project has the potential to result in significant adverse impacts in any of the technical areas listed above, or when the proposed project may have moderate effects on several of the elements that define a neighborhood’s character. As discussed above and in the attachments to this EAS, the proposed project would not have significant adverse impacts to or result in any moderate effects in these technical areas or other areas related to neighborhood character. Therefore, the proposed project would not result in any significant adverse neighborhood character impacts and a detailed neighborhood character analysis of is not warranted.

CONSTRUCTION

As with all construction projects, work at the project site would result in temporary disruptions to the surrounding area, including occasional noise and dust. However, such effects would be temporary and would be limited to the construction period. The proposed project would result in the expansion and renovation of the Allen-Stevenson School’s campus at 126-134 East 78th Street on the Upper East Side of Manhattan. The proposed project would require waivers of front wall and building height controls from the BSA to permit an increase in the height of the East Townhouse at 126 East 78th Street by 2 feet 4 inches, ~~and an increase in the height of the West Townhouse at 128 East 78th Street by 11 feet 8 inches, or 6 feet above the permitted building height and an increase of 18 feet 7 inches for the proposed greenhouse above the Townhouses.~~ The construction components and logistics for the proposed project would not be substantially different than those under the as-of-right conditions. For example, as compared to the construction of the proposed project, the as-of-right additions and renovations would entail similar demolition, excavation, foundation activities (the most intense

construction stages in terms of noise levels and air pollutant emissions where a number of large non-road may be employed). In addition, the construction duration for the future with and without the proposed project are expected to be similar – the proposed expansion to the existing East and West Townhouse buildings is anticipated to take approximately 24 months to complete while the proposed expansions to the Main Building at 130-134 East 78th Street and the Annex at 121-123 East 77th Street would take approximately 18 months to complete, with a 3-month overlap between the two locations.

Construction of the proposed project would be carried out in accordance with New York City laws and regulations, which allow construction activities between 7:00 AM and 6:00 PM on weekdays. If work is required outside of normal construction hours, necessary approvals would be obtained from the appropriate agencies (i.e., the New York City Department of Buildings). During construction of the proposed project, all necessary measures would be implemented to ensure adherence to the New York City Air Pollution Control Code to minimize construction-related dust emissions. In addition, the construction of the proposed project would comply with applicable control measures for construction noise. Construction noise is regulated by the New York City Noise Control Code and by the Environmental Protection Agency noise emission standards for construction equipment. These federal and local requirements mandate that certain classifications of construction equipment and motor vehicles meet specified noise emissions standards. Furthermore, during construction of the proposed project, Maintenance and Protection of Traffic (MPT) plans would be developed for any curb-lane and/or sidewalk closures that may be required. Approval of these plans and implementation of all temporary closures during construction would be coordinated with the New York City Department of Transportation (NYCDOT)'s Office of Construction Mitigation and Coordination (OCMC).

As discussed in further detail in Attachment B, “Historic and Cultural Resources,” to avoid inadvertent demolition and/or construction-related damage to the three historic buildings on the project site and nearby architectural resources from ground-borne construction-period vibrations, falling debris, collapse, etc., the buildings would be included in a Construction Protection Plan (CPP) for historic structures that would be prepared in coordination with the Landmarks Planning Commission (LPC) and implemented in consultation with a licensed professional engineer.

As discussed in further detail in Attachment D, “Hazardous Materials,” ~~prior to construction,~~ a Subsurface (Phase II) Investigation involving the collection of subsurface samples for laboratory analysis ~~would be~~ was conducted in accordance with a New York City Department of Environmental Protection (DEP)-approved Work Plan. Based on the findings of the Phase II, a Remedial Action Plan (RAP) and associated Construction Health and Safety Plan (CHASP) ~~would be~~ was prepared and submitted to DEP for review and approval. Legal requirements (including DEC and United States Environmental Protection Agency [EPA] regulations) pertaining to asbestos-containing materials (ACM), lead-based paint (LBP), and potential polychlorinated biphenyls (PCBs)-containing equipment would be followed during construction of the proposed project.

The construction activities, schedule, and logistics for the proposed project would not be substantially different that those under the as-of-right conditions. In addition, construction activities would be temporary and disruptions to the surrounding area during construction would be minimized by implementing measures to control intrusive construction-related noise, dust emissions, release of potential contaminants, and inadvertent physical impacts on nearby buildings, as well as to minimize disruption to existing traffic and pedestrian circulation. Therefore, the proposed project would not result in significant adverse construction impacts.

Part III: DETERMINATION OF SIGNIFICANCE (To Be Completed by Lead Agency)

INSTRUCTIONS: In completing Part III, the lead agency should consult 6 NYCRR 617.7 and 43 RCNY § 6-06 (Executive Order 91 or 1977, as amended), which contain the State and City criteria for determining significance.

1. For each of the impact categories listed below, consider whether the project may have a significant adverse effect on the environment, taking into account its (a) location; (b) probability of occurring; (c) duration; (d) irreversibility; (e) geographic scope; and (f) magnitude.

Potentially Significant Adverse Impact

IMPACT CATEGORY	YES	NO
Land Use, Zoning, and Public Policy	<input type="checkbox"/>	<input type="checkbox"/>
Socioeconomic Conditions	<input type="checkbox"/>	<input type="checkbox"/>
Community Facilities and Services	<input type="checkbox"/>	<input type="checkbox"/>
Open Space	<input type="checkbox"/>	<input type="checkbox"/>
Shadows	<input type="checkbox"/>	<input type="checkbox"/>
Historic and Cultural Resources	<input type="checkbox"/>	<input type="checkbox"/>
Urban Design/Visual Resources	<input type="checkbox"/>	<input type="checkbox"/>
Natural Resources	<input type="checkbox"/>	<input type="checkbox"/>
Hazardous Materials	<input type="checkbox"/>	<input type="checkbox"/>
Water and Sewer Infrastructure	<input type="checkbox"/>	<input type="checkbox"/>
Solid Waste and Sanitation Services	<input type="checkbox"/>	<input type="checkbox"/>
Energy	<input type="checkbox"/>	<input type="checkbox"/>
Transportation	<input type="checkbox"/>	<input type="checkbox"/>
Air Quality	<input type="checkbox"/>	<input type="checkbox"/>
Greenhouse Gas Emissions	<input type="checkbox"/>	<input type="checkbox"/>
Noise	<input type="checkbox"/>	<input type="checkbox"/>
Public Health	<input type="checkbox"/>	<input type="checkbox"/>
Neighborhood Character	<input type="checkbox"/>	<input type="checkbox"/>
Construction	<input type="checkbox"/>	<input type="checkbox"/>

2. Are there any aspects of the project relevant to the determination of whether the project may have a significant impact on the environment, such as combined or cumulative impacts, that were not fully covered by other responses and supporting materials?

If there are such impacts, attach an explanation stating whether, as a result of them, the project may have a significant impact on the environment.

3. Check determination to be issued by the lead agency:

- Positive Declaration:** If the lead agency has determined that the project may have a significant impact on the environment, and if a Conditional Negative Declaration is not appropriate, then the lead agency issues a *Positive Declaration* and prepares a draft Scope of Work for the Environmental Impact Statement (EIS).
- Conditional Negative Declaration:** A *Conditional Negative Declaration* (CND) may be appropriate if there is a private applicant for an Unlisted action AND when conditions imposed by the lead agency will modify the proposed project so that no significant adverse environmental impacts would result. The CND is prepared as a separate document and is subject to the requirements of 6 NYCRR Part 617.
- Negative Declaration:** If the lead agency has determined that the project would not result in potentially significant adverse environmental impacts, then the lead agency issues a *Negative Declaration*. The *Negative Declaration* may be prepared as a separate document (see [template](#)) or using the embedded Negative Declaration on the next page.

4. LEAD AGENCY'S CERTIFICATION

TITLE	LEAD AGENCY
NAME	DATE
SIGNATURE	

NEGATIVE DECLARATION (Use of this form is optional)

Statement of No Significant Effect

Pursuant to Executive Order 91 of 1977, as amended, and the Rules of Procedure for City Environmental Quality Review, found at Title 62, Chapter 5 of the Rules of the City of New York and 6 NYCRR, Part 617, State Environmental Quality Review, _____ assumed the role of lead agency for the environmental review of the proposed project. Based on a review of information about the project contained in this environmental assessment statement and any attachments hereto, which are incorporated by reference herein, the lead agency has determined that the proposed project would not have a significant adverse impact on the environment.

Reasons Supporting this Determination

The above determination is based on information contained in this EAS, which that finds the proposed project:

No other significant effects upon the environment that would require the preparation of a Draft Environmental Impact Statement are foreseeable. This Negative Declaration has been prepared in accordance with Article 8 of the New York State Environmental Conservation Law (SEQRA).

TITLE	LEAD AGENCY
NAME	DATE
SIGNATURE	

A. INTRODUCTION

The proposed project would result in an approximately ~~17,100~~27,036-gross-square-foot (gsf) expansion to the Allen-Stevenson School at 126-132 East 78th Street on the Upper East Side of Manhattan. The proposed expansion would involve an increase in height of rooftop addition to the existing East and West Townhouse buildings at 126 and 128 East 78th Street to accommodate a usable fifth floor new space for the School's visual arts program and a uniform roof height that would permit the Townhouse roofs to accommodate an approximately 420 gsf educational greenhouse that would span above both Townhouses. The proposed fifth floor space for the School's visual arts program would increase the height of the East Townhouse by 2 feet 4 inches and the height of the West Townhouse by 11 feet 8 inches. The greenhouse would add an additional 18 feet 7 inches to the heights of the buildings, for a total building height for each Townhouse of 84 feet 7 inches. These changes to building height, which would require waivers of front wall and building height controls from the BSA ~~to increase the height of the East Townhouse and to allow for an increase of 6 feet above the allowable height 60-foot height limit for the West Townhouse.~~ The proposed project would also include an approximately 5,400-gsf as-of-right vertical expansion to the Main Building at 130-134 East 78th Street to house to a new gymnasium; a covered rooftop play area would then be constructed on the roof of this addition. An approximately 11,980-gsf as-of-right vertical expansion would also be constructed above the Annex at 121-123 East 77th Street to house additional physical education uses including a south gymnasium. Other as-of-right alterations would also be made to the school buildings, including reconfiguring the interiors to create new science and engineering labs and administrative space, adding additional circulation elements, aligning the floors of the Townhouses to meet those in the Main Building, constructing one- and two-story rear yard additions to the Townhouses to accommodate new academic spaces including music program space, and building a greenhouse on the roof of the Townhouses.

This attachment assesses the potential impacts of the proposed project on the land use, zoning, and public policy for the project site and the surrounding study area as compared with conditions without the proposed project.

B. METHODOLOGY

This analysis of land use, zoning, and public policy examines the area within 400 feet of the project site. As shown on **Figure A-1**, the 400-foot study area is roughly bounded by East 79th Street to the north, East 76th Street to the south, approximately 140 feet from Third Avenue to the east, and Park Avenue to the west.

The analysis begins by considering existing conditions in the study area in terms of land use, zoning, and public policy. The analysis then projects land use, zoning, and public policy in the future without the proposed project in the 2018 analysis year by identifying developments and potential policy changes expected to occur within that time frame. Probable impacts of the



6/3/2016
 Source: NYC Dept. of City Planning MapLUTO v. 14v2, edited by AKRF.

- Project Site
- Study Area (400-foot boundary)
- Commercial and Office Buildings
- Open Space and Outdoor Recreation
- Parking Facilities
- Public Facilities and Institutions
- Residential
- Residential with Commercial Below
- Vacant Building
- Under Construction

0 200 FEET

Allen-Stevenson School Renovation and Expansion

proposed project are then identified by comparing conditions with the proposed project with those conditions predicted without the proposed project.

Sources for this analysis include the New York City Department of City Planning (DCP) and the New York City Department of Buildings (DOB), as well as field work conducted by AKRF in March 2015.

C. EXISTING CONDITIONS

LAND USE

PROJECT SITE

The project site is a partial through-block lot between East 77th and East 78th Streets, west of Lexington Avenue (Block 1412, Lots 58 and 61) (see **Figure A-2**). The project site is approximately 14,053 sf in size and occupied by three buildings that make up the Allen-Stevenson School campus: the Main Building with its Annex at 132 East 78th Street, the East Townhouse at 128 East 78th Street, and the West Townhouse at 126 East 78th Street. These buildings contain classroom facilities, offices, a library, an auditorium, a cafeteria, and a fitness room.

STUDY AREA

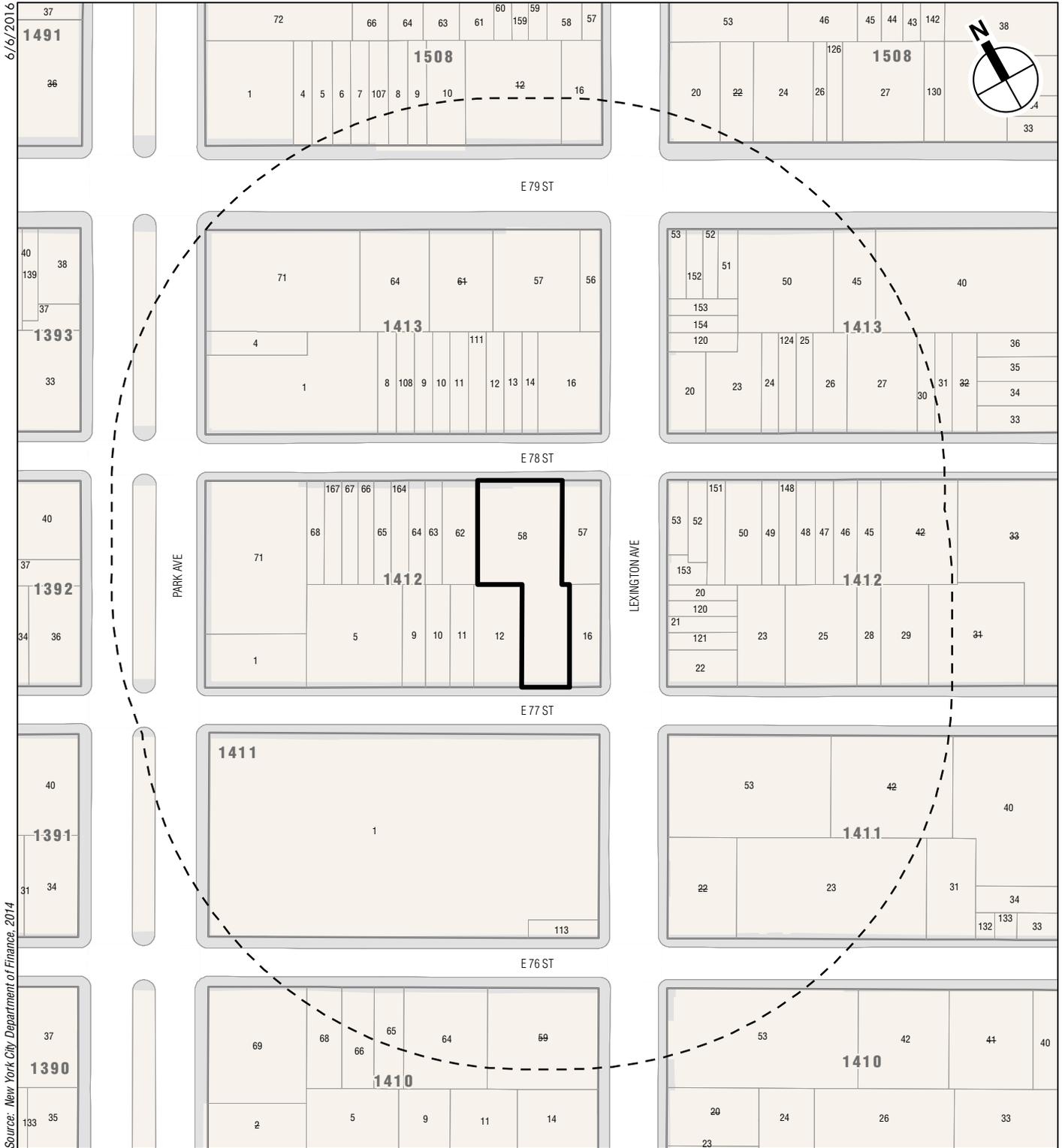
The land use study area contains portions of the Upper East Side neighborhood in Manhattan. The study area contains a mix of residential, commercial, and institutional uses, as well as open space and parking uses.

Residential uses in the study area are generally found in three- to five-story townhouses and in larger buildings along Park Avenue. The portion of Park Avenue in the study area is primarily residential, with 12- to 21-story residential buildings built by 1930 or earlier. Many of these buildings contain ground floor medical offices. Townhouses are generally found along East 78th and East 79th Streets in the study area. These were generally built by 1900 or 1920, and some contain ground floor medical offices. There are also two larger, 15- and 16-story residential buildings on Lexington Avenue between East 76th and East 77th Streets.

Commercial uses in the study area are concentrated along Lexington Avenue, with several retail uses on the side streets and Park Avenue. Commercial businesses along Lexington Avenue are generally neighborhood retail and services, including restaurants, bakeries, markets, coffee shops, banks, and other local-serving retail. As described above, many of the larger residential buildings along Park Avenue contain ground floor medical offices, as do some of the townhouses along the east-west side streets.

Other than the project site, there are several other institutional uses in the study area. Directly south of the project site is Lenox Hill Hospital at 100 East 77th Street. North of the hospital are several offices and facilities associated with the hospital. The northern portion of the study area contains the house for the Brazilian Mission to the United Nations. There are also two churches in the study area. West of the project site, Eighth Church of Christ, Scientist is located at 103 East 77th Street, with a small garden to the east. Saint John the Baptist Roman Catholic Church is located on Lexington Avenue in the southern portion of the study area, at East 76th Street.

There are no publicly accessible open spaces in the study area.



6/6/2016

Source: New York City Department of Finance, 2014

-  Project Site
-  Study Area (400-foot boundary)
-  Tax Block Boundary
-  Tax Lot Boundary

- 33 Tax Lot Number
- 33 Condo Tax Lot Number
- C: 40 Condo Flag/Condo Number
-  Easement Other Tax Boundary
-  Possession Hooks
- 206.73 Tax Lot Dimension

0 200 FEET



ZONING AND PUBLIC POLICY

PROJECT SITE

The easternmost 61 feet, 7 inches of the project site along East 78th Street is located in a C1-8X zoning district, and the remainder of the project site is located in an R8B/ LH-1A limited height district (See **Figure A-3**).

R8B districts are contextual residential districts that usually present unified blocks of rowhouses. R8B zoning districts allow a maximum FAR of 4.0 for residential uses, and a maximum FAR of 5.1 for community facility uses in Community District 8, where the project site is located. In all other areas, a maximum FAR of 4.0 is allowed for community facility uses. LH-1A limited height districts are superimposed on an area designated as a historic district by the Landmarks Preservation Commission (LPC). LH-1A limited height districts allow a maximum building height of 60 feet.

C1-8X districts are predominantly residential in character and mapped along major thoroughfares in medium- and higher-density areas of the city. Typical retail uses in C1-8X districts include grocery stores, drug stores, dry cleaners, and other local retail and services that cater to the daily needs of the immediate neighborhood. C1-8X districts have a maximum commercial FAR of 2.0 and a maximum residential FAR of 9.0.

STUDY AREA

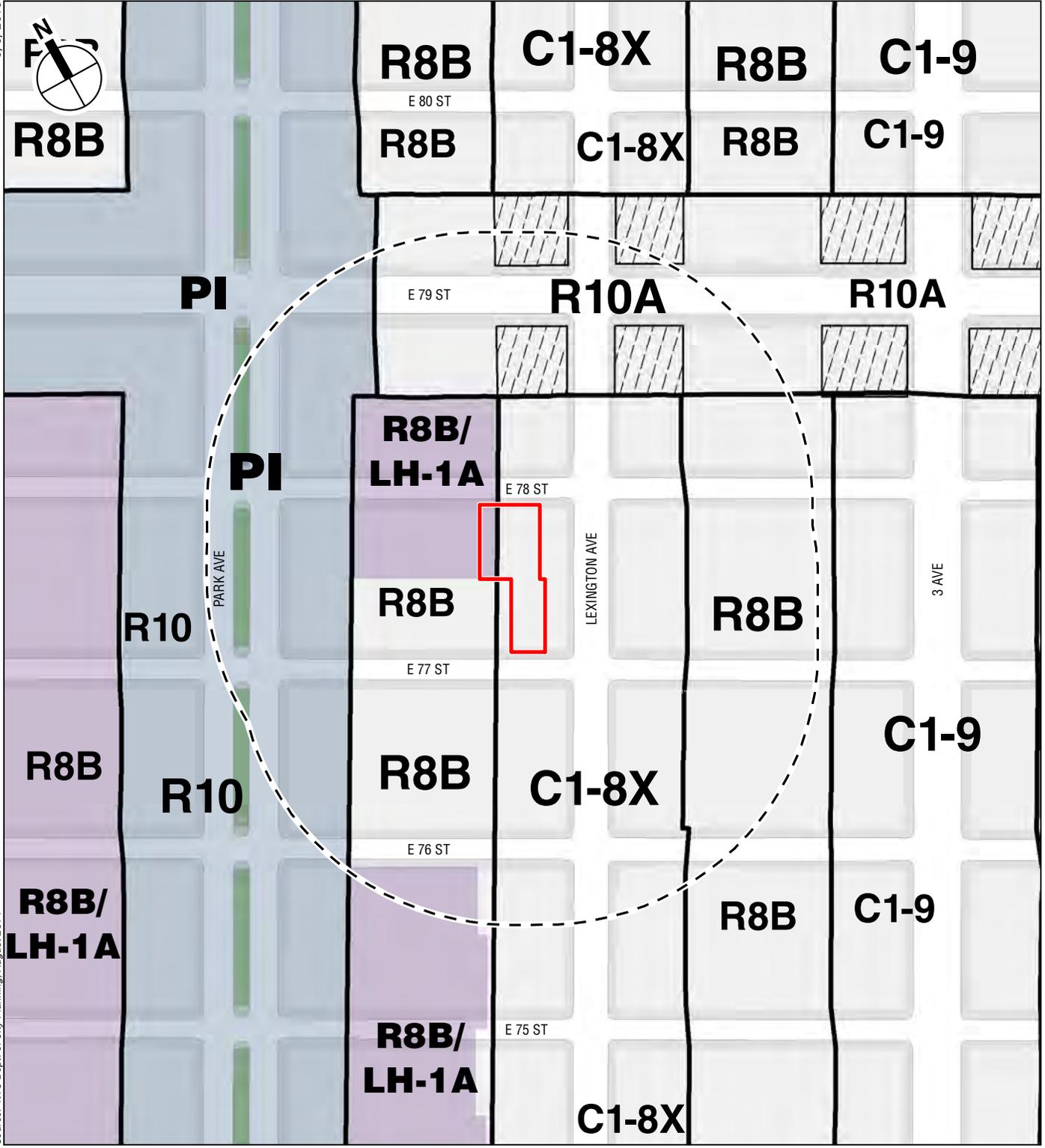
The C1-8X district described above extends half a block north of the project site and south along both sides of Lexington Avenue. The R8B district described above extends half a block north of the project site and south through the midblocks between Lexington Avenue and Park Avenue. The LH-1A district described above is mapped along midblock lots between Lexington and Park Avenues on either side of East 78th Street and on the southern side of East 76th Street. Other than the C1-8X and R8B/LH-1A districts described above, the study area contains other residential zoning districts and commercial overlay districts and the Special Park Improvement District (see **Table A-1** and **Figure A-3**).

The western end of the study area along Park Avenue is mapped in an R10 zoning district. R10 districts allow the highest FAR for residential areas (10.0), and development may follow Quality Housing regulations or tower regulations. R10 districts allow a maximum FAR of 10.0 for community facility uses.

The northern portion of the study area, east of the R10 district and extending north from the middle of the block between East 78th and East 79th Streets, is mapped in an R10A district. Quality Housing regulations are mandatory in R10A districts and typically produce substantial apartment buildings with high lot coverage set at or near the street line. R10A districts allow a maximum residential and community facility FAR of 10.0.

The lots on the corners of Lexington Avenue and East 79th Street in the study area are mapped in C1-5 commercial overlay districts. C1-5 districts are mapped in residence districts along streets that serve local retail needs and typical uses include neighborhood grocery stores, restaurants, and beauty parlors. C1-5 districts allow a maximum commercial FAR of 2.0 in R6-R10 zoning districts, as in the study area.

6/3/2016



Source: NYC Dept. of City Planning, August 2014

-  Project Site
-  Study Area (400-foot boundary)
-  Zoning Districts
-  Limited Height District
-  Special Park Improvement District

 C1-5 Commercial Overlay District

0 200 FEET

**Table A-1
Zoning**

Zoning District	Maximum FAR¹	Uses/Zone Type
R8B	4.0 residential 5.1 community facility ²	Medium density contextual residential district that allows community facilities in Use Groups 3 and 4.
R10	10.0 residential 10.0 community facility	High density residential district that allows community facilities in Use Groups 3 and 4.
R10A	10.0 residential 10.0 community facility	High density residential district in which Quality Housing regulations are mandatory and which allows community facilities in Use Groups 3 and 4.
C1-5	2.0 commercial uses ³ Follows bulk residential and community facility regulations of mapped residential district	Commercial overlay mapped within residential districts; includes local shopping and services
C1-8X	2.0 commercial 9.0 residential	Commercial district that is predominantly residential in character, mapped along major thoroughfares.
PI (Park Improvement District)	FAR is governed by underlying zoning districts	Uses governed by underlying zoning districts. This district was created to preserve the residential character and architectural quality of Fifth and Park avenues from East 59th Street to East 111th Street by limiting the height of new buildings to 210 feet or 19 stories, mandating streetwall continuity, and not allowing for bonuses.
LH-1A	Governed by underlying zoning districts	Limited height district that allows a maximum building height of 60 feet.
Notes:		
1. Floor Area Ratio (FAR) is a measure of density establishing the amount of development allowed in proportion to the base lot area. For example, a lot of 10,000 square feet with a FAR of 1 has an allowable building area of 10,000 square feet. The same lot with an FAR of 10 has an allowable building area of 100,000 square feet.		
2. 5.1 FAR for community facility use is only permitted in Community District 8. In all other areas, 4.0 FAR is permitted for community facility use.		
3. Within R6-R10 (1.0 commercial within R1-R5).		
Source: <i>New York City Zoning Resolution</i>		

The Special Park Improvement District (PI) is mapped along Park Avenue in the study area. The PI District was created to preserve the residential character and architectural quality of Fifth and Park Avenues between East 59th and East 111th Streets. It limits the height of new buildings to 210 feet or 19 stories, whichever is less, mandates street wall continuity, and does not allow for bonuses.

The project site is not located within the boundaries of New York City’s Coastal Zone, and there are no other public policies that apply to the project site.

D. THE FUTURE WITHOUT THE PROPOSED PROJECT

LAND USE

PROJECT SITE

Absent the proposed actions, the as-of-right additions would be constructed to the Main Building and the Annex, and as-of-right renovations would be undertaken in both the Main Building, Annex, and the Townhouses. Complying additions to the Townhouses include a one-story addition above the existing one-story rear extension at the East Townhouse and two-story addition to the rear of the West Townhouse. The greenhouse that would span above both Townhouses can also be constructed as-of right if deemed a permitted obstruction for the purposes of building height and floor area, pursuant to a Certification by the City Planning

Commission Chairperson that the greenhouse structure complies with the requirements of ZR Section 75-01.

STUDY AREA

There are four projects in the study area that will be completed by the 2018 build year (see **Figure A-4**). 149 East 78th Street is currently under construction, and will contain a 16-story, 15-unit residential building. 122 East 78th Street is being converted from a multifamily townhouse into a single-family home. In the southern portion of the study area, six townhouses at 110-120 East 76th Street are being converted into three townhouses. In addition, building plans have been filed (but not yet approved) for a new five-story single-family townhouse that would replace two buildings located at 152 and 154 East 78th Street, across Lexington Avenue and to the east of the project site; that project could be completed by the 2018 build year.

ZONING AND PUBLIC POLICY

There are no known changes to zoning or public policy expected to occur in the future without the proposed project by 2018.

E. PROBABLE IMPACTS OF THE PROPOSED PROJECT

LAND USE

PROJECT SITE

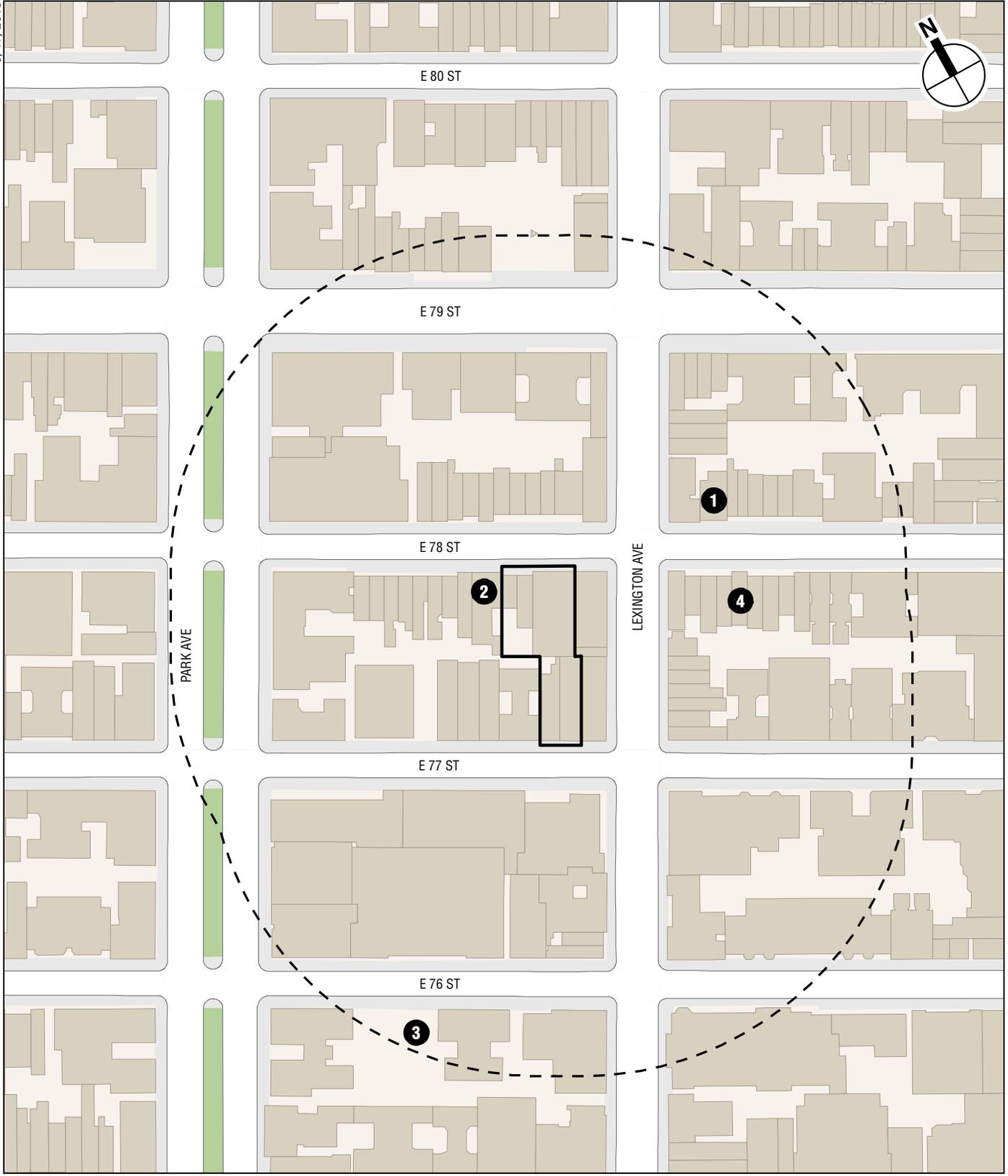
The proposed project would add new and renovate existing facilities at the Allen-Stevenson School, including creating new art and music studios and a greenhouse. The proposed project would add a total of approximately ~~3,065,600~~ gsf of space in rooftop and rear yard additions to the East and West Townhouse buildings, and the proposed fifth floor addition would increase the height of the East Townhouse by 2 feet four inches and the height of the West Townhouse by 11 feet 8 inches. The proposed greenhouse would add an additional 18 feet 7 inches to the height of the Townhouses. The proposed project would not result in a change in land use on the project site, nor would it substantially affect regulation of policies governing land use. Instead, the proposed project would complement the existing educational uses on the project site. The proposed project would not result in an increase to the existing enrollment of the school. Therefore, the proposed project would not result in any significant adverse impacts to land use on the project site.

STUDY AREA

The proposed project would complement the existing educational uses in the study area. The Allen-Stevenson School is an established presence in the area that has been in its current location for almost 100 years. The proposed project would be compatible with other nearby institutional uses, as well as the residential and commercial uses in the study area. Therefore, the proposed project would not result in any significant adverse impacts to land use in the study area.

ZONING AND PUBLIC POLICY

The proposed project would require a waiver of ZR Section 24-591 to permit a ~~2-foot~~ 4 inches increase in the height of the portion of the East Townhouse ~~located within the R8B district, an~~



Project Site
 Study Area (400-foot boundary)

Future Development Site

- 1** 149 East 78th Street
- 2** 122 East 78th Street
- 3** 110-120 East 76th Street
- 4** 152-154 East 78th Street

0 200 FEET

Allen-Stevenson School Renovation and Expansion

11 feet 8 inches increase in the height of the West Townhouse, and an 18 feet 7 inches increase on both to accommodate the proposed greenhouse, all of which occurs and a 6-foot 0-inch increase in height of the West Townhouse above the 60-foot height limit (which is entirely in within the R8B/LH-1A portion of the zoning lot-district). The proposed project would also require a waiver of ZR Sec. ~~24-522(b)~~ ~~23-622~~ to permit an increase in the extent of the pre-existing height and setback non-compliances because the Townhouses' north elevations will be increased above a non-complying setback distance. As described in Attachment B, "Historic and Cultural Resources," a Certificate of Appropriateness (CofA) was issued by LPC for the proposed project ~~was approved by LPC on March 17, 2016~~ January 13, 2015.

The proposed actions are specific to the project site, would not apply to any other locations, and would not change the underlying zoning of the project site. The proposed use would be a complying use permitted within the existing zoning districts. The proposed addition would result in a building height of approximately 66 feet for both Townhouses and total height of 84 feet 7 inches with the setback greenhouse, which would be in keeping with many of the surrounding mixed residential and commercial buildings in the area, such as the west-adjacent 70-foot, 5-inch-tall townhouse. The proposed additions would be shorter than the rear-adjacent 110-foot-tall building. Overall, the proposed project would not result in any significant adverse impacts to land use, zoning, or public policy. *

A. INTRODUCTION

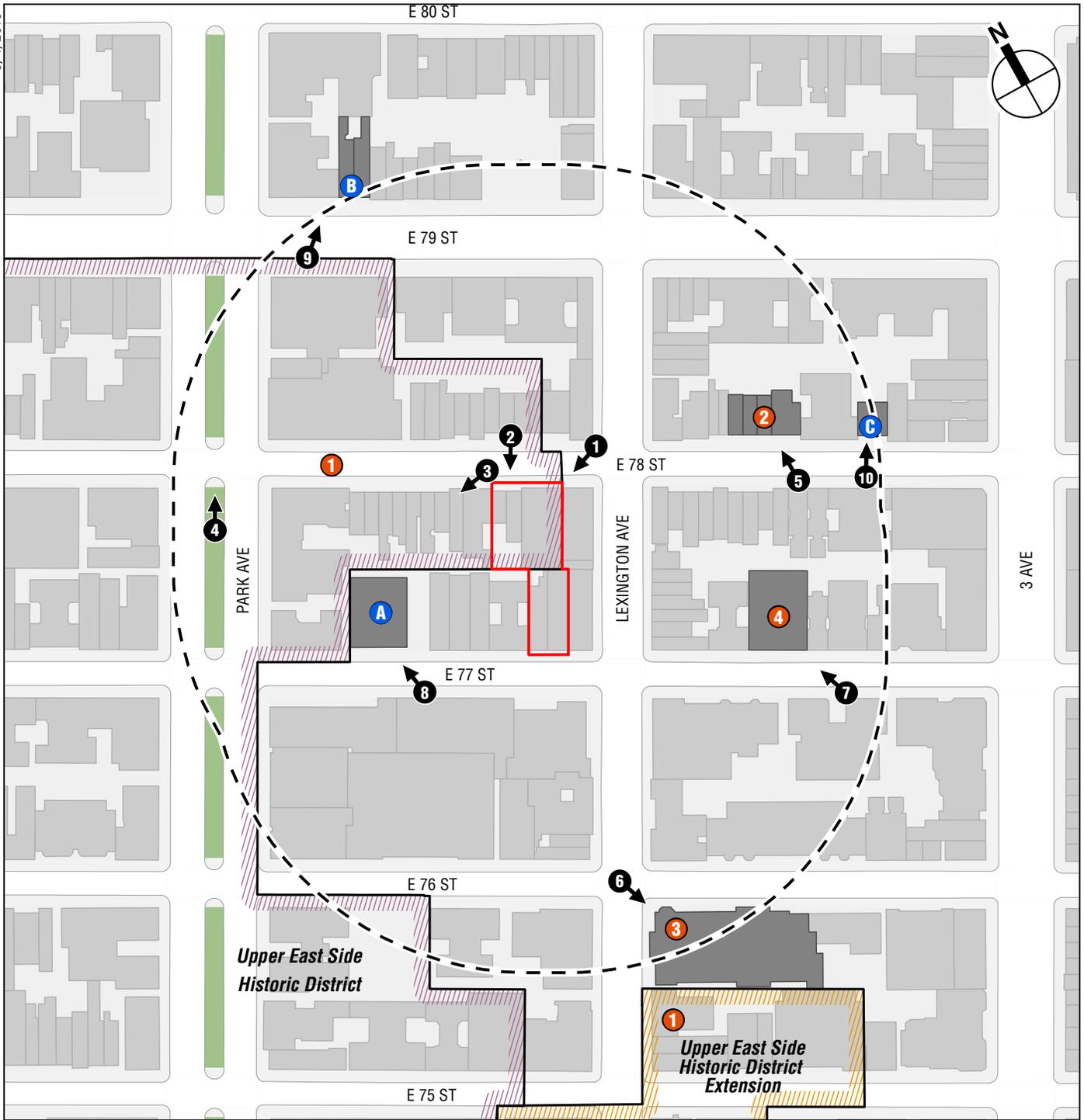
This section assesses the potential of the proposed project to affect historic and cultural resources on the project site and the surrounding area compared with conditions without the proposed project. The Allen-Stevenson School occupies three buildings west of Lexington Avenue on East 78th and 77th Streets. The proposed project would result in the expansion and renovation of the School's campus at 126-132 East 78th Street on the Upper East Side of Manhattan. The proposed expansion would involve rooftop and rear additions to the existing East and West Townhouse buildings at 126 and 128 East 78th Street, and construction of a new gymnasium and physical education space that would be built on the roof of the Main Building at 130-134 East 78th Street and above the Annex at 121-123 East 77th Street. The expansion would require approval from BSA for a variance to waive height and setback regulations for the fifth floor rooftop addition and greenhouse at the East and West Townhouses.

B. METHODOLOGY

Historic and cultural resources include both archaeological and architectural resources. The study area for archeological resources is the site itself where disturbance from excavation and construction can be anticipated. In comments dated April 13, 2015, the New York City Landmarks Preservation Commission determined that the project site has no archaeological significance (see **Appendix A**). Therefore, this attachment focuses on standing structures only.

Study areas for architectural resources are determined based on the area of potential effect for construction period impacts, as well as the larger area in which there may be visual or contextual impacts. The 2014 *New York City Environmental Quality Review (CEQR) Technical Manual* sets the guidelines for the study area as being typically within an approximately 400-foot radius of the project site (see **Figure B-1**). Within the study area, architectural resources analyzed include State and National Register (S/NR)-listed or S/NR-eligible properties, New York City Landmarks (NYCLs), New York City Historic Districts (NYCHDs) and properties pending such designation. In addition, a survey of the study area was conducted to identify any previously undesignated properties that appear to meet S/NR or NYCL eligibility criteria ("potential architectural resources").

Impacts on architectural resources can include both direct physical impacts and indirect impacts. Direct impacts include damage from vibration (i.e., from construction blasting or pile driving) and additional damage from adjacent construction that could occur from falling objects, subsidence, collapse, or damage from construction machinery. Adjacent construction is defined as any construction activity that would occur within 90 feet of an architectural resource, as



- Project Site
- Study Area (400-foot boundary)
- Photo Reference Number and View Direction

Known Architectural Resources

- Upper East Side Historic District (S/NR, NYCHD)
- Upper East Side Historic District Extension (S/NR, NYCHD)
- 157, 159, 161, 163, and 165 East 78th Street (S/NR, NYCL)
- St. Jean Baptiste Church (S/NR, NYCL)
- Ardsley Garage, 165 East 77th Street (heard for NYCL designation)

Potential Architectural Resources

- Eighth Church of Christ Scientist, 103 East 77th Street
- 109-111 East 79th Street
- 175 & 177 East 78th Street



Allen-Stevenson School Renovation and Expansion

defined in the New York City Department of Buildings (DOB) *Technical Policy and Procedure Notice* (TPPN) #10/88.¹

Indirect impacts on architectural resources are contextual or visual impacts that could result from project construction or operation. As described in the *CEQR Technical Manual*, indirect impacts could result from blocking significant public views of a resource; isolating a resource from its setting or relationship to the streetscape; altering the setting of a resource; introducing incompatible visual, audible, or atmospheric elements to a resource's setting; or introducing shadows over a historic landscape or an architectural resource with sun-sensitive features that contribute to that resource's significance (e.g., a church with stained-glass windows).

Because the Main Building at 130-134 East 78th Street and East and West Townhouses at 126 and 128 East 78th Street are located within the Upper East Side Historic District, LPC reviewed the proposed project for its appropriateness. LPC ~~approved~~ issued a Certificate of Appropriateness for the School's proposed plans on ~~January 13, 2015~~ March 17, 2016 subject to the condition that ~~the Allen Stevenson School work with LPC staff to lower the parapet of the Mansard roof of the proposed gymnasium as much as feasible~~ samples of pointing mortar, brownstone patching material, and cast stone be inspected and approved by the Commission staff prior to commencement of work (LPC 164384-CofA 18-3459). See **Appendix A**.

C. EXISTING CONDITIONS

ARCHITECTURAL RESOURCES

PROJECT SITE

130-134 East 78th Street

The project site on East 78th Street, consisting of the buildings at 126, 128 and 130-134 East 78th Street, is located within the boundaries of the Upper East Side Historic District (S/NR, NYCHD). See **Figure B-1**.

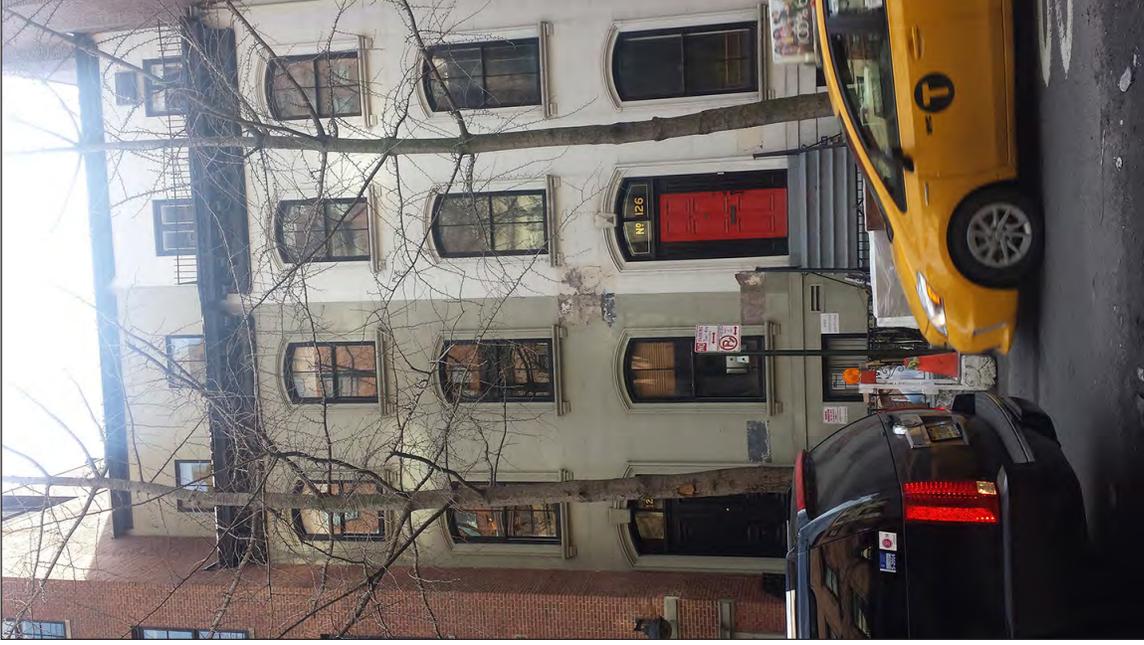
The Allen school was founded in 1883 by Francis Bellows Allen, with classes held at his home at 509 Fifth Avenue at East 57th Street. In 1904 Allen and Robert Alston Stevenson, a tutor, established a partnership and formed the Allen-Stevenson School for Boys. The school was located at a number of locations on the east side of Manhattan until 1920, when a plan was proposed to provide a new, modern building for the school. In 1922, two parents of former students agreed to sell their homes at 132 and 134 East 78th Street for redevelopment for the new school. Architect James W. O'Connor was hired to design the new school with construction of a new school building—which replaced the two townhouses—completed in 1924.

The five-story Allen Stevenson School building at 130-134 East 78th Street is a Neo-Federal-style building faced in red brick with limestone detailing (see **Photograph 1 of Figure B-2**). The building's rooftop has a screened in play area with brick-faced support columns that extend vertically from the fifth floor.

¹ TPPN #10/88 was issued by DOB on June 6, 1988, to supplement Building Code regulations with regard to historic structures. TPPN #10/88 outlines procedures for the avoidance of damage to historic structures that are listed on the NR or NYCLs resulting from adjacent construction, defined as construction within a lateral distance of 90 feet from the historic resource.



Allen-Stevenson School at 130-134 East 78th Street 1



126 and 128 East 78th Street 2

Known Architectural Resources –
Project Site
Figure B-2

In 1965, the School acquired the adjacent townhouse at 130 East 78th Street and the school was expanded to the designs of James F. Delany, O'Connor's former partner, and John T. Nelson. The addition, which is faced in red brick with limestone detail, blends with the original 1924 façade appearance. A number of additions have subsequently been constructed at the rear of the building.

126 and 128 East 78th Street

The five-story Italianate brownstone at 128 East 78th Street, also known as the "Monroe Building," was built in circa 1866 at the same time as the brownstone at 126 East 78th Street. Both buildings have two-over-two divided lites in arched window openings on the original lower three floors (see **Photograph 2 of Figure B-2**). A recessed fourth floor was added to 126 East 78th Street in 1927. Two additional floors set back from the facade were added to 128 East 28th in 2002 and a horizontal expansion to the rear lot line was also constructed. The fourth floor additions are similar in design and appearance and clad in stucco. The fifth floor addition at 128 East 78th Street is further recessed from the lower floors.

STUDY AREA

Known Architectural Resources

There are four designated architectural resources located in the 400-foot study area. These resources are described below and mapped on **Figure B-1**.

Upper East Side Historic District and Extension (S/NR, NYCHD)

The Upper East Side Historic District and Extension extends from East 79th to East 59th Streets and includes properties between Third and Fifth Avenues. In 2006 and 2010, the S/NR and NYCHD boundaries were respectively expanded to include additional properties east and west of Lexington Avenue between East 76th and East 71st Streets and East 65th and East 63rd Streets (outside the study area). The historic district and extension primarily comprise large houses, townhouses, apartment buildings and associated carriage houses and garages, as well as institutional buildings that were largely constructed in the late 19th and early 20th centuries.

Within the study area, the Upper East Side Historic District includes properties along Park Avenue, on the north and south sides of East 78th Street between Park and Lexington Avenues, and on the south side of East 76th Street east of Park Avenue. These typically consist of 11 and 12-story brick apartment buildings built in the first two decades of the 20th century along Park Avenue, and late 19th and early 20th century brick and stone-clad townhouses on East 78th Street (see **Figure B-3**).

157, 159, 161, 163 and 165 East 78th Street (S/NR, NYCL)

The five houses were constructed in 1861 by Henry Armstrong, and survive from a larger group of 11 houses. They are primarily three-stories and clad in brick, although the building at 157 East 78th Street has an upper floor with a mansard roof, and the western two buildings, combined into one residence, has a modern rooftop addition (see **Photograph 5 of Figure B-4**). The houses are located over 200 feet from the project site, east of Lexington Avenue.

St. Jean Baptiste Church and Rectory (S/NR, NYCL)

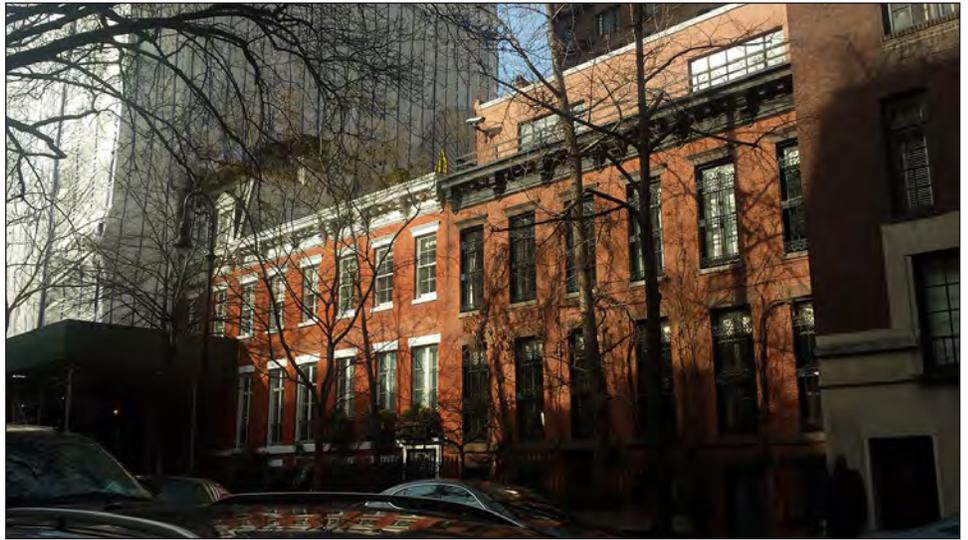
St. Jean Baptiste Church and Rectory are located at 1067-1071 Lexington Avenue, at the southeast corner of Lexington Avenue and East 76th Street. The Church was designed in the Italian Renaissance style with a Latin cross plan by architect Nicolas SIRRACINO, and built between 1910 and 1913. The Church is clad in stone and fronts onto Lexington Avenue with a



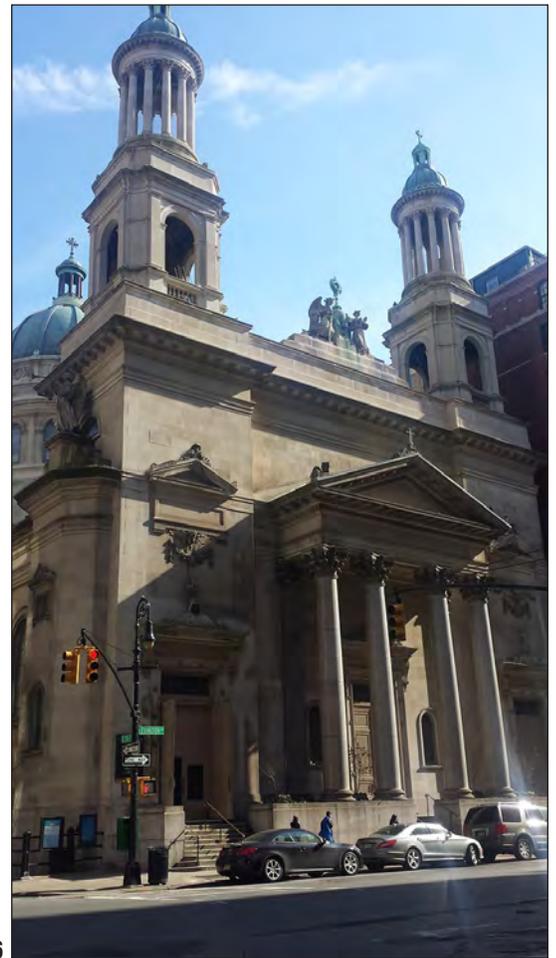
South side of East 78th Street in the Upper East Side Historic District 3



Park Avenue at East 78th Street in the Upper East Side Historic District 4



Houses at 157, 159, 161, 163 and 165 East 78th Street 5



St. Jean Baptiste Church at
1067-1071 Lexington Avenue

6

Known Architectural Resources –
Study Area
Figure B-4

Allen-Stevenson School Renovation and Expansion

Corinthian portico flanked by bell towers, and with a large dome set back from Lexington Avenue at the cross (see **Photograph 6 of Figure B-4**). The rectory, a five-story brick building adjacent to the church to the east, is located outside the study area at 184 East 76th Street, and was also designed by SIRRACINO. The Church is located approximately 350 feet from the project site.

Ardsley Garage (Heard for NYCL designation)

The Ardsley Garage at 165 East 77th Street was designed by George F. Pelham and constructed in 1914 by the Ardsley Garage Co. as an automobile garage. The garage was heard for designation by LPC on March 25, 2014. The garage is a five story structure clad in terra cotta manufactured by the New York Architectural Terra Cotta Company, and is designed with ornament in the Viennese Secessionist and Arts and Crafts styles (see **Photograph 7 of Figure B-5**). The façade is detailed with end bays that project above the roof, which are bridged by a decorative frieze. The parapets of the projecting bays are capped with roundels that contain depictions of spoked wheels, referencing the use of the building as a garage. The building retains substantial architectural integrity, including its multi-paned windows. The Ardsley Garage is located over 200 feet from the project site, east of Lexington Avenue.

Potential Architectural Resources

In addition, a survey of the study area was conducted to identify any previously undesignated properties that appear to meet S/NR or NYCL eligibility criteria (“potential architectural resources”).¹

Three potential architectural resources that are not listed or landmarked but do appear to meet S/NR or NYCL eligibility criteria have been identified in the study area. The **Eighth Church of Christ Scientist** at 103 East 77th Street was designed by C. Dale Badgeley and constructed in 1951. The church is one- to- three-stories, clad in red brick with limestone trim, with a gently bowed façade on East 77th Street (see **Photograph 8 of Figure B-5**). The church has a central brick and limestone tower that is capped by a tall copper spire. The eclectic design incorporates aspects of the Georgian style with its red brick façade and geometric Art Deco motifs at the tower, window and entry grilles, and the gate to an adjoining garden. The Church is located over 100 feet from the project site.

The **paired houses at 109-111 East 79th Street** were constructed in 1909 by two sisters, Alice McCoon and Edith Martin. Designed by Foster, Gade & Graham in the French Renaissance style, the four-1/2 story townhouses are clad in limestone with a Mansard roof and dormer windows (see **Photograph 9 of Figure B-6**). The fourth story windows are capped with decorative pinnacles. It appears that the original arched entrances, likely originally accessed by stoops, were converted to windows at the time that the buildings entrances were relocated to the lower, English basement level of the buildings. The houses are located approximately 400 feet from the project site.

The **paired townhouses at 175 and 177 East 78th Street** were constructed circa 1871. The three 1/2 story townhouses are set back from East 78th Street behind shallow areaways and are clad in brick at the upper stories and with stone at the English basement level (see **Photograph**

¹ Although not noted in the New York State Office of Parks, Recreation and Historic Preservation (OPRHP)’s online Cultural Resource Information System (CRIS), the Lenox Hill Hospital complex, including its original buildings at 111 and 131 East 76th Street, have been determined not eligible for listing on the S/NR by SHPO (personal communication between OPRHP and AKRF, March 20, 2015).



The Ardsley Garage at 165 East 77th Street 7



The Eighth Church of Christ Scientist at 103 East 77th Street 8

Known and Potential Architectural Resources –
Study Area
Figure B-5



Paired houses at 109-111 East 79th Street 9



Paired townhouses at 175 and 177 East 78th Street 10

10 of Figure B-6). The buildings are designed with the parlor floor windows of a greater height than the windows at the upper floors, and the townhouses are capped by bracketed and modilioned cornices. A decorative iron railing extends across the facades above the parlor level. The buildings were likely originally designed with stoops providing entry at the parlor level. The townhouses are located over 350 feet from the project site, east of Lexington Avenue.

D. THE FUTURE WITHOUT THE PROPOSED PROJECT

PROJECT SITE

In the future without the proposed Actions, the Allen-Stevenson School would be expanded in conformance with existing zoning with an approximately 5,400-gsf regulation-sized gymnasium on the new seventh floor roof of the Main Building at 130-134 East 78th Street. The gymnasium would have a metal mansard roof with dormers, and would increase the overall height of the school from 80'-9" to 103'-8." A rooftop play area would be built above the gymnasium and set back from East 78th Street, with a covered gable roof structure for a total height of 112'-10." An approximately 11,980-gsf addition would also be constructed above the Annex at 121-123 East 77th Street to house additional physical education uses, increasing the height of the Annex from 77'-1" to 114'-10."

A small, approximately 6740- gsf greenhouse would also be built above the fourth floors of the townhouses at East 126 and 129 East 78th Street (which would require the removal of the existing non-historic fifth floor at 128 East 78th Street). The greenhouse would be oriented east-west, set back 27'-10" from the facades of the townhouses, with a height at the peaked roof of 75'8" above street level. ~~Lower level and rear yard additions to the townhouse would also be constructed, to include new classroom, lab, and music program, athletic and dining space.~~ In addition, the interiors of the existing buildings on the project site would be reconfigured, including aligning the floors of the Townhouses to meet those in the Main Building.

STUDY AREA

As described in Attachment A, "Land Use, Zoning, and Public Policy," there are three projects in the study area that will be completed by the 2018 build year. 149 East 78th Street is currently under construction, and will contain a 16-story, 15-unit residential building. 122 East 78th Street is being converted from a multifamily townhouse into a single-family home. In the southern portion of the study area, six townhouses at 110-120 East 76th Street are being converted into three townhouses. In addition, building plans have been filed (but not yet approved) for a new five-story single-family townhouse that would replace two buildings located at 152 and 154 East 78th Street, across Lexington Avenue and to the east of the project site; that project could be completed by the 2018 build year.

Review by LPC under New York City Landmarks Law is required for the projects at 122 East 78th Street and 110-120 East 76th Street as these properties are located in the Upper East Side Historic District. The New York State Office of Parks, Recreation and Historic Preservation (OPRHP) would only review the new construction if there are state or federal actions associated with the development projects.

E. PROBABLE IMPACTS OF THE PROPOSED PROJECT

PROJECT SITE

In the future with the proposed project, and similar to the as of right project, the proposed project would include the new gymnasium and covered play area on the Main Building, additional gymnasium and physical education space above the Annex, lower level and rear yard expansions to the Townhouses at 126 and 128 East 78th Street, and interior reconfiguration of the existing school buildings, including aligning the floors of the Townhouses to meet those in the Main Building. The realignment of the floors in the Townhouses would not affect the historic facades of the Townhouses, as the proposed new floor slabs would be constructed approximately 8'-5" from the existing facades.

The proposed project would also include the construction of a new 1,980-gsf fifth floor to contain space for the School's visual arts program above the fourth floors of the Townhouses at 126 and 128 East 78th Street. This would require the removal of the existing non-historic fifth floor of the townhouse at 128 East 78th Street. The space for the School's visual arts program would have a glazed sloping roof, and would be set back 9'-11" from the façades of the Townhouses on East 78th Street.

With the fifth floor visual arts program space, the height of the Townhouses would be 66'-0" within the R8B/ LH-1A limited height district, exceeding the 60-foot-permitted height. Construction of the visual arts program space would require waivers of front wall and building height controls to increase the height of the East Townhouse by an additional 2'-4" feet from 63'-8" to 66'-0" and the height of the West Townhouse by 6'-0" above the permitted height of 60 feet within the R8B/LH-1A limited height district to 66'0" (the total height of the West Townhouse would increase a total of 11'-8," of which 5'-8" would be permitted as of right.

An approximately 4240-gsf greenhouse would be built above the fifth floor visual arts program space and set back 37'-7" from the facades of the Townhouses on East 78th Street. It would be a glazed structure with a gable roof, oriented east-west. The peak of the greenhouse roof would have a height of 84'-7" above street level, also requiring a waiver of building height controls.

As the Main Building and East and West Townhouses on East 78th Street are included within the boundaries of the City's Upper East Side Historic District, LPC reviewed the proposed project for its appropriateness. LPC ~~issued~~ approved a Certificate of Appropriateness for the School's proposed plans on ~~March 17, 2016~~ January 13, 2015 subject to the condition that samples of pointing mortar, brownstone patching material, and cast stone by inspected and approved by the Commission staff prior to commencement of work ~~the Allen-Stevenson School work with LPC staff to lower the parapet of the Mansard roof of the proposed gymnasium as much as feasible (LPC 164381CofA 18-3459). See Appendix A. The parapet of the Mansard roof has been lowered to the greatest extent that is feasible, for a height of 103'-8".~~

STUDY AREA

As set forth in Section 523 of the *CEQR Technical Manual*, a CPP would be prepared and implemented to protect architectural resources that may be affected by construction activities related to a proposed project. In addition to the Main Building and East and West Townhouses that would be the subject of the proposed alterations, a number of properties in the Upper East Side Historic District are located within 90 feet of the project site. These include four

townhouses on the south side of East 78th Street at 116-124 East 78th Street, and seven townhouses on the north side of East 78th Street at 115-127 East 78th Street.

Demolition and construction activities, including the use of heavy machinery, could potentially result in inadvertent damage to the known resources described above if adequate precautions are not taken. Therefore, to avoid inadvertent demolition and/or construction-related damage to these 11 resources as well as the three historic buildings on the project site (the Main Building and East and West Townhouses) from ground-borne construction-period vibrations, falling debris, collapse, etc., the buildings would be included in a Construction Protection Plan (CPP) for historic structures that would be prepared in coordination with LPC and implemented in consultation with a licensed professional engineer. This CPP would be prepared as set forth in Section 523 of the CEQR Technical Manual and in compliance with the procedures included in the DOB's TPPN #10/88 and LPC's *Guidelines for Construction Adjacent to a Historic Landmark and Protection Programs for Landmark Buildings*. It would include provisions for pre- and post-construction documentation; monitoring including for cracks, settlement and vibration as deemed appropriate; stop work orders; and protection measures for falling objects. The CPP would be prepared and implemented prior to demolition and construction activities.

As described above, LPC issued a Certificate of Appropriateness for the proposed project including the proposed rooftop and rear yard additions. As approved by LPC, the gymnasium addition would be clad in brick similar to the Main Building, with a Mansard roof that minimizes the height of the addition and complements the architecture of the Upper East Side Historic District, where there are a number of structures designed with Mansard roofs. The fenestration of the proposed gymnasium on East 78th Street has been designed at a scale compatible to that of the Main Building and elsewhere in the historic district. A limestone cornice that relates to the existing cornice at the roofline would be constructed between the gymnasium's brick façade and metal mansard roof. The proposed visual arts program space — the proposed fifth floor above the Townhouses—and the proposed greenhouse that would be built above the visual arts program space, would be clad in glass, set back from East 78th Street, and designed with sloped roofs so that would be outside the line of site to the pedestrian at street level, and therefore, not visible. The rear yard additions would also not be visible from the public thoroughfares.

The proposed project would not have significant indirect adverse impacts on architectural resources in the study area. As the proposed project involves interior renovations and the construction of rooftop and rear yard additions, the proposed project would not obstruct public views of any known or potential architectural resources identified in the study area. The proposed project would not result in changes to an architectural resource that causes it to become a different visual entity, or isolate or an architectural resource from its setting or visual relationships with the streetscape, or otherwise impact the resource's visual prominence.

Overall, with the implementation of a CPP for the 14 architectural resources located on the project site and within 90 feet of the project site, the proposed project would have no significant adverse impacts on historic and cultural resources in the study area. *

A. INTRODUCTION

This attachment considers the effects of the proposed project on urban design and visual resources and its potential to affect the pedestrian's experience of the built environment.

The Allen-Stevenson School occupies three buildings west of Lexington Avenue on East 78th and 77th Streets. The proposed project would result in the expansion and renovation of the School's campus at 126-134 East 78th Street on the Upper East Side of Manhattan. The proposed expansion would involve an increase in height of a rooftop addition to the existing East and West Townhouse buildings at 126 and 128 East 78th Street to accommodate a usable fifth floorspace for the School's visual arts program that would span above both Townhouses. The proposed fifth floor visual arts program space would increase the height of the East Townhouse by 2 feet 4 inches and the height of the West Townhouse by 11 feet 8 inches. The greenhouse would add an additional 18 feet 7 inches to the heights of the buildings, for a total building height for each Townhouse of 84 feet 7 inches. These changes to building height, which would require waivers of front wall and building height controls from the New York City Board of Standards and Appeals (BSA) to increase the height of the East Townhouse and to allow for an increase of 6 feet above the allowable height 60 foot height limit for the West Townhouse. The proposed project would also include an approximately 5,400-gsf as-of-right vertical expansion to the Main Building at 130-134 East 78th Street to house a new gymnasium; a covered rooftop play area would then be constructed on the roof of this addition. An approximately 11,980-gsf as-of-right vertical expansion would also be constructed above the Annex at 121-123 East 77th Street to house additional physical education uses including a south gymnasium. Other as-of-right alterations would be made to the school buildings, including reconfiguring the interiors to create new science and engineering labs and administrative space, adding additional circulation elements, aligning the floors of the Townhouses to meet those in the Main Building, constructing one-and two-story additions to the Townhouses to accommodate new academic space including music program space, and building a greenhouse above the visual arts program space at the Townhouses.

Under the 2014 *City Environmental Quality Review (CEQR) Technical Manual*, urban design is defined as the totality of components that may affect a pedestrian's experience of public space. These components include streets, buildings, visual resources, open spaces, natural resources, and wind. An urban design assessment under CEQR must consider whether and how a project may change the experience of a pedestrian in a project area. The *CEQR Technical Manual* guidelines recommend the preparation of a preliminary assessment of urban design and visual resources, followed by a detailed analysis, if warranted based on the conclusions of the preliminary assessment.

This attachment assesses the potential impacts of the proposed project on urban design and visual resources as compared with conditions without the proposed project. As described below, this preliminary assessment concludes that the proposed project would not result in any

Allen-Stevenson School Renovation and Expansion

significant adverse impacts to urban design and visual resources from the pedestrian's perspective and no further analysis is warranted.

B. METHODOLOGY

Based on the *CEQR Technical Manual*, a preliminary assessment of urban design and visual resources is appropriate when there is the potential for a pedestrian to observe, from the street level, a physical alteration beyond that allowed by existing zoning. Examples include projects that permit the modification of yard, height, and setback requirements, and projects that result in an increase in built floor area beyond what would be allowed "as-of-right" or in the future without the proposed project.

The expansion would require approval from BSA to waive height and setback regulations for the rooftop additions at the East and West Townhouses. These would allow for development of a project that includes physical alterations that are not allowed by existing zoning. Therefore, the proposed project meets the threshold for a preliminary assessment of potential impacts to urban design and visual resources.

According to the *CEQR Technical Manual*, the study area for urban design is the area where the project may influence land use patterns and the built environment, and is generally consistent with that used for the land use analysis. For visual resources, the view corridors within the study area from which such resources are publicly viewable should be identified. Consistent with CEQR methodologies, the study area for the urban design and visual resources analysis has been defined as a 400-foot radius around the project area, consistent with the analysis of land use, zoning, and public policy (see **Figures C-1 and C-2**).

The *CEQR Technical Manual* recommends an analysis of pedestrian wind conditions for projects that result in the construction of large buildings at locations that experience high wind conditions (such as along the waterfront, or other location where winds from the waterfront are not attenuated by buildings or natural features), which may result in an exacerbation of wind conditions due to "channelization" or "downwash" effects that may affect pedestrian safety. The proposed project would not result in the construction of large building at a location that experience high wind conditions, and thus a pedestrian wind analysis is not warranted.

C. EXISTING CONDITIONS

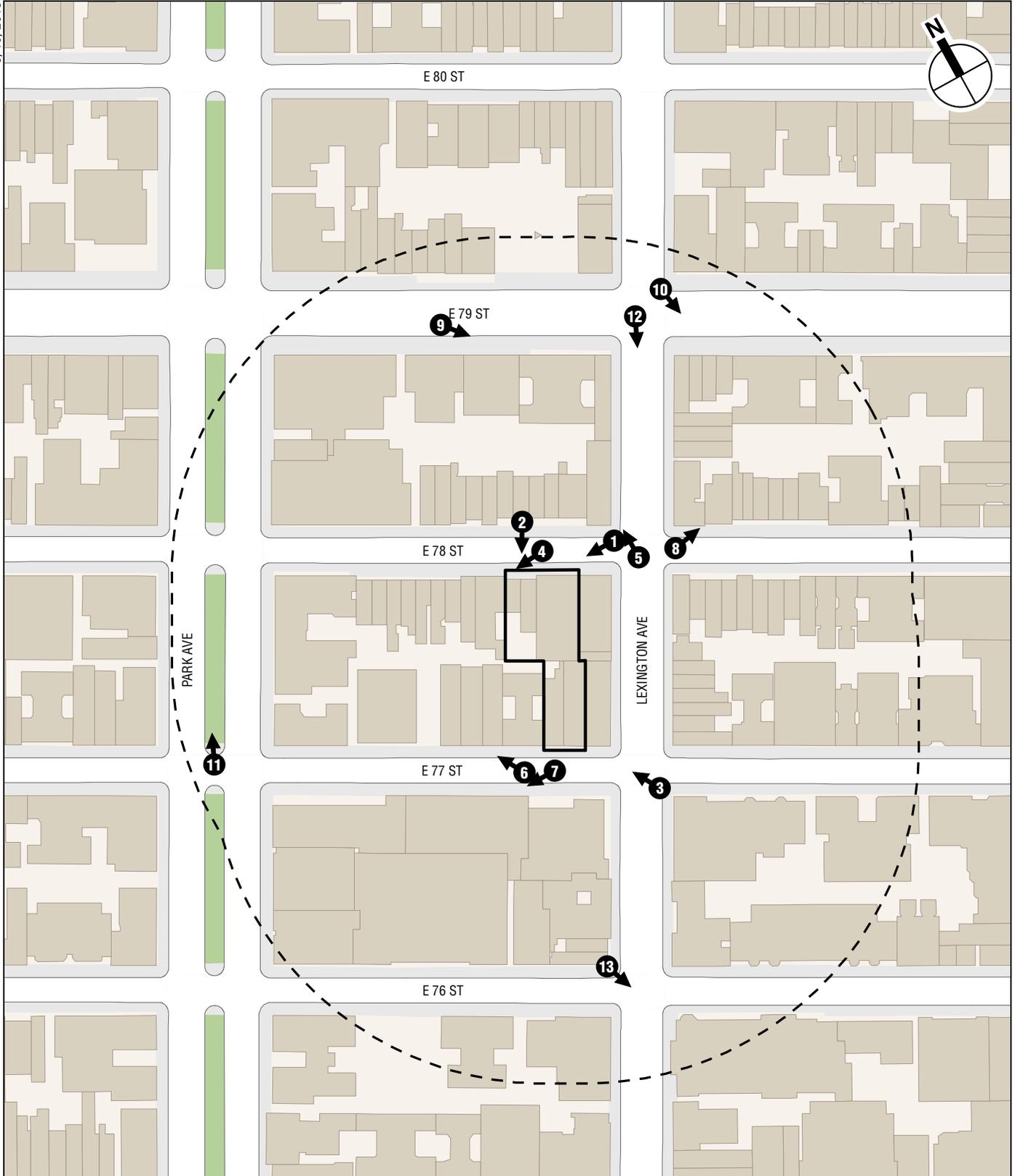
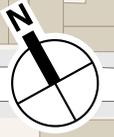
URBAN DESIGN

PROJECT SITE

The project site contains the Allen-Stevenson School, which contains two connected school buildings at 128 East 78th Street (the East Townhouse) and 130-134 East 78th Street (the Main Building) with its Annex (121-123 East 77th Street) ~~on Lot 58~~ and a vacant, formerly residential townhouse at 126 East 78th Street ~~(on Lot 61)~~. The townhouse at 126 East 78th Street and the western half of the townhouse at 128 East 78th Street are located in an R8B/ LH-1A limited height district with a maximum allowable height of 60'-0."

On East 78th Street, the Main Building at 130-134 East 78th Street is a five-story building faced in red brick with limestone detailing, constructed in 1924 and with an addition built in 1965 (see **Photograph 1 of Figure C-3**). The fifth floor windows are arched and the ground floor contains entrances at each end of the building framed in limestone. The building's rooftop has a screened

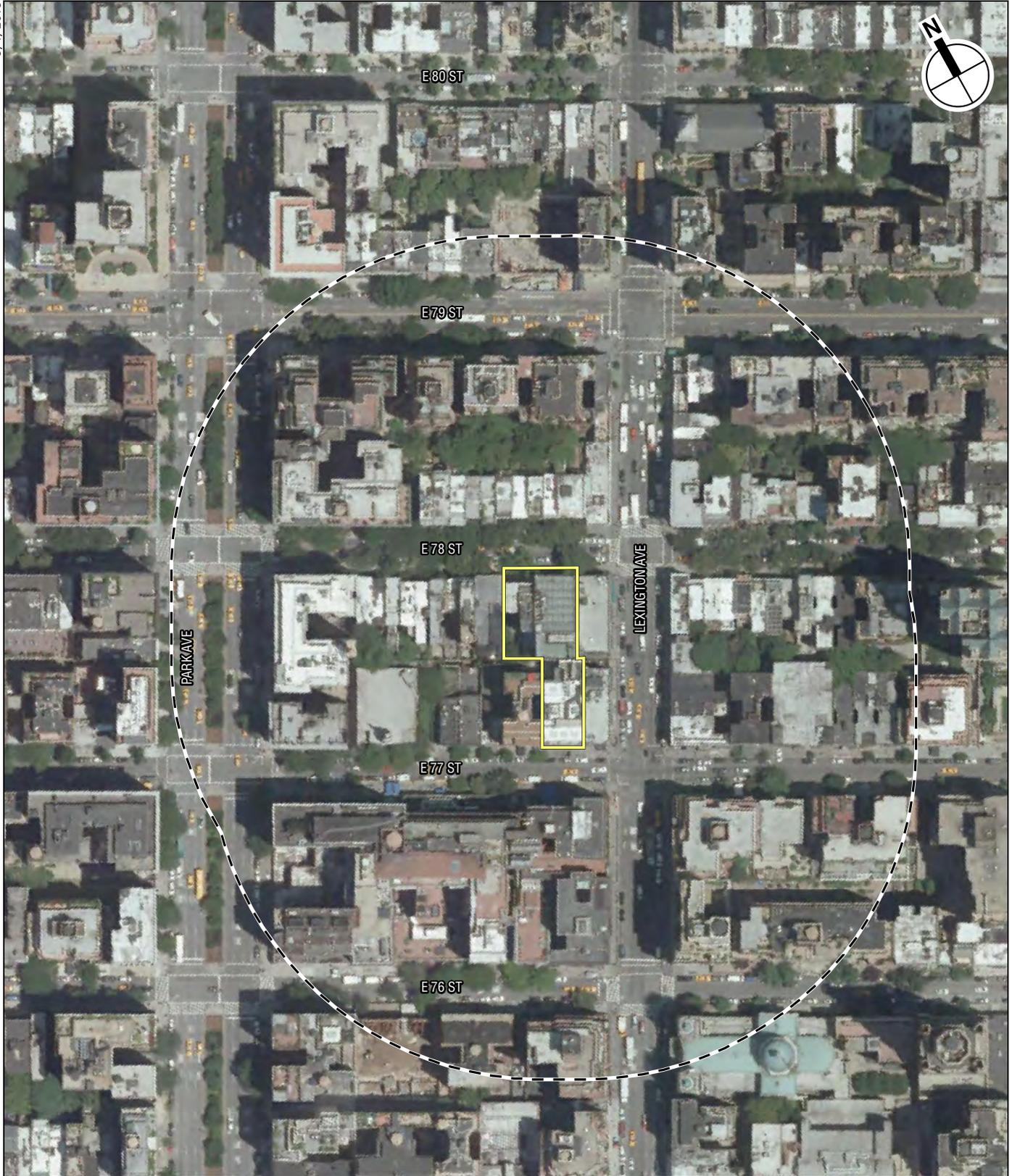
8/10/2015



-  Project Site
-  Study Area (400-foot boundary)
-  Photo View Direction and Reference Number

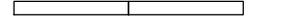


5/1/2015



-  Project Site
-  Study Area (400-foot boundary)

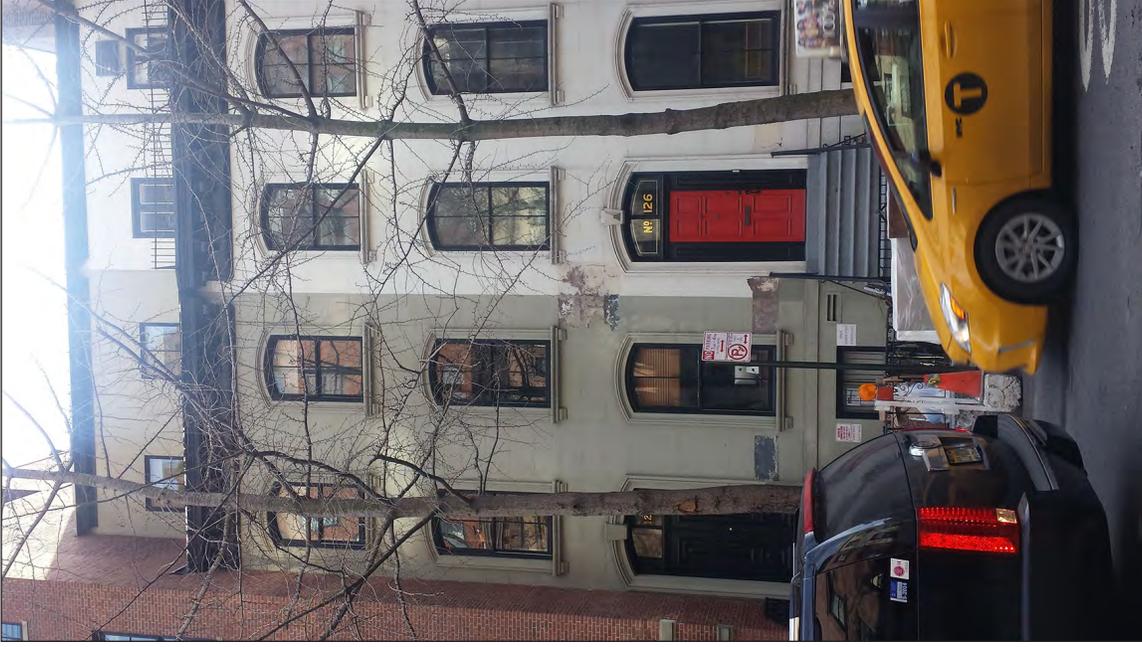
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Urban Design and Visual Resources
Aerial View of Project Site and Study Area
Figure C-2



1 View of the Allen Steven School Main Building at 130-134 East 78th Street and East and West Townhouses at 126 and 128 East 78th Street



2 View of the East and West Townhouses. 128 East 78th Street is on the left. 126 East 78th Street is on the right

Urban Design and Visual Resources -
Views of the Project Site
Figure C-3

play area with brick-faced support columns at each that extend vertically from the fifth floor. The height of the building to the roof of the screened rooftop play area is 80'-9."

Adjacent to west is a five-story 19th century townhouse at 128 East 78th Street, set back from East 78th Street by a narrow paved areaway (see **Photograph 2 of Figure C-3**). The first floor is elevated above the sidewalk and accessed by a stoop. The building has arched windows and is capped by a cornice above the third story, its original height. Set back are two additional stories built in 2002; the fourth story is visible from East 78th Street while the fifth story, set farther back, is not visible from the street. The height of the building is 63'-8", and exceeds the 60'-0" limited height district by 3'-8."

The townhouse at 126 East 78th Street adjoins the townhouse at 128 East 78th Street to the west. This building is similar in design to 128 East 78th Street although it only has one additional rooftop addition above the third floor (see **Photograph 2 of Figure C-3**). This addition, built in 1927, is similar in design and setback as is the fourth floor addition at 128 East 78th Street. This townhouse is 54'-4" tall.

On East 77th Street, the Annex consists of two formerly separate buildings at 121 and 123 East 77th Street. The Annex is five-stories, with a sixth floor fitness room with a metal mansard roof at a height of 77'-1" that spans above the fifth floors of the Annex (see **Photograph 3 of Figure C-4**). The east portion of the Annex (123 East 77th Street) originally consisted of a three-story carriage house which was modified in 1993 to its current five-story configuration) is clad in brick with limestone trim.

The west portion of the annex (121 East 77th Street) reflects alterations made to a 19th century tenement building) in addition to being expanded with the sixth floor fitness room in 1993, was configured to its current appearance with panelized brick and metal cladding in 2003.

STUDY AREA

The urban design of the study area is laid out in the typical Manhattan street grid, with wide north-south avenues and more narrow east-west cross streets. These streets carry one-way traffic with the exception of Park Avenue and East 79th Street, which carry two-way traffic; traffic on Park Avenue is separated by a landscaped central median. The blocks in the study area are formed by the rectilinear street grid and are rectangular in shape.

Overall, the urban design character of the study area is characterized primarily by residential and institutional buildings and also includes commercial uses. Buildings are typically clad in masonry, with the majority clad in brick. Buildings typically have punched window openings though there are a number of instances where buildings are clad in curtain walls of glass, metal and stone. Residential buildings include low-rise townhouses and tenements, and larger apartment buildings ranging in height from nine- to 21-stories. The rooflines of many of these structures are defined with cornices. Buildings typically have flat roofs, and there are a number of buildings in the study area that have mansard or pitched roofs with dormer windows.

Between Lexington and Park Avenues, East 78th Street in the midblock is lined with three to five story townhouses clad in brick and stone (see **Photograph 4 of Figure C-4** and **Photograph 5 of Figure C-5**). These buildings present flat and bowed facades. A number of the townhouses are somewhat set back from the sidewalk, and several have rooftop additions. Most of the buildings have flat roofs, although the building adjacent to the project site at 122 East 78th Street and another townhouse farther west on the block at 112 East 78th Street have mansard and pitched roofs with projecting dormer windows (see **Photograph 1 of Figure C-3**, which shows a

Project Site: 121 and 123 East 77th Street



View of 121 and 123 East 77th Street on the project site and the surrounding buildings on East 77th Street and Lexington Avenue. Surrounding buildings include a 10-story apartment building at 117 East 77th Street, and two six-story apartment buildings on Lexington Avenue between East 78th and East 77th Streets

3



View of the south side of East 78th Street. A portion of the West Townhouse at 126 East 78th Street on the project site is visible on the left

4



View of the north side of East 78th Street between Lexington and Park Avenues 5



View of the north side of East 77th Street between Lexington and Park Avenues, including the Eighth Church of Christ Scientist and 12-story apartment building at the corner with Park Avenue 6

Allen-Stevenson School Renovation and Expansion

portion of the building at 122 East 78th Street to the west of the project site). 12 and 14-story apartment buildings of between 150 and 153 feet in height anchor East 78th Street at the corners with Park Avenue. These buildings have stone bases, with the upper stories clad in brick with decorative stone trim. The buildings at the northwest and southwest corners of East 78th Street and Lexington Avenue differ and include a two-story brick “taxpayer” commercial building at the northwest corner of East 78th Street and Lexington Avenue, and a six-story brick apartment building at the southwest corner of East 78th Street and Lexington Avenue (see **Photograph 3 of Figure C-4**). The buildings on East 78th Street generally form an unbroken street wall, albeit with fluctuations due to setbacks from the sidewalk as discussed above.

The three- to-six story buildings on the south side of East 78th Street on the project block range in height from between approximately 43 feet to 71 feet (excluding the project site); the 12-story apartment building at 875 Park Avenue is approximately 153 feet tall. A number of the buildings, including the 6-story apartment building and the two-story taxpayer at the corners with Lexington Avenue and the apartment buildings at the corners with Park Avenue contain ground floor commercial uses, including offices and neighborhood stores.

East 77th Street is lined with residential buildings, a church, and buildings associated with Lenox Hill Hospital. On the north side of the street these include a 10-story brick apartment building of approximately 110 feet in height at 117 East 77th Street adjacent to the project site to the west, three-story Lenox Hill Hospital buildings of approximately 45 feet in height, a six-story brick apartment building adjacent to the project site to the east at the corner with Lexington Avenue of approximately 67 feet in height, and a 12-story apartment building at the corner with Park Avenue of approximately 150 feet in height (see **Photograph 3 of Figure C-4** and **Photograph 6 of Figure C-5**). These buildings are clad in brick and stone and form a consistent streetwall with the exception of the Eighth Church of Christ Scientist at 103 East 77th Street. The church is one- to- three-stories, clad in red brick with limestone trim, with a gently bowed façade on East 77th Street. The church has a central brick and limestone tower that is capped by a tall copper spire, with an adjoining paved and landscaped garden to the east of it that occupies an approximately 25 by 100 foot lot.

The south side of East 77th Street is occupied by Lenox Hill Hospital, which occupies the full block between East 77th, East 76th and Park and Lexington Avenues. The buildings on the south side of East 77th Street are 12 to 14 stories (approximately 150 to 190 feet tall) and are of a contemporary design (see **Photograph 7 of Figure C-6**). The buildings at the midblock and at the corner of Lexington Avenue are clad in brick. The building that extends to Park Avenue that contains the main entrance to the hospital at 100 East 77th Street has a curtain wall façade of glass, metal and stone panels. This building is set back from the sidewalk behind raised planted garden beds.

The other narrow east-west streets in the study area—East 76th Street and East 77th and East 78th Streets east of Lexington Avenue—contain buildings ranging in height from two- to 12-stories. The buildings are typically residential with some institutional uses, including buildings associated with Lenox Hill Hospital on East 76th Street between Park and Lexington Avenues. Some buildings are also fully tenanted with commercial uses or containing offices and ground-floor stores. Construction is underway for a 16-story residential building at 149 East 78th Street, just east of Lexington Avenue (see **Photograph 8 of Figure C-6**).

East 79th Street, which is a wider street that carries two-way traffic, is lined with a variety of small townhouses and tenements, some with ground floor retail, as well as larger and taller apartment buildings (see **Figure C-7**). The south side of East 79th Street between Park and



7
View of the Lenox Hill Hospital buildings on the south side of East 77th Street between Lexington and Park Avenues



8
View northeast of East 78th Street, east of Lexington Avenue

Urban Design and Visual Resources –
Views of the Study Area
Figure C-6



View of the south side of East 79th Street between Lexington and Park Avenues 9



View southeast of the intersection of East 79th Street and Lexington Avenue 10

Urban Design and Visual Resources –
Views of the Study Area
Figure C-7

Lexington Avenue contains an unbroken wall of residential buildings of between five and 21 stories and of approximately 60 to 255 feet in height. These buildings are clad in brick and masonry, some with setbacks at the upper stories (see **Photograph 9 of Figure C-7**). These larger apartment buildings typically do not have ground floor stores.

Park Avenue is also lined with consistent blocks of 12- to 19-story masonry-clad apartment buildings built in the first decades of the 20th century as well as two- to 12-story buildings associated with Lenox Hill Hospital on the east side of Park Avenue between East 77th and East 76th Streets (see **Photograph 11 of Figure C-8**). As described above, the 12-story building at the southeast corner of Park Avenue and East 77th Street (which contains the main hospital entrance) is clad in a glass, metal and stone curtain wall. The buildings on Park Avenue typically have large footprints, and include buildings that typically rise without setbacks though there are others that step back from the street at the upper stories. The buildings on the east side of Park Avenue on the project block are approximately 150 feet and 153 feet tall.

Lexington Avenue contains a less homogeneous urban design character than does Park Avenue, and includes a mixture of low-rise two-story commercial buildings, four-to seven-story tenement buildings, and larger and taller Lenox Hill Hospital buildings of nine and 13-stories on the west side of Lexington Avenue between East 76th and East 77th Streets (see **Photograph 12 of Figure C-8**). More recently constructed apartment buildings of 16-stories are located on the east side of Lexington Avenue between East 76th and East 77th Streets and at the southwest corner of Lexington Avenue and East 76th Street. These taller buildings have a number of setbacks at the upper stories.

The buildings on Lexington Avenue are typically clad in brick and stone, and many contain ground-floor storefronts including restaurants, grocery stores, drug stores, and other neighborhood services (see **Photograph 10 of Figure C-7** and **Photograph 12 of Figure C-8**). Also on Lexington Avenue is a two-story bank clad in a glass curtain wall at the southeast corner of Lexington Avenue and East 79th Street, and a large church, St. Jean Baptiste Church, at the southeast corner of Lexington Avenue and East 76th Street (see **Photograph 10 of Figure C-7** and **Photograph 13 of Figure C-9**). St. Jean Baptiste Church is an imposing structure clad in stone and fronts onto Lexington Avenue with a Corinthian portico flanked by bell towers. A large dome atop the church is set back from Lexington Avenue.

VISUAL RESOURCES AND VIEW CORRIDORS

PROJECT SITE

As defined in the *CEQR Technical Manual*, “a visual resource is the connection from the public realm to significant natural or built features, including views of the waterfront, public parks, landmark structures or districts, otherwise distinct buildings or groups of buildings, or natural resources (p. 10-1).” As described above and in Attachment B, “Historic and Cultural Resources,” the project site contains three buildings—the Main School and the townhouses at 126 and 128 East 78th Street—that are located in the Upper East Side Historic District. These buildings, in addition to the surrounding structures that compose the historic district, contribute to the aesthetic character of this portion of Manhattan’s Upper East Side.

STUDY AREA

There are a number of visual resources in the study area. These include long and panoramic views on Park Avenue, including the landscaped median and the cohesive assembly of brick



View north on Park Avenue from East 77th Street 11



View south on Lexington Avenue from East 79th Street 12

Urban Design and Visual Resources –
Views of the Study Area
Figure C-8



St. Jean Baptiste Church at the southeast corner of Lexington Avenue and East 76th Street 13

Allen-Stevenson School Renovation and Expansion

apartment buildings that front the avenue and are located in the Upper East Side Historic District (see **Photograph 11 of Figure C-8**). Views to the south terminate at the landmarked Helmsley Building, with its decorative tower at East 46th Street and the large bulk of the Met Life Building rising behind it.

The brick and stone townhouses on tree lined East 78th Street within the Upper East Side Historic District are also aesthetically pleasing as are a number of other small historic row houses in the study area (see **Photograph 5 of Figure C-5**). These include two groups of three- and three ½ story row houses on the north side of East 78th Street east of Lexington Avenue, and a pair of stone clad townhouses on the north side of East 79th Street between Park and Lexington Avenues (see Attachment B, “Historic and Cultural Resources” **Figures B-4 and B-6**). In addition, two churches, St. Jean Baptiste Church at the southeast corner of Lexington Avenue and East 76th Street, and the Eighth Church of Christ Scientist on the north side of East 77th Street between Lexington and Park Avenues are visual resources in the study area (see **Photograph 6 of Figure C-5** and **Photograph 13 of Figure C-9**. Please also see Attachment B, “Historic and Cultural Resources,” for a detailed description of the historic resources described above).

D. THE FUTURE WITHOUT THE PROPOSED PROJECT

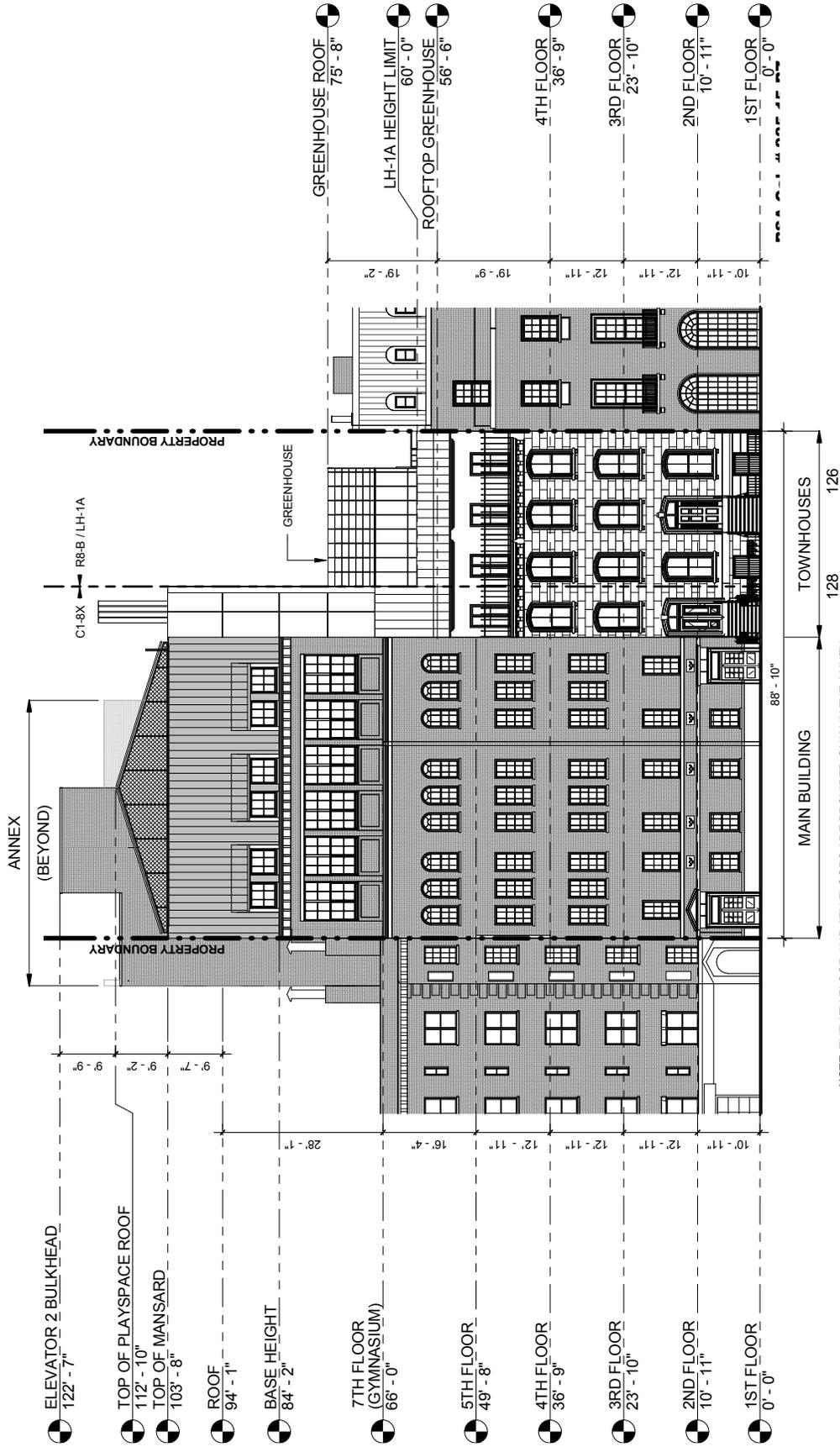
PROJECT SITE

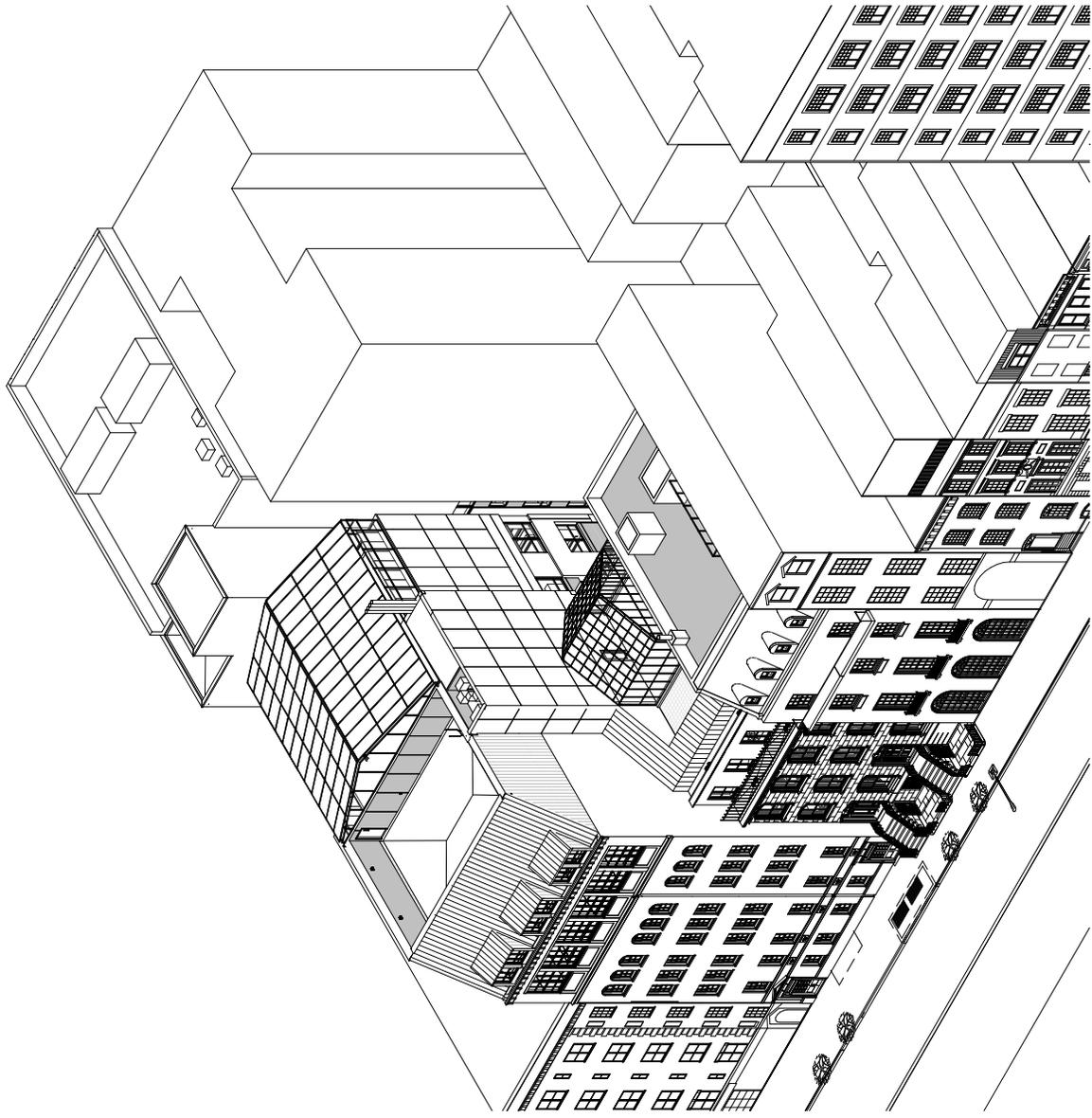
In the future without the proposed project, the Allen-Stevenson School would be expanded in conformance with existing zoning with an approximately 5,400 gross square foot (gsf) gymnasium on the roof of the Main Building at 130-134 East 78th Street, approximately 11,980 gsf of additional gymnasium and physical education space above the Annex, an approximately 6740- gsf greenhouse to be built above the fourth floors of the Townhouses at East 126 and 128 East 78th Street (which would require the removal of the existing non-historic fifth floor at 128 East 78th Street), and ~~lower level and two one- and two three-story rear yard additions to the Townhouse to include new classroom, lab, and music program athletic and dining space.~~ In addition, portions of the existing buildings on the project site would be reconfigured, including aligning the floors of the Townhouses to meet those in the Main Building, and a new covered rooftop play area would be constructed on the roof of the new gymnasium addition at the Main Building.

The proposed gymnasium with mansard roof addition would increase the height of the Main Building by approximately 23 feet, with the total height of the proposed Main Building to the top of the gymnasium mansard roof at 103'-8" tall (see **Figure C-10**). The set back play area would be covered with a roof, with the peak of the roof approximately 113 feet above street level. The proposed addition at the Annex would increase the height of this building from 77'-1" to 114'-10" (see **Figure C-13**). The proposed greenhouse at the East and West Townhouses would be clad in glass and would be oriented east west (see **Figures C-10 and C-11**). The greenhouse would be set back 27'-10" from the facades of the Townhouses and approximately 20 feet tall, with the peak of the roof 75'-8" above street level (see **Figure C-12**).

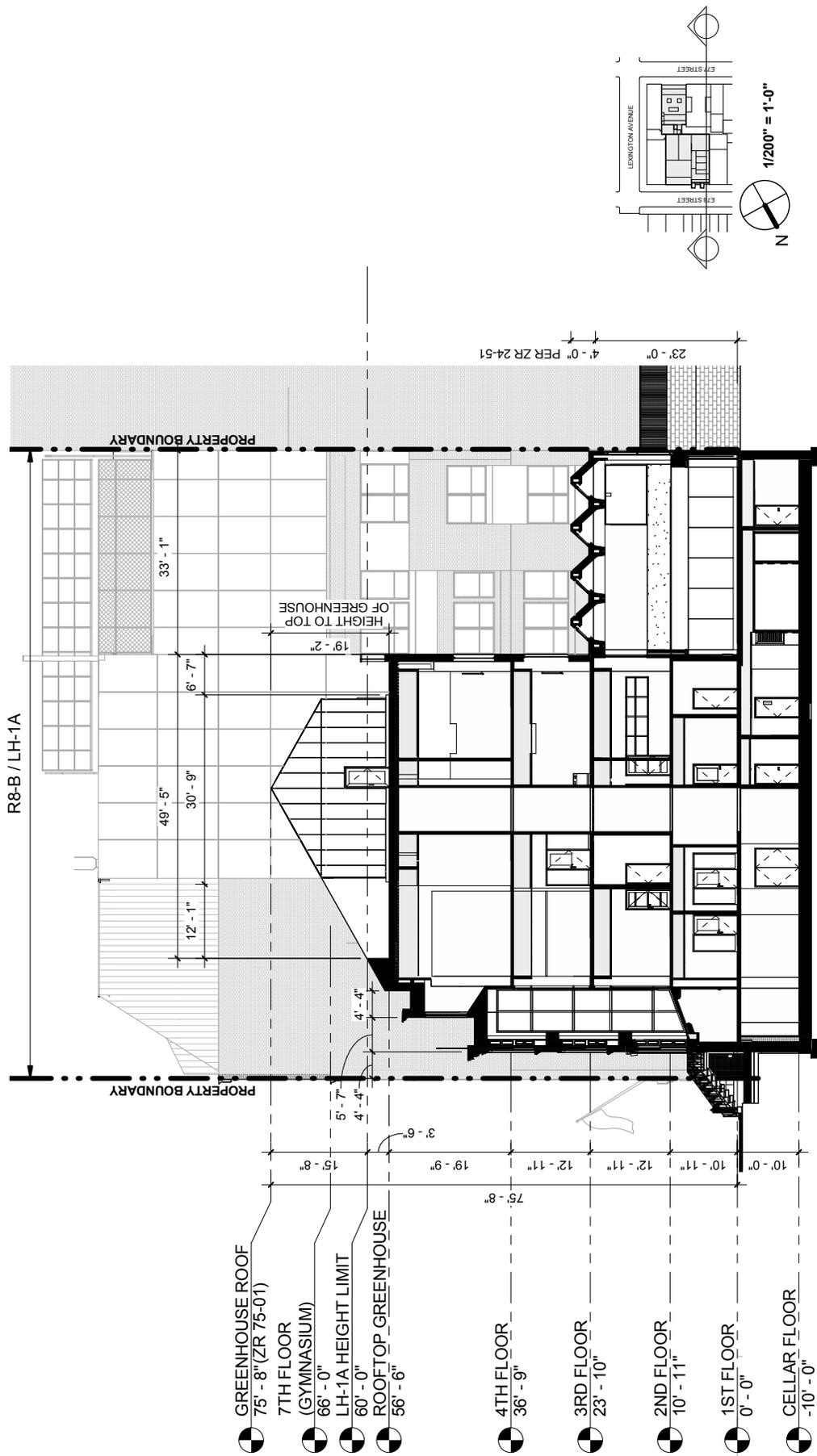
STUDY AREA

As described in Attachment A, “Land Use, Zoning, and Public Policy,” there are four projects in the study area that will be completed by the 2018 build year. 149 East 78th Street is currently under construction, and will contain a 16-story, 15-unit residential building. 122 East 78th Street

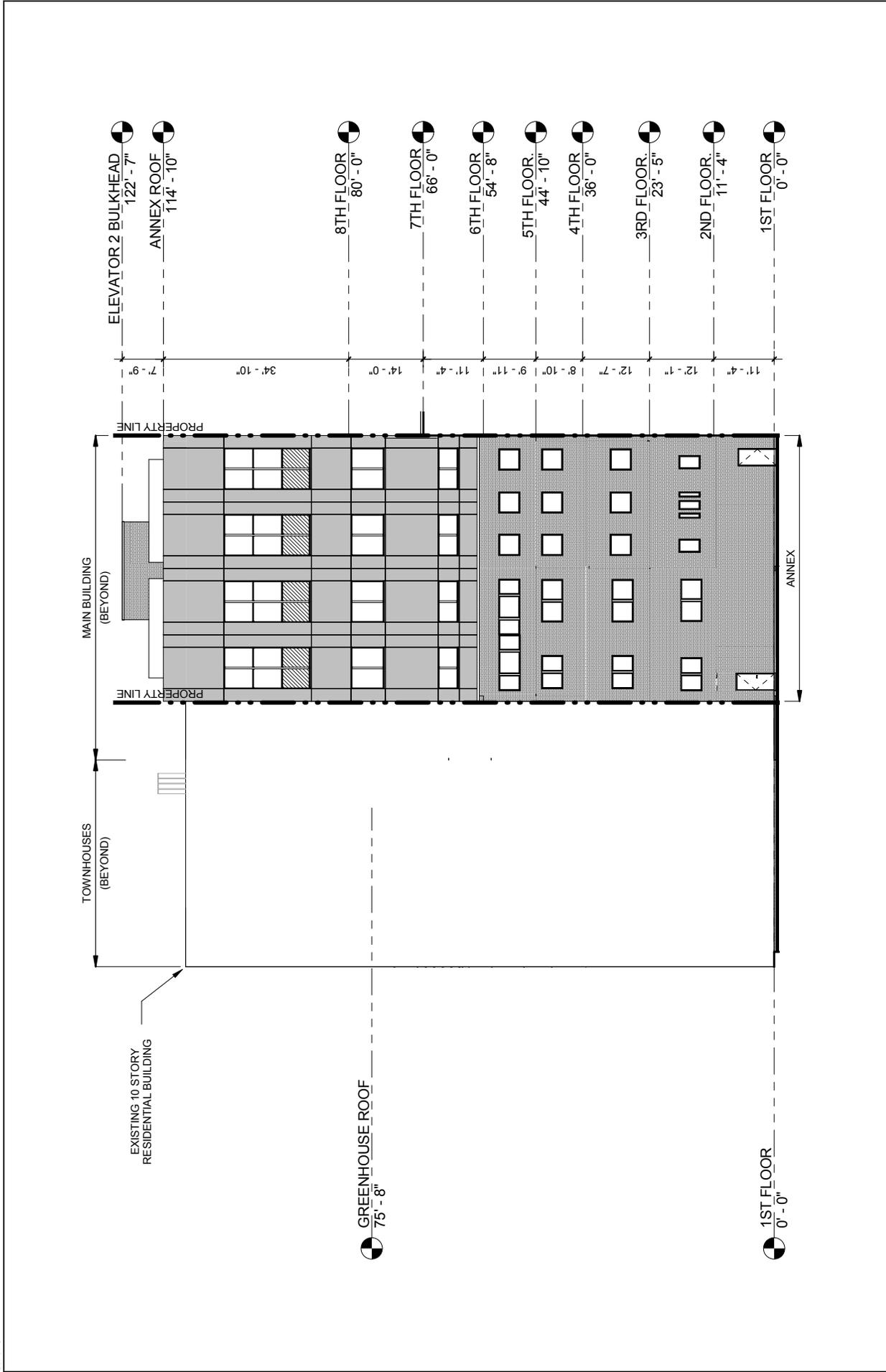




Complying Massing
Figure C-11



Complying Section: North-South
Figure C-12



Complying Elevation: East 77th Street
Figure C-13

is being converted from a multifamily townhouse into a single-family home. In the southern portion of the study area, six townhouses at 110-120 East 76th Street are being converted into three townhouses. In addition, building plans have been filed (but not yet approved) for a new five-story single-family townhouse that would replace two buildings located at 152 and 154 East 78th Street, across Lexington Avenue and to the east of the project site; that project could be completed by the 2018 build year. The proposed developments would be consistent with the mix of smaller and larger residential buildings in the area and are not anticipated to result in a notable change to the study area's urban design or views to visual resources.

E. PROBABLE IMPACTS OF THE PROPOSED PROJECT

URBAN DESIGN

The *CEQR Technical Manual* guidelines state that if the preliminary assessment shows that changes to the pedestrian environment are sufficiently significant to require greater explanation and further study, then a detailed analysis is appropriate. Examples include projects that would potentially obstruct view corridors, compete with icons in the skyline, or make substantial alterations to the streetscape of a neighborhood by noticeably changing the scale of buildings. Detailed analyses also are generally appropriate for areawide rezonings that include an increase in permitted floor area or changes in height and setback requirements, general large-scale developments, or projects that would result in substantial changes to the built environment of a historic district or components of a historic building that contribute to the resource's historic significance.

PROJECT SITE

In the future with the proposed project, the proposed project would include several components that could be constructed absent the proposed action. These include the new gymnasium and covered play area on the Main Building, additional gymnasium and physical education space above the Annex, lower level and rear yard expansions to the townhouses at 126 and 128 East 78th Street, interior reconfiguration of the existing school buildings including aligning the floors of the Townhouses to meet those in the Main Building, and a greenhouse above the Townhouses, as described above in the future with the proposed project.

The gymnasium addition would be clad in brick similar to the Main Building, with a Mansard roof with dormer windows that minimizes the height of the addition (see **Figures C-143 and C-165**). The side facades of the addition to the height of the Mansard roof would also be clad in brick. The window fenestration of the proposed gymnasium on East 78th Street, including punched openings and multi-pane windows, as well as stone detailing, have also been designed to complement the Main Building and the urban design of the study area (see **Figures C-143 through C-165**). The proposed rooftop addition at the Annex would be clad in metal panels with window placement that generally relates to the window bays at the lower stories (see **Figure C-18**). The metal and glazed façade would be compatible with the design of the portion of the Annex at 121 East 77th Street that also has a metal and glazed façade.

The proposed project would include the construction of a new fifth floor with 1,980 gsf that would contain space for the School's visual arts program above the fourth floors of the Townhouses at 126 and 128 East 78th Street. The fifth floor visual arts program space would have a sloping glass roof and would be set back 9'-11" feet from the facades of the Townhouses on East 78th Street (see **Figures C-165 and C-176**). Construction of the visual arts program

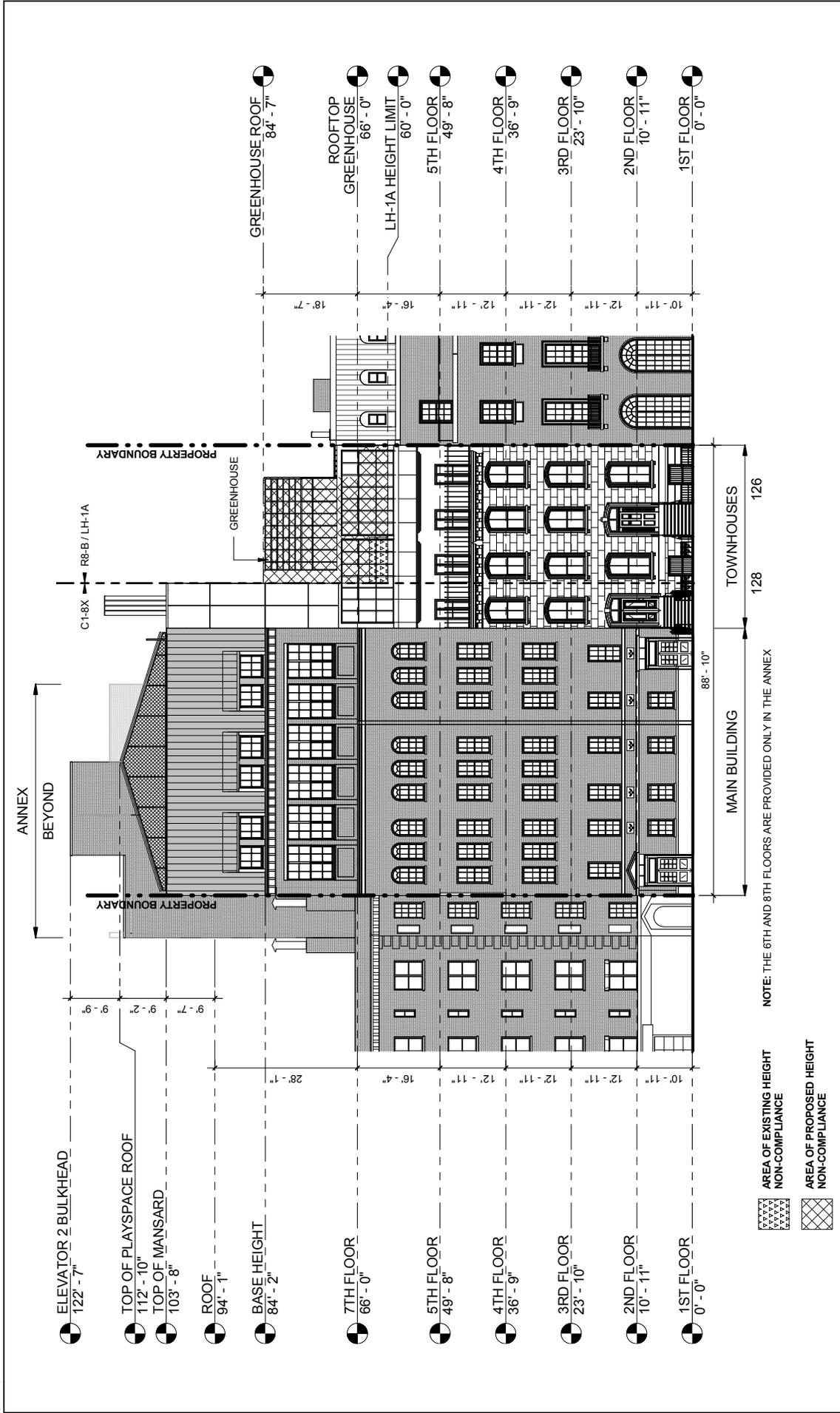


Existing Condition 1

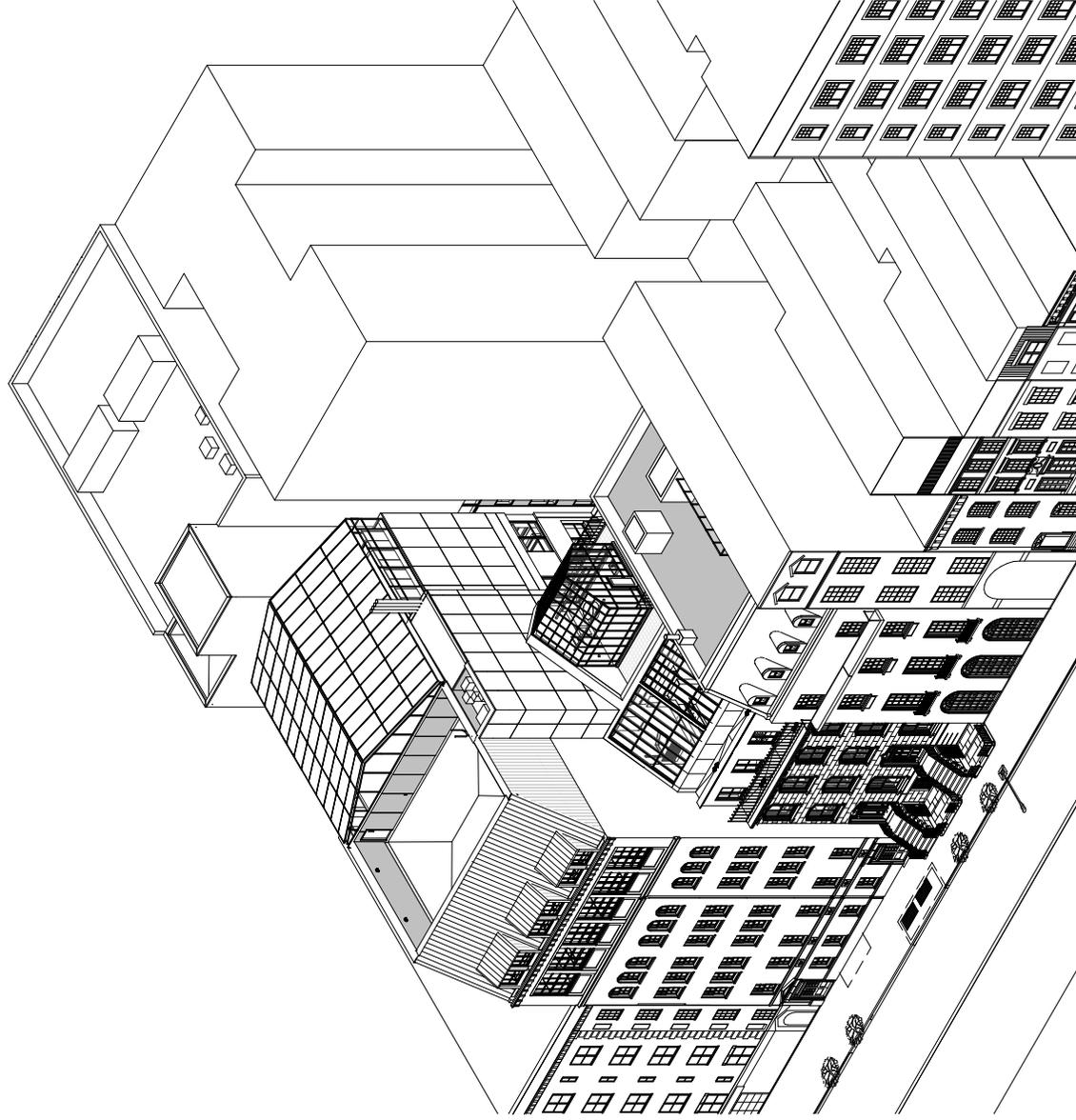


Illustrative Rendering, Proposed Project 2

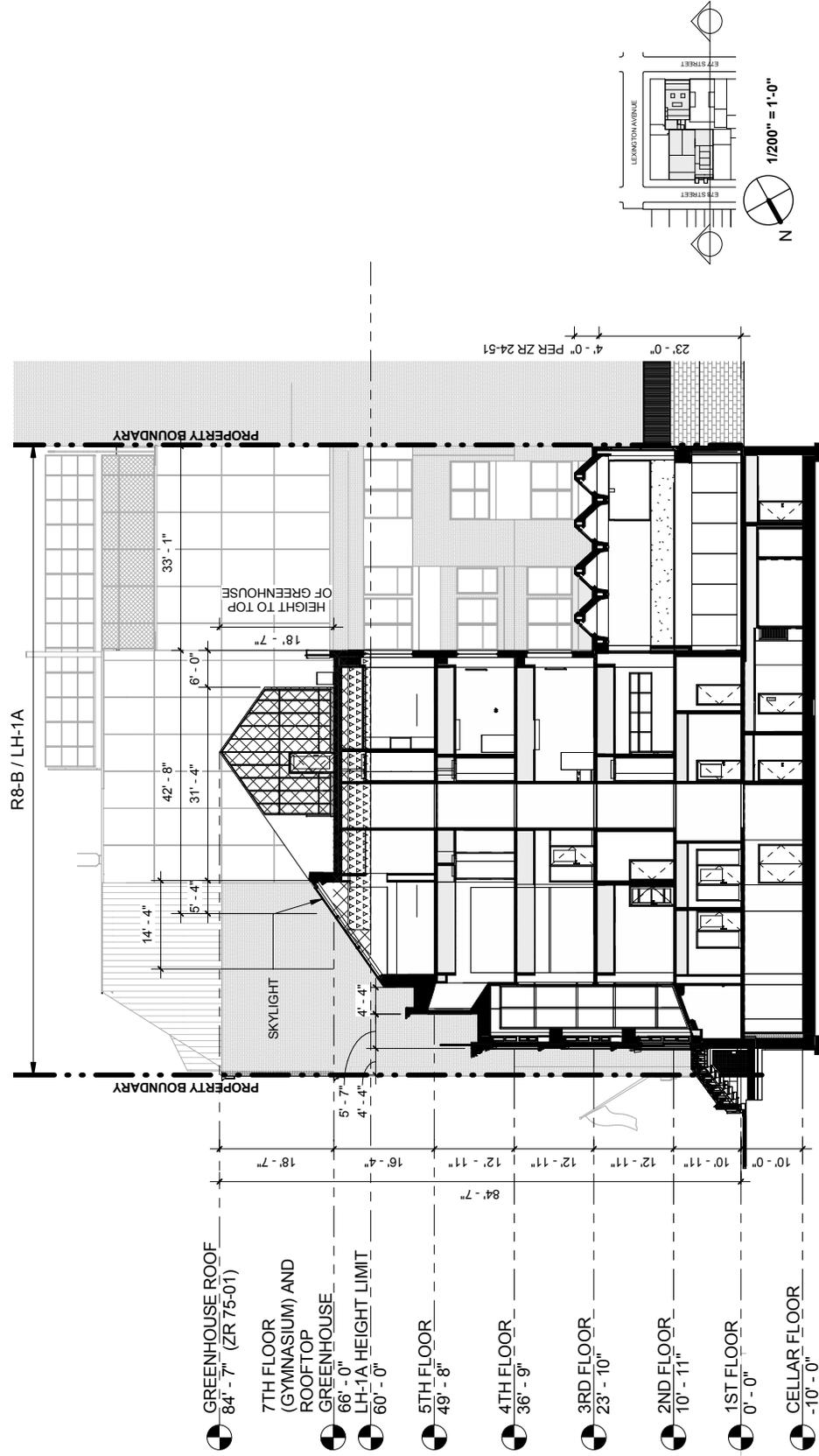
Comparison of Views looking southwest on East 78th Street
Figure C-14



Proposed Elevation—East 78th Street
Figure C-15



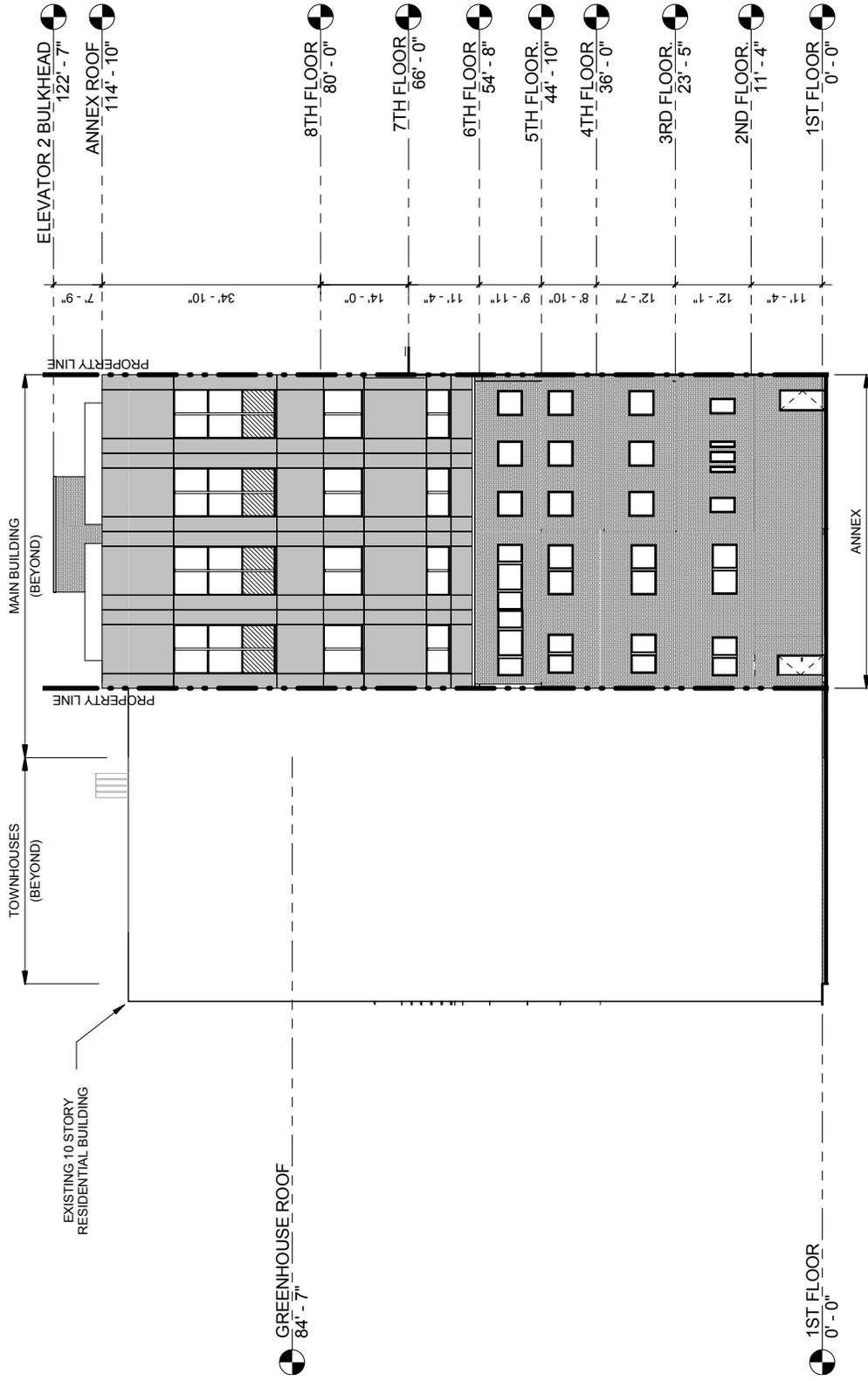
Proposed Massing
Figure C-16



 AREA OF EXISTING HEIGHT NON-COMPLIANCE
 AREA OF PROPOSED HEIGHT NON-COMPLIANCE

NOTE: THE 6TH AND 8TH FLOORS ARE PROVIDED ONLY IN THE ANNEX

Proposed Section: North-South
 Figure C-17



NOTE: THE 6TH AND 8TH FLOORS ARE PROVIDED ONLY IN THE ANNEX

Proposed Elevation: East 77th Street
Figure C-18

Allen-Stevenson School Renovation and Expansion

space would require the removal of the existing fifth floor of the townhouse at 128 East 78th Street. Construction of the visual arts program space would require waivers of front wall and building height controls to increase the height of the East Townhouse by an additional 2'-4" from 63'-8" to 66'-0" and the height of the West Townhouse by 6'-0" above the 60 foot height limit, also to a height of 66'-0" within the R8B/LH-1A limited height district (see **Figures C-154 and C-176**). The total height of the West Townhouse would increase a total of 11'-8", of which 5'-8" would be permitted as of right.

The approximately 4210-gsf greenhouse that would be built above the visual arts program space would also require waiver of building height controls and would be approximately 18'-7" feet tall, with the peak of the roof 84'-7" above street level (see **Figure C-176**). The greenhouse would be set back 37'-7" from the facades of the townhouses on East 78th Street. It would be a glazed structure with a gable roof, oriented east-west (see **Figure C-165**).

The proposed visual arts program space—the proposed fifth floor above the Townhouses—and the proposed greenhouse that would be built above the visual arts program space would be outside the line of site to the pedestrian at street level. The rear yard additions would also not be visible from the public thoroughfares.

STUDY AREA

The proposed additions would be constructed on buildings within an existing block and, as such, would not alter street orientation, street patterns, block shapes, or natural resources in the study area.

Overall the proposed project would be consistent with the urban design character of the study area and would not adversely impact the experience of a pedestrian in a project area. As described above, the total approximate 104-foot-height of the Main Building with gymnasium would be in keeping with the heights of the buildings in the study area. The proposed approximately 115-foot-height of the addition of the Annex would also be compatible with the heights of buildings in the study area. The building's massing of the additions at the Main Building and the Annex without setbacks would also be consistent with a large number of the buildings in the study area. The gymnasium-additions at the Main Building and the Annex have also been designed to fit into the existing urban design context with respect to the façade and roof treatment. The addition at the Main Building would be clad in brick, which would be compatible with the urban design character of the Main Building itself and much of the study area, including the neighboring buildings on East 78th and East 77th Streets (see **Figure C-143**). The proposed Mansard roof, which slopes away from East 78th Street diminishing its visibility, complements the architecture of the neighborhood, where there are a number of buildings designed with Mansard roofs that also include dormer windows. As described above, these include ~~the school's Annex at 121-123 East 77th Street on the project site where a sixth floor fitness room with a metal mansard roof at a height of 77'-1" spans above the fifth floor of the Annex, and the nearby buildings at 112 and 122 East 78th Street.~~ The proposed windows, to include punched openings in the brick façade and multi-pane windows, would also be compatible with the urban design character of the study area.

The metal and glazed addition at the Annex would be compatible with the urban design of the study area, which as described above, includes glazed and metal curtain wall treatments, including Lenox Hill Hospital at 100 East 77th Street and the two-story bank at the southeast corner of Lexington Avenue and East 79th Street. The Annex would be approximately the same height as the adjacent 10-story brick apartment building at 117 East 77th Street. Furthermore, as

described above, the proposed additions to the Main Building and the Annex may be constructed as of right within the existing zoning envelope.

Though the proposed project would result in rooftop additions at the East and West Townhouses of approximately 2'-4" and 11'-8" in height, and with an additional 18 feet 7 inches increase for the greenhouse, the exceedance over the 60 foot height limit would be minimal, ~~at 2' 4" above the existing nonconforming 63' 8" height for the East Townhouse and 6' 0" at the West Townhouse~~. The total height of the Townhouses at 66 feet and with a setback greenhouse at 84 feet 7 inches in height would be in keeping with the heights of buildings in the study area, including buildings located on the side streets.

The visual arts program space and greenhouse additions would be clad in glass, which is consistent with the urban design character of the area, which includes buildings with glazed curtain wall facades. As described above, these include the Lenox Avenue Hospital building at 100 East 77th Street which has a curtain wall façade of glass, metal and stone panels, and a bank clad in a glass curtain wall at the southeast corner of Lexington Avenue and East 79th Street. However, due to the setback of these additions from East 78th Street and their design with sloping roofs, the additions to the Townhouses would not be visible to the pedestrian at street level.

VISUAL RESOURCES AND VIEW CORRIDORS

According to the guidance of the *CEQR Technical Manual*, additional visual resources analysis is required if: a project would partially or totally block a view corridor or a natural or built resource or a natural or built visual resource, and that resource is rare in the area or considered a defining feature of the neighborhood; or, a project would change urban design features so that the context of a natural or built visual resource is altered (for example, if a project alters the street grid so that the approach to the resource changes; if a project changes the scale of surrounding buildings so that the context changes; or if a project removes lawns or other open areas that serve as a setting for the resource).

Key considerations in the assessment of the significance of a visual resource impact may include whether the project obstructs important visual resources and whether such obstruction would be permanent, seasonal, or temporary; how many viewers would be affected; whether the view is unique or do similar views exist; or whether the visual resource can be seen from many other locations.

PROJECT SITE

As described above, the Main Building and the townhouses at 126 and 128 East 78th Street, located in the Upper East Side Historic District, contribute to the aesthetic character of the study area, which includes other buildings contained within the Upper East Side Historic District.

The proposed project has been designed to respect the historic character of the Upper East Side Historic district, with the proposed project having received approval by the New York City Landmarks Preservation Commission (see Attachment B, "Historic and Cultural Resources"). The proposed project, which involves renovations and rooftop and rear additions to existing buildings, would not obstruct views to historic buildings on the project site, nor alter the appearance of the Main Building or the East and West Townhouses in a manner that would adversely affect their aesthetic character.

Allen-Stevenson School Renovation and Expansion

STUDY AREA

The proposed project, consisting of rear yard and rooftop additions to existing buildings, would not alter important view corridors or obscure visual resources from public view in the study area. Views of visual resources in the study area, including views on Park Avenue, of historic townhouses located in the study area including within the boundaries of the Upper East Side Historic District, and of St. Jean Baptiste Church and the Eighth Church of Christ Scientist, would not be obstructed and these visual resources would remain prominently visible to the pedestrian in the future with the proposed project. Therefore, the proposed project would not have adverse impacts on visual resources and important visual corridors in the study area.

Overall, although the proposed project would result in a physical alteration beyond that allowed by existing zoning, it would not result in any significant adverse impacts to urban design and visual resources, or the pedestrian's experience of the urban design character of the area. Therefore, no further analysis is warranted. *

A. INTRODUCTION

This attachment presents the findings of the hazardous materials assessment and identifies potential issues of concern that could pose a hazard to workers, the community, and/or the environment during or after construction of the proposed project. The project site includes three buildings at 130-134 East 78th Street (the Main Building), 121-123 East 77th Street (the Annex), and a vacant, former residential brownstone at 126 East 78th Street which is to be incorporated into the school. The proposed project would also entail: rear yard and rooftop additions to 126 and 128 East 78th Street; a rooftop addition to 130-134 East 78th Street; and interior renovation in various school areas. The proposed project would require excavation to approximately ~~18-12~~ feet below street grade to expand ~~and deepen~~ the existing basements of 126 ~~and 128~~ East 78th Street, and potentially limited excavation beneath 130-134 East 78th Street, if required to support the rooftop addition.

A Phase I Environmental Site Assessment (ESA) of the project site was performed in April 2015 in accordance with ASTM Standard E1527-13, Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Practice. The ESA included a visual inspection; and a review of historical land use maps, local records, and State and federal regulatory databases. Since the Phase I ESA identified past petroleum storage and a nearby dry cleaner, a Subsurface (Phase II) Investigation was completed in accordance with a February 2016 Subsurface Investigation Work Plan, reviewed by the New York City Department of Environmental Protection (DEP) and approved in a letter dated March 29, 2016.

B. EXISTING CONDITIONS

SUBSURFACE CONDITIONS

The project site is approximately 60 feet above sea level, sloping down to the east. Based on a 2014 geotechnical study, the project site is underlain by an approximately 10-foot layer of fill materials (including sand, silt, gravel, and/or brick fragments), which is in turn underlain by apparent native glacial till and decomposed rock. Bedrock was first encountered at approximately 20 feet below grade. During the Subsurface (Phase II) Investigation sand and silt were encountered along with some gravel and fill material (brick and concrete). Refusal was encountered on apparent bedrock at approximately 9 feet below ground surface in one boring and at approximately 5 and 8 feet below basement grade in two borings.

The geotechnical study encountered groundwater (likely perched on bedrock) approximately 17.5 to 19 feet below grade. The Phase II Investigation encountered groundwater at approximately 14 feet below ground surface in an existing well, but it was not encountered in the any of the soil borings installed to approximately 8 feet below existing basement grade. Based on surface topography, groundwater would be expected to flow in a generally easterly direction toward the East River (approximately 0.65 mile away). However, actual groundwater depth and

Allen-Stevenson School Renovation and Expansion

flow direction may be affected by the two-level subway tunnels approximately 60 feet to the east beneath Lexington Avenue, other subsurface openings or obstructions, bedrock geology, and other factors beyond the scope of this assessment. Groundwater in Manhattan is not used as a source of potable water.

HAZARDOUS MATERIALS ASSESSMENT

The Phase I ESA identified the following, including Recognized Environmental Conditions (RECs), i.e., the presence or likely presence of hazardous substances or petroleum in the ground or groundwater (the first two bullets):

- A fuel oil aboveground storage tank (AST) was reportedly removed from the boiler room of 130-134 East 78th Street in the 1980s. This tank was not registered with the New York State Department of Environmental Conservation (NYSDEC), and no closure records were provided. No odors or staining were noted in this boiler room, which now has a gas-fired boiler used for heating all school buildings. Although no records of historical fuel oil use were identified for any other buildings, fuel tanks may historically been present.
- A dry cleaner has been located in an east-adjacent building at 1104 Lexington Avenue (near East 77th Street) since at least 1998. The regulatory database did not list this dry cleaner as a hazardous waste generator (i.e., it may conduct dry cleaning off-premises). The regulatory database identified nearby reported petroleum spills, petroleum storage facilities, and hazardous waste generators with some potential to affect subsurface conditions beneath the project site, including two closed-status petroleum spills at the west-adjacent property.
- Known and suspect asbestos-containing materials (ACM) have been identified in the buildings. Given the age of the buildings, there may be lead-based paint (LBP), and fluorescent lighting fixtures and other electrical equipment that could include polychlorinated biphenyls (PCBs). The existing school buildings were gut-renovated in the late 2000s; the recently renovated areas are less likely to contain ACM, LBP, and PCBs. The school's hydraulic elevator equipment and electrical transformer were reportedly installed during the renovation in the 2000s, and are thus not anticipated to include PCBs.
- Chemical storage included small quantities of paint, cleaning and maintenance chemicals, and school laboratory chemicals in containers under one gallon. The observed chemicals were neatly stored and labeled with no evidence of a release. Any laboratory chemicals discharged to sinks passed through a neutralizer in the school's basement prior to entering the sewer system.

The Subsurface (Phase II) Investigation consisted of the advancement of five borings with the collection and laboratory analysis of eight soil samples, one groundwater sample (collected from a geotechnical monitoring well previously installed on the southwestern portion of the Project Site) and the installation of four soil vapor points with the collection of a soil vapor sample from each. Additionally, soil samples were collected for waste characterization purposes from three of the borings to assist in determining disposal options for excess soil generated by the proposed project.

- The laboratory analysis of the soil samples revealed levels of certain semivolatile organic compounds (SVOCs) and metals in all samples, but at levels consistent with the identified fill material encountered in the borings and not indicative of a spill or release. Waste characterization analyses indicated soils in one sample exceeded the regulatory threshold for leachable lead, indicating that soils from this area requiring excavation may require disposal under hazardous waste regulatory requirements.

- Laboratory analysis of the groundwater sample indicated, as is frequently the case in Manhattan, one SVOC and certain metals exceeded drinking water standards. As groundwater in Manhattan is not used as a source of drinking water, this finding is not of concern.
- Laboratory analysis of the soil vapor samples indicated no exceedances of New York State Department of Health indoor Air Guidance values (AGVs), though some low levels (there are no City or State guidance values) of certain compounds typically associated with gasoline were identified at concentrations not atypical of urban areas.

C. THE FUTURE WITHOUT THE PROPOSED PROJECT

In the future without the proposed project, as-of-right additions and renovations would be constructed, which would entail similar excavation to the proposed project. Although the potential for hazardous materials exposure would be similar to the proposed project, controls on soil disturbance would potentially be less stringent, i.e., there would be no requirement for a ~~Subsurface (Phase II) Investigation, or for~~ construction to be conducted in accordance with a Remedial Action Plan (RAP) and Construction Health and Safety Plan (CHASP). Legal requirements (including DEC and United States Environmental Protection Agency [EPA] regulations) pertaining to ACM, lead-based paint, and potential PCB-containing equipment would need to be followed.

D. PROBABLE IMPACTS OF THE PROPOSED PROJECT

The proposed project would entail renovation and/or expansion of the existing structures, with excavation to approximately ~~18-12~~ 12 feet below grade to extend ~~and deepen~~ the basements of 126 ~~and~~ 128 East 78th Street, and potential limited excavation for foundation reinforcement beneath 130-134 East 78th Street. Although these activities could increase pathways for human exposure, impacts would be avoided by performing the project in accordance with the following:

- ~~Prior to construction, a Subsurface (Phase II) Investigation involving the collection of subsurface samples for laboratory analysis would be conducted in accordance with a New York City Department of Environmental Protection (DEP) approved Work Plan. Based on the findings of the Subsurface (Phase II) Investigation Phase II, an April 2016 Remedial Action Plan (RAP) and associated Construction Health and Safety Plan (CHASP) would be~~ prepared and submitted to DEP for review and approval. DEP approved them (with one minor addition) in a letter dated May 13, 2016. The RAP and CHASP would be implemented during the subsurface disturbance associated with the proposed project. The RAP would address requirements for items such as: soil stockpiling, soil disposal and transportation (including any soils requiring disposal under hazardous waste requirements); dust control; quality assurance; and contingency measures should petroleum storage tanks or contamination be encountered. The RAP would also address any measures required to be incorporated into the new construction, such as incorporating a vapor barriers into the new foundations and requirements for the thickness and quality of soil imported for new landscaping. The CHASP would include measures for worker and community protection, including personal protective equipment, dust control and air monitoring.
- If dewatering is necessary for the proposed construction, water would be discharged to sewers in accordance with DEP requirements.

Allen-Stevenson School Renovation and Expansion

- As with the future without the proposed project, any suspect ACM that would be disturbed by the proposed project would be surveyed and analyzed for asbestos by a NYC-certified asbestos investigator. Known and suspect ACM affected by the project would be removed and disposed of prior to the disturbance in accordance with local, state and federal requirements.
- As with the future without the proposed project, any activities with the potential to disturb lead-based paint would be performed in accordance with applicable requirements (including federal Occupational Safety and Health Administration regulation 29 CFR 1926.62 - Lead Exposure in Construction). Additional local and federal requirements applicable to any residential units and “child-occupied facilities” (as defined by the EPA) would continue to be followed.
- As with the future without the proposed project, unless there is labeling or test data indicating that any suspect PCB-containing electrical equipment and fluorescent lighting fixtures do not contain PCBs, and that any fluorescent lighting bulbs do not contain mercury, if disposal is required, it would be conducted in accordance with applicable federal, state and local requirements.

With these measures, the proposed development would not result in any significant adverse impacts related to hazardous materials. *

A. INTRODUCTION

The potential for air quality impacts associated with the proposed expansion to the Allen-Stevenson School is assessed in this attachment. The proposed school expansion is not expected to increase the number of vehicle trips. Therefore, no mobile source analysis is required. The proposed project includes additions to the existing East and West Townhouse buildings at 126 and 128 East 78th Street, the Main Building at 130-134 East 78th Street, and the Annex at 121-123 East 77th Street. Since, based on the current design, the proposed project would include natural gas-fired heat and hot water systems, a stationary source analysis was conducted to evaluate the potential impact from these sources on air quality. As discussed in detail below, the proposed project would not result in any significant adverse impacts on air quality.

B. METHODOLOGY FOR PREDICTING POLLUTANT CONCENTRATIONS

OVERVIEW

Stationary source analyses were conducted using the methodology described in the 2014 *City Environmental Quality Review (CEQR) Technical Manual* to assess air quality impacts associated with emissions from the proposed project's heat and hot water systems. The primary pollutant of concern when burning natural gas is NO₂. An initial screening analysis was prepared using basic project information using the procedure outlined in the *CEQR Technical Manual* for screening fossil fuel-fired heating, ventilation and air conditioning (HVAC) systems, and further screening was performed using the EPA approved AERSCREEN model to evaluate potential 1-hour average nitrogen dioxide (NO₂) and particulate matter less than 2.5 microns in diameter (PM_{2.5}) 24-hour and annual average impacts. Potential 1-hour average NO₂ concentrations, added to representative background concentrations in the area, were compared to the National Ambient Air Quality Standards (NAAQS). Potential 24-hour and annual average incremental concentrations of PM_{2.5} were compared to the PM_{2.5} guidance thresholds defined in the *CEQR Technical Manual*.

Since the proposed project failed the AERSCREEN analysis, a refined analysis was prepared using the EPA approved AERMOD model to evaluate the potential for 1-hour average NO₂ and 24-hour and annual average PM_{2.5} impacts.

EMISSION RATES AND STACK PARAMETERS

The proposed project would ~~include~~ utilize two (2) existing natural gas-fired boilers rated at 2.5 4 million British thermal units per hour (MMBtu/hr) each, with only one boiler operating at any time. Annual emissions rates for heating and hot water systems were calculated based on fuel consumption estimates, using energy use estimates based on type of development and size of the building (~~98113,460~~ 98 gross square feet [gsf]) as recommended in the *CEQR Technical Manual*,

Allen-Stevenson School Renovation and Expansion

and applying the EPA’s *Compilations of Air Pollutant Emission Factors (AP-42)* emission factors for natural gas-fired boilers.¹ The short-term emission rate was calculated using the ~~maximum~~ boiler operating capacity of ~~3.024~~ MMBtu/hr and AP-42 emission factors. Based on design information, the boiler exhausts would be vented through individual stacks located on outside of the bulkhead of the stair core between the East Townhouse building and the Main Building at 130-134 East 78th Street, at a height of approximately ~~113~~ 116 feet above grade.

The emission rates and exhaust stack parameters used in the modeling analyses are presented in **Table E-1**.

**Table E-1
Exhaust Stack Parameters and Emission Rates**

Stack Parameters (per stack)	Proposed Project
Stack Height (feet) ⁽¹⁾	116
Stack Diameter (feet) ⁽¹⁾	0.83
Exhaust Temperature (degrees Fahrenheit) ⁽²⁾	307.8
Exhaust Velocity (meters/second) ^(2,3)	1.393
<i>Emission Rate (grams/second)</i>	
NO ₂ (1-hour average)	0.004600740
PM _{2.5} (24-hour average)	0.000700056
PM _{2.5} (Annual average)	0.0002
Note:	
(1) Based on design information provided.	
(2) <u>The stack exhaust temperature was estimated based on a survey of DEP registrations for similar size equipment.</u>	
(3) The stack exhaust flow rate is estimated based on the type of fuel and heat input rate.	

The proposed project would also include one emergency generator to serve the School buildings in the event of the loss of utility electrical power. The proposed generator would be tested at regular intervals to ensure its availability and reliability in the event of an actual emergency. The proposed generator would be tested once monthly for 30 minutes and once a year for an hour and a half. It would not be operated continuously and would not constitute a significant long-term source of air pollution.

CEQR TECHNICAL MANUAL HVAC SCREENING

An initial screening analysis was performed using the methodology described in Section 322.1 of Chapter 17 of the *CEQR Technical Manual*. This methodology determines the threshold of development size below which the action would not have a significant adverse impact relative to carbon monoxide, particulate matter less than 10 microns in diameter (PM₁₀), sulfur dioxide (SO₂), and annual average NO₂ NAAQS levels (see “AERSCREEN Analysis” below for additional standards.) The screening procedure utilizes information regarding the type of fuel to be burned, the maximum development size, and the exhaust stack height to evaluate whether or not a significant impact is possible.

¹ EPA. *Compilations of Air Pollutant Emission Factors AP-42*. Fifth Edition, Volume I, Chapter 1, Section 3. <http://www.epa.gov/ttn/chief/ap42>. September, 1998

Based on the distance from the development to the nearest building of a similar or greater height, if the maximum development size is greater than the threshold size in the *CEQR Technical Manual*, then there is the potential for significant air quality impacts and a refined dispersion modeling analysis would be required. Otherwise, the source passes the screening analysis.

AERSCREEN-REFINED HVAC ANALYSIS

Potential 1-hour average NO₂ and 24-hour and annual average PM_{2.5} impacts from the proposed project's heat and hot water systems' emissions were initially evaluated using the EPA's AERSCREEN model (version 15181 EPA, 2015). The AERSCREEN model predicts worst-case one-hour impacts downwind from a point, area, or volume source. AERSCREEN generates application-specific worst-case meteorology using representative minimum and maximum ambient air temperatures, and site-specific surface characteristics such as albedo, Bowen ratio, and surface roughness length.¹ The AERSCREEN model was used to calculate worst-case ambient concentrations of criteria pollutants from the proposed project downwind of the stack.

~~The model incorporates the Plume Rise Model Enhancements (PRIME) downwash algorithm, which is designed to predict impacts in the "cavity region" (i.e., the area around a structure which under certain conditions may affect an exhaust plume, causing a portion of the plume to become entrained in a recirculation region). AERSCREEN utilizes the PRIME plume rise model enhancements to the Building Profile Input Program (BPIP/PRM) to provide a detailed analysis of downwash influences on a direction-specific basis. AERSCREEN also incorporates AERMOD's complex terrain algorithms and utilizes the AERMAP terrain processor to account for the actual terrain in the vicinity of the source on a direction-specific basis.~~

~~The AERSCREEN model was run both with and without the influence of building downwash, using urban diffusion coefficients that were based on a review of land use maps of the area. Other model options were selected based on EPA guidance.~~

~~NO₂ 1-hour concentrations were estimated using an NO₂ to NO_x ratio of 0.8 for the maximum 1-hour concentration. The 0.8 ratio used for the maximum 1-hour concentration is the recommended default ambient ratio per EPA's guidance memo providing additional clarification regarding application of Appendix W Modeling Guidance for the 1-hour NO₂ NAAQS.²~~

AERMOD ANALYSIS

Since the AERSCREEN screening analysis failed for the proposed project, a further analysis was performed based using the more refined EPA/AMS AERMOD dispersion model.³ AERMOD is a state-of-the-art dispersion model, applicable to rural and urban areas, flat and complex terrain, surface and elevated releases, and multiple sources and source types (including

¹ The albedo is the fraction of the total incident solar radiation reflected by the ground surface. The Bowen ratio is the ratio of the sensible heat flux to the latent (evaporative) heat flux. The surface roughness length is related to the height of obstacles to the wind flow and represents the height at which the mean horizontal wind speed is zero based on a logarithmic profile.

² EPA. *Memorandum: Clarification on the use of AERMOD Dispersion Modeling for Demonstrating Compliance with the NO₂ National Ambient Air Quality Standard*. September 30, 2014.

³ EPA, AERMOD: Description Of Model Formulation, 454/R-03-004, September 2004; and EPA, User's Guide for the AMS/EPA Regulatory Model AERMOD, 454/B-03-001, September 2004 and Addendum December 2006.

Allen-Stevenson School Renovation and Expansion

point, area, and volume sources). AERMOD is a steady-state plume model that incorporates current concepts about flow and dispersion in complex terrain, including updated treatment of the boundary layer theory, understanding of turbulence and dispersion, and includes handling of the interaction between the plume and terrain. AERMOD is EPA's preferred regulatory stationary source model.

The AERMOD model calculates pollutant concentrations from one or more sources (e.g., exhaust stacks) based on hourly meteorological data, and has the capability to calculate pollutant concentrations at locations when the plume from the exhaust stack is affected by the aerodynamic wakes and eddies (downwash) produced by nearby structures. The analyses of potential impacts from exhaust stack were made assuming stack tip downwash, urban dispersion and surface roughness length, with and without building downwash, and elimination of calms.

The AERMOD model also incorporates the algorithms from the PRIME model (described above for AERSCREEN, and BPIPPRM) was used to determine the projected building dimensions for modeling with the building downwash algorithm enabled. The modeling of plume downwash accounts for all obstructions within a radius equal to five obstruction heights of the stack.

The analysis was performed both with and without downwash in order to assess the worst-case impacts at elevated receptors (specific locations at which concentrations are projected) close to the height of the source, which would occur without downwash, as well as the worst-case impacts at lower elevations and ground level, which would occur with downwash, consistent with the recommendations in the *CEQR Technical Manual*.

AERMOD is capable of producing detailed output data that can be analyzed at the hourly level required for the form of the 1-hour standards. EPA has also developed guidance to estimate the transformation ratio of NO₂ to NO_x, applicable to combustion sources, as discussed further below.

For the analysis of the 1-hour average NO₂ concentration from the heating and hot water systems associated with the proposed project, AERMOD model's Plume Volume Molar Ratio Method (PVMRM) module was used to analyze chemical transformation within the model. The PVMRM module incorporates hourly background ozone concentrations to estimate NO_x transformation within the source plume. The model applied ozone concentrations measured in 2010–2014 at the nearest available NYSDEC ozone monitoring station—the Botanical Gardens monitoring station in the Bronx. An initial NO₂ to NO_x ratio of 10 percent at the source exhaust stack was assumed, which is considered representative for boilers.

Five years of surface meteorological data collected at LaGuardia Airport (2010–2014) and concurrent upper air data collected at Brookhaven, New York were used in the analysis.

BACKGROUND CONCENTRATIONS

For the AERMOD analysis, total 1-hour NO₂ concentrations were refined following a more detailed approach (EPA "second tier"). The methodology used to determine the total 1-hour NO₂ concentrations from the facility was based on adding the monitored background to modeled concentrations, as follows: hourly modeled concentrations from the boilers were first added to the seasonal hourly background monitored concentrations; then the highest combined daily 1-hour NO₂ concentration was determined at each receptor location and the 98th percentile daily 1-hour maximum concentration for each modeled year was calculated within the AERMOD model; finally the 98th percentile concentrations were averaged over the latest five years.

PM_{2.5} impacts were assessed on an incremental basis and compared with the PM_{2.5} *de minimis* criteria. The PM_{2.5} 24-hour average background concentration of 22.3 µg/m³ (based on the 98th percentile concentration, averaged over 2012–2014) from the J.H.S. 45 ambient monitoring station was used to establish the *de minimis* value of 6.35 µg/m³.

RECEPTOR LOCATIONS

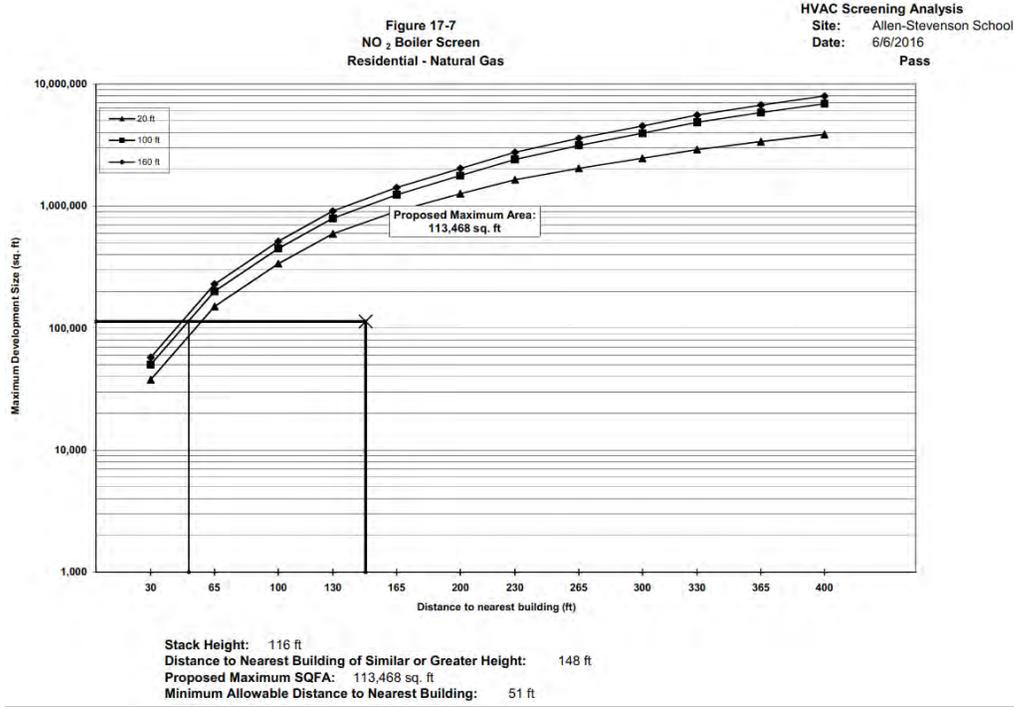
Receptors are generally placed at windows in residential or other sensitive buildings, air intakes, and publicly accessible open space locations, as applicable. The nearest building of similar or greater height is the residential building at 103 East 78th Street; therefore this building was modeled in the analysis, as per *CEQR Technical Manual* guidance; additional receptors at nearby lower elevations, including rooftop receptors adjacent to the stack location, were included. Discrete receptors were modeled along the façade of the School’s Main Building and the residential building to the south on the same block to represent operable window locations, and intake vents.

C. PROBABLE IMPACTS OF THE PROPOSED PROJECT

CEQR TECHNICAL MANUAL HVAC SCREENING

The results of the *CEQR Technical Manual* screening analysis for the proposed project are presented in **Figure E-1**, which is based on Figure 17-7 of the *CEQR Technical Manual*. As shown in the figure, the minimum distance below which impacts would potentially occur on buildings of a similar or greater height was determined to be ~~47~~51 feet. The distance to the nearest building of similar or greater height would be approximately 148 feet. Therefore, annual average NO₂ concentrations would not result in a significant adverse air quality impact.

**Figure E-1
HVAC Screening Results**



REFINED HVAC ANALYSIS

The results of the AERMOD analysis for 1-hour average NO₂ and 24-hour and annual average PM_{2.5} are presented in **Table E-2**. The maximum predicted 1-hour average NO₂ concentration was added to the maximum ambient background concentration and compared with the NAAQS, while 24-hour average PM_{2.5} concentration was compared with the PM_{2.5} *de minimis* criteria. Based on the results presented in the table, the proposed project’s heating and hot water systems would not result in any significant adverse air quality impacts.

Table E-2
AERMOD Analysis
Maximum Modeled Pollutant Concentrations ($\mu\text{g}/\text{m}^3$)

Pollutant	Averaging Period	Maximum Modeled Impact	Background	Total Concentration	Standard
NO ₂	1-hour	(1)	(1)	162.7 151.5	188
PM _{2.5}	24-hour	5.79 2.46	N/A	5.79 2.46	6.35 ⁽²⁾
PM _{2.5}	Annual	0.15 0.10	N/A	0.15 0.10	0.3 ⁽³⁾

Notes:
 N/A – Not Applicable
¹ The 1-hour NO₂ increment and background concentration is not presented in the table since AERMOD model determines the total 98th percentile 1-hour NO₂ concentration at each receptor.
² PM_{2.5} *de minimis* criteria — 24-hour average, not to exceed more than half the difference between the background concentration and the 24-hour standard of 35 $\mu\text{g}/\text{m}^3$.
³ PM_{2.5} *de minimis* criteria—annual (discrete receptor), 0.3 $\mu\text{g}/\text{m}^3$

*

A. INTRODUCTION

The proposed school would not generate sufficient traffic to have the potential to cause a significant noise impact (i.e., it would not result in a doubling of noise passenger car equivalents [Noise PCEs] which would be necessary to cause a 3 dBA increase in noise levels). However, the effect of ambient noise (i.e., noise from vehicular traffic) is addressed in the following attachment and an analysis is presented that determines the level of building attenuation necessary to ensure that the proposed project's interior noise levels satisfy applicable CEQR interior noise criteria.

B. ACOUSTICAL FUNDAMENTALS

Sound is a fluctuation in air pressure. Sound pressure levels are measured in units called "decibels" ("dB"). The particular character of the sound that we hear (a whistle compared with a French horn, for example) is determined by the speed, or "frequency," at which the air pressure fluctuates, or "oscillates." Frequency defines the oscillation of sound pressure in terms of cycles per second. One cycle per second is known as 1 Hertz ("Hz"). People can hear over a relatively limited range of sound frequencies, generally between 20 Hz and 20,000 Hz, and the human ear does not perceive all frequencies equally well. High frequencies (e.g., a whistle) are more easily discernable and therefore more intrusive than many of the lower frequencies (e.g., the lower notes on the French horn).

"A"-WEIGHTED SOUND LEVEL (DBA)

In order to establish a uniform noise measurement that simulates people's perception of loudness and annoyance, the decibel measurement is weighted to account for those frequencies most audible to the human ear. This is known as the A-weighted sound level, or "dBA," and it is the descriptor of noise levels most often used for community noise. As shown in **Table F-1**, the threshold of human hearing is defined as 0 dBA; very quiet conditions (as in a library, for example) are approximately 40 dBA; levels between 50 dBA and 70 dBA define the range of noise levels generated by normal daily activity; levels above 70 dBA would be considered noisy, and then loud, intrusive, and deafening as the scale approaches 130 dBA.

SOUND LEVEL DESCRIPTORS

Because the sound pressure level unit of dBA describes a noise level at just one moment and very few noises are constant, other ways of describing noise over extended periods have been developed. One way of describing fluctuating sound is to describe the fluctuating noise heard over a specific time period as if it had been a steady, unchanging sound. For this condition, a descriptor called the "equivalent sound level," L_{eq} , can be computed. L_{eq} is the constant sound level that, in a given situation and time period (e.g., 1 hour, denoted by $L_{eq(1)}$, or 24 hours, denoted as $L_{eq(24)}$), conveys the same sound energy as the actual time-varying sound. Statistical sound level descriptors such as L_1 , L_{10} , L_{50} , L_{90} , and L_x , are used to indicate noise levels that are exceeded 1, 10, 50, 90 and x percent of the time, respectively.

**Table F-1
Common Noise Levels**

Sound Source	(dBA)
Military jet, air raid siren	130
Amplified rock music	110
Jet takeoff at 500 meters	100
Freight train at 30 meters	95
Train horn at 30 meters	90
Heavy truck at 15 meters	80–90
Busy city street, loud shout	80
Busy traffic intersection	70–80
Highway traffic at 15 meters, train	70
Predominantly industrial area	60
Light car traffic at 15 meters, city or commercial areas, or residential areas close to industry	50–60
Background noise in an office	50
Suburban areas with medium-density transportation	40–50
Public library	40
Soft whisper at 5 meters	30
Threshold of hearing	0
<p>Note: A 10 dBA increase in level appears to double the loudness, and a 10 dBA decrease halves the apparent loudness.</p> <p>Sources: Cowan, James P. <i>Handbook of Environmental Acoustics</i>, Van Nostrand Reinhold, New York, 1994. Egan, M. David, <i>Architectural Acoustics</i>. McGraw-Hill Book Company, 1988.</p>	

The relationship between L_{eq} and levels of exceedance is worth noting. Because L_{eq} is defined in energy rather than straight numerical terms, it is not simply related to the levels of exceedance. If the noise fluctuates very little, L_{eq} will approximate L_{50} or the median level. If the noise fluctuates broadly, the L_{eq} will be approximately equal to the L_{10} value. If extreme fluctuations are present, the L_{eq} will exceed L_{90} or the background level by 10 or more decibels. Thus the relationship between L_{eq} and the levels of exceedance will depend on the character of the noise. In community noise measurements, it has been observed that the L_{eq} is generally between L_{10} and L_{50} .

For purposes of the proposed project, the L_{10} descriptor has been selected as the noise descriptor to be used in this noise impact evaluation. The 1-hour L_{10} is the noise descriptor used in the *CEQR Technical Manual* noise exposure guidelines for city environmental impact review classification.

C. NOISE STANDARDS AND CRITERIA

NEW YORK CEQR NOISE CRITERIA

The *CEQR Technical Manual* defines attenuation requirements for buildings based on exterior noise levels (see **Table F-2**). Recommended noise attenuation values for buildings are designed to maintain interior noise levels of 45 dB(A) or lower for classroom uses and 50 dBA or lower for office/administrative uses and are determined based on exterior $L_{10(1)}$ noise levels.

Table F-2

Required Attenuation Values to Achieve Acceptable Interior Noise Levels

	Marginally Unacceptable				Clearly Unacceptable
Noise Level With Proposed Project	$70 < L_{10} \leq 73$	$73 < L_{10} \leq 76$	$76 < L_{10} \leq 78$	$78 < L_{10} \leq 80$	$80 < L_{10}$
Attenuation ^A	(I) 28 dB(A)	(II) 31 dB(A)	(III) 33 dB(A)	(IV) 35 dB(A)	$36 + (L_{10} - 80)^B$ dB(A)
Notes:					
^A The above composite window-wall attenuation values are for classroom uses. Office/administrative uses would be 5 dB(A) less in each category. All the above categories require a closed window situation and hence an alternate means of ventilation.					
^B Required attenuation values increase by 1 dB(A) increments for L_{10} values greater than 80 dB(A).					
Source: New York City Department of Environmental Protection.					

D. EXISTING NOISE LEVELS

SELECTION OF NOISE MONITORING LOCATIONS

Two (2) Receptor Sites were selected for noise monitoring. Site 1 was located at 78th Street between Lexington Avenue and Park Avenue and Site 2 was located at 77th Street between Lexington Avenue and Park Avenue. **Figure F-1** shows the locations of the two (2) noise monitoring sites.

NOISE MONITORING

At two (2) receptor sites, existing noise levels were measured for 20-minute periods during the three weekday peak periods - AM (7:30 – 8:30 AM), midday (MD) (12:30 – 1:30 PM), and PM (4:30 – 6:00 PM) peak periods. Existing noise level measurements were performed on June 17, 2015.

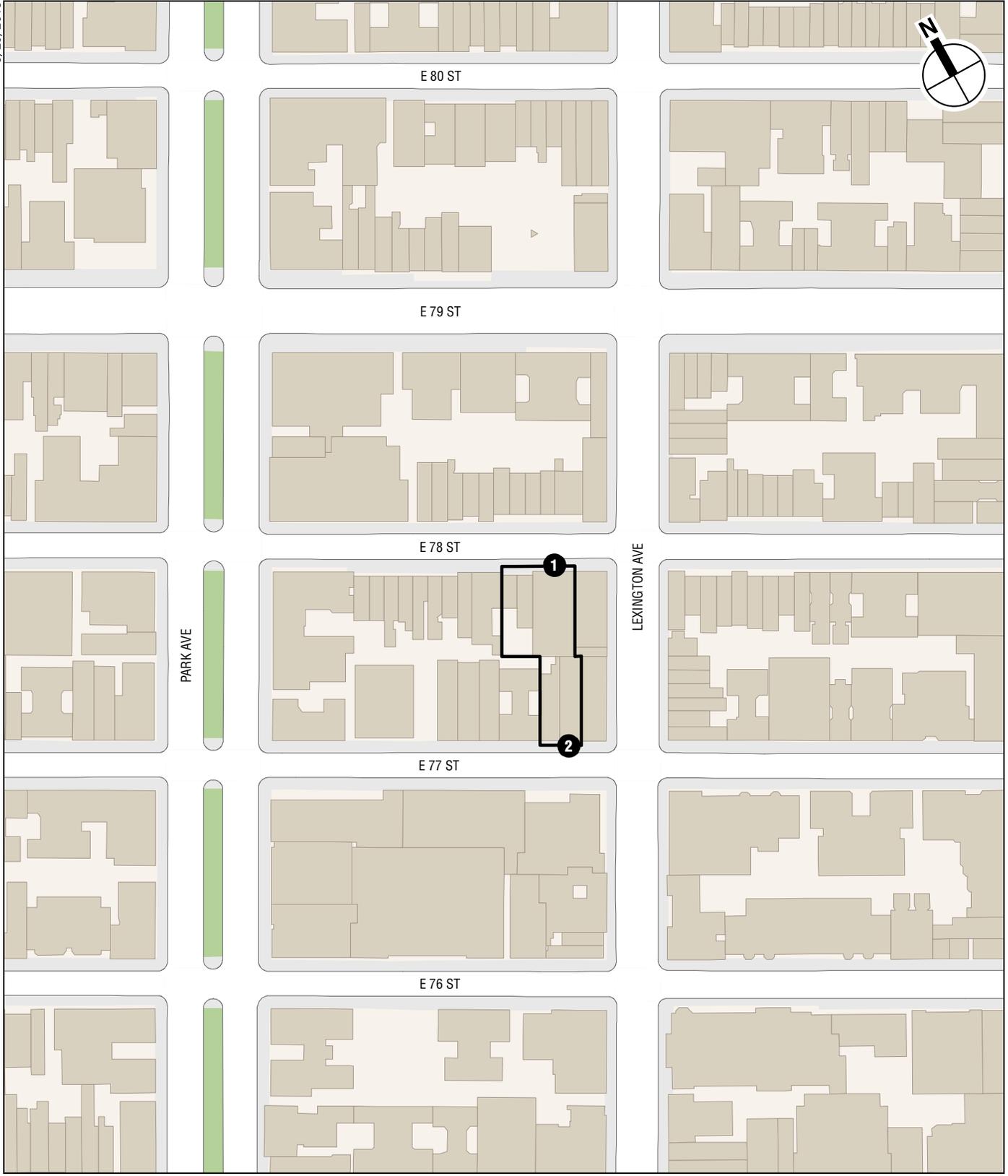
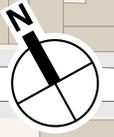
EQUIPMENT USED DURING NOISE MONITORING

Measurements were performed using a Brüel & Kjær Sound Level Meter (SLM) Type 2260, a Brüel & Kjær ½ inch microphone Type 4189 and a Brüel & Kjær Sound Level Calibrator Type 4231. The Brüel & Kjær SLM is a Type 1 instrument according to ANSI Standard S1.4-1983 (R2006). The SLM had a calibration date within one year of use, as is standard practice. The microphone was mounted on a tripod at a height of approximately 5 feet above the ground and was mounted at least approximately 5 feet away from any large reflecting surfaces. The SLM was calibrated before and after readings with a Brüel & Kjær Type 4231 Sound Level Calibrator using the appropriate adaptor. Measurements at each location were made on the A-scale (dBA). The data were digitally recorded by the SLM and displayed at the end of the measurement period in units of dBA. Measured quantities included L_{eq} , L_1 , L_{10} , L_{50} , L_{90} , and 1/3 octave band levels. A windscreen was used during all sound measurements except for calibration. All measurement procedures were based on the guidelines outlined in ANSI Standard S1.13-2005.

EXISTING NOISE LEVELS

The measured noise levels at two (2) Receptor Sites are summarized in **Table F-3**. At the Receptor Sites, the vehicular traffic on adjacent roadways was the dominant noise source. In terms of the CEQR criteria, the existing noise levels at Receptor Site 1 are in the “marginally acceptable” category, and existing noise levels at Receptor Site 2 are in the “marginally unacceptable” category.

8/20/2015



-  Project Site
-  Noise Receptor



Table F-3
Existing Noise Levels (dBA)

Site	Measurement Location	Time	L _{eq}	L ₁	L ₁₀	L ₅₀	L ₉₀
1	East 78th Street between Lexington Avenue and Park Avenue	AM	67.8	78.4	69.6	64.6	62.5
		MD	67.5	75.9	69.6	65.4	62.5
		PM	68.4	78.5	69.4	62.7	60.6
2	East 77th Street between Lexington Avenue and Park Avenue	AM	69.6	78.0	71.9	67.1	65.7
		MD	69.0	79.3	69.8	66.8	65.6
		PM	66.7	72.2	68.8	65.8	63.7

Notes: Field measurements were performed by AKRF, Inc. on June 17, 2015.

E. NOISE ATTENUATION MEASURES

As shown in **Table F-2**, the New York City *CEQR Technical Manual* has set noise attenuation quantities for buildings based on exterior L₁₀₍₁₎ noise levels in order to maintain interior noise levels of 45 dB(A) or lower for classroom uses and 50 dBA or lower for office/administrative uses. The results of the building attenuation analysis are summarized in **Table F-4**.

Table F-4
CEQR Building Attenuation Requirements (in dBA)

Building Façade Location	Applicable Noise Receptor	Maximum L ₁₀	Attenuation Required ¹
North	1	69.6	N/A
South	2	71.9	28

Note:
⁽¹⁾ Attenuation values are shown for classroom uses; administrative/office uses would require 5 dBA less attenuation.
"N/A" indicates that the L₁₀ value is less than 70 dB(A). The *CEQR Technical Manual* does not address noise levels this low, therefore there is no minimum attenuation guidance.

The attenuation of a composite structure is a function of the attenuation provided by each of its component parts and how much of the area is made up of each part. Normally, a building façade consists of wall, glazing, and any vents or louvers associated with the building mechanical systems in various ratios of area. The proposed design for the building includes acoustically rated windows and central air conditioning (a means of alternate ventilation). The proposed building's façades, including these elements, would be designed to provide a composite Outdoor-Indoor Transmission Class (OITC) rating¹ greater than or equal to those listed in above in **Table F-4**, along with an alternative means of ventilation.

F. MECHANICAL SYSTEM

The building mechanical systems (i.e., heating, ventilation, and air conditioning systems) would be designed to meet all applicable noise regulations (i.e., Subchapter 5, §24-227 of the New

¹ The OITC classification is defined by ASTM International (ASTM E1332) and provides a single-number rating that is used for designing a building façade including walls, doors, glazing, and combinations thereof. The OITC rating is designed to evaluate building elements by their ability to reduce the overall loudness of ground and air transportation noise.

York City Noise Control Code and the New York City Department of Buildings Code) and to avoid producing levels that would result in any significant increase in ambient noise levels.

With the measures described above, the project would not result in significant adverse noise impacts. *

Appendix A:

Historic and Cultural Resources

ENVIRONMENTAL REVIEW

Project number: BOARD OF STANDARDS AND APPEALS / LA-CEQR-M
Project: ALLEN-STEVENSON SCHOOL
Date received: 4/10/2015

Comments: as indicated below. Properties that are individually LPC designated or in LPC historic districts require permits from the LPC Preservation department. Properties that are S/NR listed or S/NR eligible require consultation with SHPO if there are State or Federal permits or funding required as part of the action.

Properties with no Archaeological significance:

- 1) ADDRESS: 130 EAST 78 STREET, BBL: 1014120058.
- 2) ADDRESS: 126 EAST 78 STREET, BBL: 1014120061.

Properties with Architectural significance:

- 1) ADDRESS: 130 EAST 78 STREET, BBL: 1014120058, LPC FINDINGS: DESIGNATED LPC HISTORIC DISTRICT; PERMIT FROM THE LPC PRESERVATION DEPARTMENT REQUIRED, STATE/NATIONAL REGISTER FINDINGS: PROPERTY W/IN NATIONAL REGISTER HD
- 2) ADDRESS: 126 EAST 78 STREET, BBL: 1014120061, LPC FINDINGS: DESIGNATED LPC HISTORIC DISTRICT; PERMIT FROM THE LPC PRESERVATION DEPARTMENT REQUIRED, STATE/NATIONAL REGISTER FINDINGS: PROPERTY W/IN NATIONAL REGISTER HD



4/13/2015

SIGNATURE
Gina Santucci, Environmental Review Coordinator

DATE

File Name: 30391_FSO_DNP_04132015.doc



THE NEW YORK CITY LANDMARKS PRESERVATION COMMISSION
 1 CENTRE STREET 9TH FLOOR, NORTH NEW YORK, NY 10007
 TEL: 212 669-7700 FAX: 212 669-7780



PERMIT

CERTIFICATE OF APPROPRIATENESS

ISSUE DATE: 03/17/16	EXPIRATION DATE: 1/13/2021	DOCKET #: 181332	COFA #: COFA 18-3459
ADDRESS: 126-134 EAST 78TH STREET <u>HISTORIC DISTRICT</u> UPPER EAST SIDE		BOROUGH: MANHATTAN	BLOCK/LOT: 1412 / 58

Display This Permit While Work Is In Progress

ISSUED TO:

Hydee Bressler
The Allen-Stevenson School
132 East 78th Street
New York, NY 10075

Pursuant to Section 25-307 of the Administrative Code of the City of New York, the Landmarks Preservation Commission, at the Public Meeting of January 13, 2015, following the Public Meeting and the Public Hearing of December 2, 2014, voted to grant a Certificate of Appropriateness for the proposed work at the subject premises, as put forward in your application completed on November 6, 2014, and as you were informed in Status Update Letter 16-6870 (LPC 16-4381), issued January 14, 2015.

The proposed work, as approved, consists of constructing a rooftop addition and play roof enclosure on the main school building, and rooftop and rear yard additions on the two adjacent townhouses, as shown in pages 1 through 72 of a booklet labeled "The Allen-Stevenson School 126-134 East 78th Street," revised January 13, 2015, prepared by Kliment Halsband Architects, submitted as components of the application, and presented at the Public Hearing and Public Meetings. The proposal as originally presented to the Commission featured three large multi-pane windows at the front façade of the addition to the main building, and a higher, flat roof on the play roof enclosure, as shown in a booklet labeled "Comparison of 2 December 2014 and 13 January 2015," prepared by Kliment Halsband Architects.

In reviewing this proposal, the Commission noted that the designation report states that 132-134 East 78th Street is a neo-Federal style school building designed by James W. O'Connor and built in 1923-24 and a pair of Italianate style residences built circa 1866; and that the style, scale, materials, design and details of the buildings are among the features which contribute to the special architectural and historic character of the Upper East Side Historic District.

With regard to this proposal, the Commission found that the proposed construction of an addition to the original school building is in keeping with a long tradition of expanding that building; that the proposed rooftop gymnasium is a further architectural development of the fenced-in rooftop play area that has always been part of the design of the school; that mansard roof enlargements are features seen on many buildings throughout the historic district; that the slope of the proposed mansard roof helps to break down the mass of the addition, as well as reduce its apparent height; that the use of red brick cladding, multi-pane windows and a limestone cornice will help the addition relate to the neo-Federal style of the building; that the design of the addition's fenestration references the design, proportions and details of the historic playroof; that because the playroof will be set far back from the facade, it will have little impact on the facade, or streetscape; that the open light structure and sloped roof of the playroof enclosure will help to minimize its presence; that there are a number of large scale apartment and institutional buildings in the vicinity of the school, and therefore the scale of the addition is not out of character with the neighborhood context; that the proposed additions to the townhouses will not eliminate or damage any significant features of the buildings; that the proposed rooftop additions to the townhouses will be minimally visible from public thoroughfares, where they will be seen in the context of much larger buildings; that because they will be sloped back and minimally visible from public thoroughfares, the glass additions to the townhouses will not overwhelm the small scale of the buildings; that the proposed rooftop and rear additions are consistent with the campus' history of alterations and additions; that because the townhouses are flanked by taller buildings, the proposed rooftop additions will not overwhelm the scale of the streetscape which consists of buildings of a variety of heights; that there is little green space left at the eastern end of the block occupied by the school complex, and the proposed addition to the rear of the townhouses will only eliminate a small green area, thus having little impact on the remaining central green space of the block; that the rear facades of both townhouses have been altered and therefore, no significant architectural features will be eliminated by the proposed additions; and that the proposed work will not detract from the special historic and architectural character of the buildings, the streetscape or the historic district. Based on these findings, the Commission determined the proposed work to be appropriate to the building and the historic district, and voted to approve this application.

The Commission authorized the issuance of a Certificate of Appropriateness upon receipt, review and approval of two signed and sealed copies of the final Department of Buildings filing drawings for the approved work.

Subsequently, the staff of the Commission received drawing labeled T000, T002, T003, Z100, Z101, G001 through G005, G100 through G109, DM100 through DM108, DM200, DM221, DM250 through DM253, A100 through A111, A120 through A132, A140, A150 through A160, A200 through A203, A210 through A213, A300 through A303, A320, A321, A330 through A342, A360 through A364, A370, A376, A400, A401, A402, A406, A407, A420, A426, A428, A450, A451, A452, A460 through A464, A468, A470, A471, A475, A478, A490, A491, A500, A501, A504, A505, A507 through A510, A515, A520, A521, A522, A530, A531, A532, A600 through A622, A630, A640, A650, A651, A652, A700, A701, A800, A801, A802, A803, A810, A811, A820, A821, A830 through A834, A850 through A860, A870, A871, A900 through A911, AF100 through AF109, FS101, and FS201, dated February 9, 2016, FO001, FO100, FO101, FO200 through FO203, FO300 through FO303, S001, S101 through S111, S300, S400, S401, S440, S500 through S503, S600 through S604, MD100 through MD107, M001, M100 through M121, M500 through M503, M600, M601, M700, M701, M702, PD100 through PD107, P001, P100 through P110, P500 through P505, P700 and P701, dated December 28, 2015, and A250, A251, A310 and A311, dated January 29, 2016, prepared by Kliment Halsband Architects, and two sets of drawings for 126 and 128 East 78th Street, both labeled DM000, DM001.03, DM001A.01, DM002.01, DM003, DM004, DM005, DM100.01, DM101.01, DM102, S100.01 through S103.01, S104, S200.02, S201.02, DM200.03, DM201.02, DM202.03, DM203.02,

DM204.01, DM205.03, DM206.02, DM207.01, DM208.03, DM209.02, DM210.01, DM211.03, DM212.02, DM213.01, DM214.02, DM215.01, DM216.01, DM216A, DM216B, S300, S301, S302, S303.01, S304.01, S305, DM217.01, DM218, DM219, SP100, SP101, DM300, DM301.02, and DM302, dated December 30, 2015, prepared by Stephen Lampard, PE; photographs of the existing conditions; and specifications for masonry repairs and reconstruction. The Commission reviewed the drawings and noted several changes and additions to the approved proposal including: the demolition of the two townhouse stoops and portions of the facades to facilitate construction; reconstruction of the stoops and facades with salvaged brownstone and/or cast stone following completion of construction; removal of the basement entrance doors beneath the stoops and filling in the openings with masonry recessed from the façade; paving the areaways with bluestone; replacing the existing areaway steps and fence curbs with new bluestone; replacing the front façade townhouse windows with inoperable windows matching the configuration of the historic windows; replacing the main entrance doors in kind; repairing the townhouse façade masonry and recoating them to match the existing colors; lowering the height of the greenhouse rooftop addition to the townhouses; changes at the rear of the townhouses to the stair bulkhead, rear façade fenestration, and roof of a rear addition, all of which are not visible from public thoroughfares; setting the existing stone step at the western entrance to the main building flush with the sidewalk, and elongating the existing doors; enclosing an existing courtyard at the first floor at the rear of the main building; and lowering the roof of the rooftop addition by about 1 ½ feet and the top of the playroof by about 3 feet.

With regard to these changes and additional work, the Commission finds that removal of the townhouse stoops and portions of the facades is necessary for construction access; that the reconstructed stoops and façade features will match the design, details, dimensions, profiles, and finish of the existing; that the cast stone used to rebuild the stoops will match the color and texture of the original brownstone; that removal of the basement entrance doors will not cause the elimination of significant protected features; that creating a recess in the wall following removal of the doors will preserve the presence of the basement entrances which are partially obscured by the gates under the stoops; that the use of bluestone for areaway paving, steps and fence curbs is in keeping with the age and style of the townhouses; that the new townhouse windows will match the configuration, materials, details and finish of the existing; that the new main entrance doors will match the design, details, dimensions, configuration, materials and finish of the existing; that repairs to the brownstone façade will match the color, texture, details and finish of the original brownstone; that the changes to the greenhouse addition will further reduce its visibility from public thoroughfares; that none of the changes proposed at the rear of the townhouses will cause the removal of or damage to any historic fabric or significant architectural features; that the modest changes proposed at the western entrance of the main building are necessary to make the building accessible, and will preserve both the stone step and the existing doors; that the enclosure of the courtyard at the rear of the building will not cause the removal of any green space in the interior of the block; that the changes to the roof heights of the addition and playroof will have little impact on the addition when viewed from street level; and that the proposal approved by the Commission has been maintained. Based on these and the above findings, the drawings have been marked approved by the LPC with a perforated seal and Certificate of Appropriateness 18-3459 is being issued.

This permit is being issued on the condition that samples of pointing mortar, brownstone patching material, and cast stone be inspected and approved by Commission staff prior to the commencement of work. Please notify staff when samples are available for inspection at the site. Any changes or additions to the approved work will require an amendment to this permit.

Also, as the approved work consists of subsurface work, the applicant is required to strictly adhere to the Department of Buildings TPPN 10/88 governing in-ground construction adjacent to historic buildings. It is the applicant's obligation at the time of applying for their permit to inform the Department of Buildings that the TPPN applies.

This permit is issued on the basis of the building and site conditions described in the application and disclosed during the review process. By accepting this permit, the applicant agrees to notify the Commission if the actual building or site conditions vary or if original or historic building fabric is discovered. The Commission reserves the right to amend or revoke this permit, upon written notice to the applicant, in the event that the actual building or site conditions are materially different from those described in the application or disclosed during the review process.

All approved drawings are marked approved by the Commission with a perforated seal indicating the date of the approval. The work is limited to what is contained in the perforated document. Other work or amendments to this filing must be reviewed and approved separately. The applicant is hereby put on notice that performing or maintaining any work not explicitly authorized by this permit may make the applicant liable for criminal and/or civil penalties, including imprisonment and fine. This letter constitutes the permit; a copy must be prominently displayed at the site while work is in progress. Please direct inquiries to Lisa Schaeffer.



Meenakshi Srinivasan
Chair

PLEASE NOTE: PERFORATED DRAWINGS AND A COPY OF THIS PERMIT HAVE BEEN SENT TO:
Michael Nieminen, Kliment Halsband Architects

cc: M. Nieminen, KHA

MEETING OF: August 16, 2016
CALENDAR NO.: 225-15-BZ
126, 128, 130-134 East 78th Street, Manhattan
Block 1412, Lot 58
BIN Nos. 1043213, 1076305 and 1083340

ACTION OF THE BOARD – Application granted on condition.

THE VOTE TO GRANT –

Affirmative: Chair Perlmutter, Vice-Chair Hinkson, Commissioner Ottley-Brown,
Commissioner Montanez and Commissioner Chanda.....5
Negative:.....0

THE RESOLUTION:

WHEREAS, the decision of the Manhattan Borough Commissioner, dated July 28, 2016, acting on DOB Application No. 121191842 reads in pertinent part:

1. ZR 23-662(a): Proposed enlargement within the R8B (LH-1A) portion of the zoning lot contrary to height and setback as per ZR Sec. 23-662(a);
2. ZR 24-591: Proposed enlargement within the R8B (LH-1A) portion of the zoning lot contrary to height limitations as per ZR Sec. 24-591; and

WHEREAS, this is an application under ZR § 72-21 to permit, on a site partially within an R8B (LH-1A) zoning district and partially within a C1-8X zoning district and in the Upper East Side Historic District, the enlargement of an existing school facility that does not comply with the height and set back regulations of ZR §§ 23-662(a) and 24-591; and

WHEREAS, this application is filed on behalf of the Allen-Stevenson School (the “School”), a nonprofit private school for boys in Kindergarten through 9th grade; and

WHEREAS, a public hearing was held on this application on August 2, 2016, after due notice by publication in *The City Record*, and then to decision on August 16, 2016; and

WHEREAS, Vice-Chair Hinkson, Commissioner Ottley-Brown and Commissioner Montanez performed inspections of the subject site and surrounding neighborhood; and

WHEREAS, Community Board 8, Manhattan, recommends approval of this application; and

WHEREAS, the subject site is a partial through-block lot with frontages on East 78th Street and East 77th Street located between Lexington Avenue and Park Avenue, partially within an R8B (LH-1A) zoning district and partially within a C1-8X zoning district, in the Upper East Side Historic District, in Manhattan; and

WHEREAS, the site has approximately 89 feet of frontage along East 78th Street, 50 feet of frontage along East 77th Street, 14,053 sq. ft. of lot area and is occupied by four buildings: a five-story building fronting East 78th Street (130-134 East 78th Street, the “Main Building”), a six-story building fronting East 77th Street (the “Annex,” which is fully connected to the Main Building), a five-story townhouse (128 East 78th Street, the “East Townhouse”) and a four-story townhouse (126 East 78th Street, the “West Townhouse”); and

WHEREAS, the Main Building and Annex are fully within a C1-8X zoning District, the East Townhouse is partially within a C1-8X zoning district and partially within an R8B (LH-1A) zoning district and the West Townhouse is wholly located within an R8B (LH-1A) zoning district; and

WHEREAS, the Main Building, East Townhouse and West Townhouse (collectively, the “Townhouses”) are all fully within the Upper East Side Historic District; and

WHEREAS, the applicant proposes to expand all four of the buildings on the site in

order to fully integrate the Townhouses with the Main Building, increase the height of the Townhouses and permit all of the buildings fronting on East 78th Street to share the same alignment, floor elevations and floor-to-floor heights; and

WHEREAS, specifically, the applicant proposes to (1) add additional floors to the Main Building and Annex, increasing the height of the Main Building from 80'-9" to 112'-10" and increasing the height of the Annex from 77'-1" to 114'-10" and (2) increase the height of both the East Townhouse and the West Townhouse from 63'-8" and 54'-4", respectively, to a level height of 66 feet measured to the top of their roofs and 84'-7" measured to the top of a greenhouse that is proposed to sit atop their roofs; and

WHEREAS, these modifications will result in an increase of 15,049 sq. ft. of floor area in the portion of the site located in a C1-8X zoning district and an increase of 929 sq. ft. of floor area in the portion of the site located in an R8B (LH-1A) zoning district (a total of a 15,978 sq. ft. increase in floor area), which the applicant submits is permitted on the site as-of-right; and

WHEREAS, the applicant represents that the proposed modifications in height to the Main Building and Annex are also as-of-right and that the subject application is with regards to proposed modifications to the Townhouses only; and

WHEREAS, the Townhouses, with base heights of 43'-9" and setbacks of 5'-7" above base height, are currently noncompliant with ZR § 23-662, which requires a minimum base height of 55 feet and setbacks of 15 feet; and

WHEREAS, in addition, at a total height of 63'-8", the East Townhouse currently exceeds the maximum height of 60 feet permitted in an R8B (LH-1A) zoning district pursuant to ZR § 24-591¹; and

WHEREAS, accordingly, the applicant seeks a waiver of ZR § 23-662 in order to maintain the Townhouses' base heights of 43'-9" and their 5'-7" setbacks above base height contrary to the requirements of that section as well as a waiver of ZR § 24-591 to permit an increase to the Townhouses' building heights to 84'-7", as measured to the top of the greenhouse², contrary to the maximum height permitted therein; and

WHEREAS, the School states that the variance sought is necessary to meet its programmatic needs at the site, on which it has operated since 1924; specifically, it allows the School to provide a regulation-sized gymnasium, science and engineering labs, a visual arts center and greenhouse for its current enrollment of approximately 400 students; and

WHEREAS, the applicant represents that the requested waivers of ZR §§ 23-662 and 24-591 are the only means available for the School to provide these much needed facilities onsite, reconfigure and consolidate all of the School's functions into a single unified campus, create the appropriate academic adjacencies and provide improved systems of egress and ADA access; and

WHEREAS, specifically, the requested waivers permit (1) the alignment of the floors of the Townhouses with the Main Building to create program adjacencies, including one between the new visual arts centers proposed on the fifth floor of the Townhouses with the existing art studio and woodshop on the fifth floor of the Main Building; (2) a floor-to-floor height of the fifth floor in the Townhouses appropriate for the visual arts center proposed therein; (3) the alignment of the rooftops of the East Townhouse and the West Townhouse to accommodate the 380 sq. ft. footprint of the proposed greenhouse; (4) consolidation of egress to street level from the new gymnasium, proposed as an additional floor of the Main Building, with egress from the roof of the Townhouses; and (5) ADA access throughout the entire campus, including to the rooftop greenhouse; and

WHEREAS, the applicant represents that, without the requested waivers, the School will suffer significant and unnecessary practical hardships in meeting its mission, to wit, the School would have to forego direct connectivity between the new gymnasium level of the Main Building and the rooftop of the Townhouses, ADA access to the proposed greenhouse would be unavailable and the School would have to either completely sacrifice the proposed expansions to

¹ The West Townhouse, at a height of 54'-4", is currently compliant with ZR § 24-591.

² Though the applicant may seek certification of the proposed rooftop greenhouse as a permitted obstruction pursuant to ZR § 75-01, the height of the greenhouse has, alternatively, been included in the applicant's variance requests.

its visual arts or science and engineering labs space or significantly diminish both proposed program expansions in order to accommodate them in the sub-optimal, existing Townhouses; and

WHEREAS, the Board acknowledges that the School, as an educational institution, is entitled to deference under the law of the State of New York as to zoning and its ability to rely upon programmatic needs in support of the subject variance application; and

WHEREAS, specifically, as held in *Cornell University v. Bagnardi*, 68 NY2d 583 (1986), an educational institution's application is to be permitted unless it can be shown to have an adverse effect upon the health, safety, or welfare of the community, and general concerns about traffic and disruption of the residential character of a neighborhood are insufficient grounds for the denial of an application; and

WHEREAS, based on the above, the Board finds that the programmatic needs of the school and the constraints of the existing buildings create unnecessary hardship and practical difficulty in developing the premises in compliance with the applicable zoning regulations; and

WHEREAS, because the School is a non-profit institution and the variance is needed to further its non-profit mission, the finding set forth in ZR § 72-21(b) does not have to be made in order to grant the variance requested in this application; and

WHEREAS, the School represents that, pursuant to ZR § 72-21(c), the variance, if granted, will not alter the character of the neighborhood, impair the appropriate use or development of adjacent property, or be detrimental to the public welfare; and

WHEREAS, the applicant notes that, without reference to the proposed greenhouse, the height of the East Townhouse to the roof will be increased by only 28 inches and the final height of the West Townhouse to the roof will exceed the maximum height allowed in the zoning district by only six feet; and

WHEREAS, the applicant also represents that the greenhouse, which adds 18'-7" to the total heights of the each of the Townhouses, is sufficiently small and set back from the street so as to not be visible from the public way; and

WHEREAS, the applicant submits that because the subject proposal maintains the existing facades of the Townhouses, it does not disturb the residential typology of the street or alter the essential character of adjacent buildings; and

WHEREAS, with regards to a proposed rooftop play area atop the Main Building, the applicant states that the Main Building has had a rooftop play area in one form or another since 1965 and that the new proposed rooftop play area will be 30 feet higher than the current rooftop play area and, thus, lead to a reduction in the current noise levels experienced at the street level and at surrounding low-rise buildings; and

WHEREAS, with regards to concerns regarding light emanating from the site at night, the applicant proposes to utilize programmable shades on the gymnasium windows, greenhouse and skylights in the visual arts center located in the Townhouses; and

WHEREAS, finally, the School represents that the proposal is not related to an increase in the School's enrollment and, thus, there will be no increase in activity on the site as a result; and

WHEREAS, the New York City Landmarks Preservation Commission ("LPC") issued Certificate of Appropriateness #18-3459, expiring January 13, 2021, in connection with the proposed work at the subject site on the Main Building, the Townhouses; and

WHEREAS, the Board agrees with the School that the proposal will not alter the essential character of the surrounding neighborhood, not impair the use or development of adjacent properties, and not be detrimental to the public welfare; and

WHEREAS, the School states that, per ZR § 72-21(d), the hardship was not self-created; and

WHEREAS, the Board finds that the hardship herein was not created by the School; and

WHEREAS, the School represents that, consistent with ZR § 72-21(e), the proposal represents the minimum variance needed to accommodate its programmatic needs; and

WHEREAS, accordingly, the Board finds that this proposal is the minimum necessary to allow the school to fulfill its programmatic needs; and

WHEREAS, therefore, the Board has determined that the evidence in the record supports the findings required to be made under ZR § 72-21; and

WHEREAS, the project is classified as a Type I action pursuant to 6 NYCRR, Part 617.4; and

WHEREAS, the Board conducted an environmental review of the proposed action and documented relevant information about the project in the Final Environmental Assessment Statement (“EAS”) CEQR No. 16-BSA-A033M, dated June 8, 2016; and

WHEREAS, the EAS documents that the project as proposed would not have significant adverse impacts on Land Use, Zoning and Public Policy; Socioeconomic Conditions; Community Facilities; Open Space; Shadows; Historic and Cultural Resources; Urban Design and Visual Resources; Natural Resources; Hazardous Materials; Water and Sewer Infrastructure; Solid Waste and Sanitation Services; Energy; Transportation; Air Quality; Greenhouse Gas Emissions; Noise; Public Health; Neighborhood Character; and Construction; and

WHEREAS, the New York City Department of Environmental Protection’s (“DEP”) Bureau of Sustainability reviewed the project for potential hazardous materials; and

WHEREAS, DEP reviewed and accepted the April 2016 Remedial Action Plan and Construction Health and Safety Plan; and

WHEREAS, by letter dated May 13, 2016, DEP requested that a Remedial Closure Report, certified by a Professional Engineer (P.E.) and indicating that all remedial requirements have been properly implemented, be submitted to DEP for review and approval upon completion of the proposed project; and

WHEREAS, DEP also reviewed and accepted the Noise and Air Quality Chapters in the EAS and backup materials and determined that the proposed project would not result in any potential for significant adverse impacts with regards to Noise or Air Quality; and

WHEREAS, no other significant effects upon the environment that would require an Environmental Impact Statement are foreseeable; and

WHEREAS, the Board has determined that the proposed action will not have a significant adverse impact on the environment.

Therefore it is Resolved, that the Board of Standards and Appeals issues a Type I Negative Declaration, with conditions as stipulated below, prepared in accordance with Article 8 of the New York State Environmental Conservation Law and 6 NYCRR Part 617, the Rules of Procedure for City Environmental Quality Review and Executive Order No. 91 of 1977, as amended, and makes each and every one of the required findings under ZR § 72-21 and grants a variance to permit, on a site partially within an R8B (LH-1A) zoning district and partially within a C1-8X zoning district and in the Upper East Side Historic District, the enlargement of an existing school facility that does not comply with the height and set back regulations of ZR §§ 23-662(a) and 24-591; *on condition* that any and all work shall substantially conform to the drawings as they apply to the objections above noted, filed with this application marked “Received August 5, 2016”-Twenty-Three (23) sheets; and *on further condition*:

THAT the following shall be the bulk parameters of the East Townhouse (128 East 78th Street): a maximum base height of 43’-9”, a minimum base setback of 5’-7” and a maximum building height of 84’-7” as measured to the top of the greenhouse, as shown on the BSA-approved plans;

THAT the following shall be the bulk parameters of the West Townhouse (126 East 78th Street): a maximum base height of 43’-9”, a minimum base setback of 5’-7” and a maximum building height of 84’-7” as measured to the top of the greenhouse, as shown on the BSA-

approved plans;

THAT programmable shades shall be installed on all greenhouse windows, proposed skylights and windows to the proposed gym atop the Main Building;

THAT the programmable shades shall be in the down position 2 hours after nightfall and lifted no earlier than 7:00 a.m., daily;

THAT a Remedial Closure Report shall be submitted to DEP, as requested, for review and approval upon completion of the proposed project;

THAT substantial construction shall be completed pursuant to ZR § 72-23;

THAT this approval is limited to the relief granted by the Board in response to specifically cited and filed DOB/other jurisdiction objection(s);

THAT the approved plans shall be considered approved only for the portions related to the specific relief granted; and

THAT DOB must ensure compliance with all other applicable provisions of the Zoning Resolution, the Administrative Code, and any other relevant laws under its jurisdiction irrespective of plan(s)/configuration(s) not related to the relief granted.

Adopted by the Board of Standards and Appeals, August 16, 2016.

CERTIFICATION

***This copy of the Resolution
dated August 16, 2016
is hereby filed by
the Board of Standards and Appeals
dated September 21, 2016***



***Ryan Singer
Executive Director***

Exhibit E

Project Summary

Cathedral School of St. John the Divine (the "School"), a New York not-for-profit education corporation operating an independent, co-educational day school for students in kindergarten through grade 8 on Manhattan's Upper West Side, is seeking approximately \$11,000,000 in tax-exempt revenue bonds (the "Bonds"). Proceeds from the Bonds will be used to finance or refinance: (1) a portion of the costs of the construction and equipping of an approximately 7,880 square foot three-story addition to an existing approximately 32,000 square foot building located on an approximately 494,174 square foot parcel of land located at 28 Morningside Drive, New York, NY (the "Facility"), which is leased by the School, including the addition of an approximately 2,700 square foot media and innovation center, new dining/meeting/assembly rooms, an admissions suite, an elevator, a mechanical room and exterior access road reconfiguration; (2) a portion of the costs of renovating and equipping approximately 4,000 square feet of existing interior space at the Facility, including addition of a maker-space annex, learning space, new classrooms, offices, seminar/conference rooms, a new faculty work room and access ramps, as well as renovations to the reception area and several restrooms; and (3) certain costs related to the issuance of the Bonds.

Project Location

28 Morningside Drive
New York, NY 10025

Action Requested

- Bond Approval and Authorizing Resolution
- Adopt a Negative Declaration for this project, based upon no significant adverse environmental impacts

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	75.5
Jobs to be Created at Project Location (Year 3):	0
Total Jobs (full-time equivalents)	75.5
Projected Average Hourly Wage (excluding principals)	\$ 40.43
Highest Wage/Lowest Wage	\$ 102.83/13.50

Estimated City Tax Revenues	
Impact of Operations (NPV 25 years at 6.25%)	\$ 4,629,311
One-Time Impact of Renovation	516,374
Total impact	\$ 5,145,685

Estimated Cost of Benefits Requested: New York City	
NYC Forgone Income Tax on Bond Interest	\$ 49,334
Corporation Financing Fee	(80,000)
Total Cost to NYC Net of Financing Fee	\$ (30,666)

Cathedral School of St. John the Divine

Costs of Benefits Per Job		
Estimated Total Cost of Benefits per Job	\$	2,052
Estimated City Tax Revenue per Job	\$	68,155

Estimated Cost of Benefits Requested: New York State		
NYS Forgone Income Tax on Bond Interest		185,606
Total Cost to NYS	\$	185,606
Overall Total Cost to NYC and NYS	\$	154,940

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Bond Proceeds	11,000,000	64%
Capital Campaign	6,000,000	35%
School Funds	123,194	1%
Total	\$17,123,194	100%

Uses	Total Amount	Percent of Total Costs
Hard Costs	14,020,000	82%
Soft Costs	2,238,194	13%
Furnishings & Equipment	575,000	3%
Cost of Issuance	290,000	2%
Total	\$17,123,194	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 30 Years)
Corporation Fee	80,000	
Bond Counsel	135,000	
Annual Corporation Fee	1,250	13,404
Bond Trustee Acceptance Fee	500	
Annual Bond Trustee Fee	500	6,702
Trustee Counsel Fee	5,000	
Total	\$222,250	\$23,458
Total Fees	\$245,708	

Financing and Benefits Summary

The Bonds will be directly purchased by ConnectOne Bank. The Bonds are expected to have a fixed rate of interest for twenty years at 3.5%, then reset to 70% of the 10-Year Federal Home Loan Bank Advance Rate + 2.50% with a floor rate of 3.5% for the remainder of the 30-year term. The Bonds will be secured by an interest in all business assets of the School. It is anticipated that the loan agreement will include a covenant that the School will maintain a Debt Service Coverage Ratio of 1.25 times measured annually. Based on an analysis of the School's financial statements, the School is expected to have a debt service coverage ratio of 3.67 times.

Applicant Summary

The School was incorporated in March of 2017. The predecessor of the School was founded in 1901 as an unincorporated entity operated by The Cathedral Church of St. John the Divine and originally educated 40 male boarding students in music and grammar school studies for no tuition in return for singing in the Cathedral choir. It was converted in 1964 to a day school for boys of all faiths in grades one through eight, and became co-educational in 1973. The School is accredited by the New York State Association of Independent Schools (NYSAIS) and has an

Cathedral School of St. John the Divine

absolute charter from the New York Board of Regents. The School leases the Facility from the Rector, Wardens, and Vestrymen of The Cathedral Church of St. John the Divine.

Today, the School is an independent, coeducational, K-8 day school for children of all faiths. With a commitment to academic excellence and to ensuring that the school remains accessible to historically underserved populations, the School believes that each class must have a rich socio-economic, cultural, and racial diversity, so that each student will develop into an articulate, confident, responsible citizen of the world.

Marsha K. Nelson, Head of School

Ms. Nelson is the 18th Head of the School. Her work focuses on cultivating a strong faculty and staff, sustaining diversity of the School community, and improving internal and external communication systems. Prior to joining the School, Ms. Nelson served as the Associate Head of the Trinity School, where she worked in all areas of leadership with the Head of the School. Ms. Nelson has a M.A. in Private School Leadership from Columbia University, a B.A. degree in Music Education from Baylor University, and a B.S. in Education from the University of Texas.

Peter L. Mass, Chief Financial Operating Officer

Mr. Mass has served the School as CFO since 2009. Mr. Mass is responsible for financial, business, and operations leadership of the school. He works closely with the senior administrative team, Head of School, Board President, and the Board of Trustees. Prior to joining the School, Mr. Mass served as Director of Finance and Operations at Haddonfield Friends School in Haddonfield, NJ. Mr. Mass has a B.B.A from the University of Kentucky.

Angie Karna, President of Board of Trustees

Ms. Karna is the Head of Legal for Nomura's Americas Global Markets Division. Prior to joining Nomura, Ms. Karna was a Managing Director with Barclays Capital's Legal Department. Appointed by the U.S. Commodity Futures Trading Commission (CFTC), Ms. Karna serves the CFTC's Global Markets Advisory Committee. Ms. Karna received her LL.B from the University of Windsor and J.D. from the University of Detroit Mercy. She also holds a B.S. degree from the University of Toronto.

Employee Benefits

The School provides health, vision, and dental coverage, life insurance, employer contributions to employee retirement plans, short and long-term disability, and professional development.

SEQRA Determination

Unlisted action with no significant adverse environmental impacts. Staff recommends the Board adopt a Negative Declaration for this project. The completed Environmental Assessment Form for this project has been reviewed and signed by Corporation staff.

Due Diligence

The Corporation conducted a background investigation of the School and found no derogatory information.

Compliance Check:	Not applicable
Living Wage:	Compliant
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered
Private School Policy:	Compliant
Bank Account:	TD Bank
Bank Check:	Relationships are reported to be satisfactory.
Supplier Checks:	Relationships are reported to be satisfactory.

Cathedral School of St. John the Divine

Customer Checks: Relationships are reported to be satisfactory.

Unions: Not applicable

Vendex Check: No derogatory information was found

Attorney: Justin S. Zaremby, Esq.
Patterson Belknap Webb & Tyler LLP
1133 Avenue of the Americas
New York, NY 10036

Accountant: Allan Blum
Loeb and Troper
655 Third Avenue 12th Floor
New York, NY 10017

Community Board: Manhattan, CB 9

Board of Trustees

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The
Cathedral
School

1047 Amsterdam Avenue
New York, NY 10025
212.316.7500
cathedralnyc.org

November 20, 2017

Mr. Kyle Brandon
Project Manager
BuildNYC Resource Corporation
110 William Street
New York, NY 10038

Re: The Cathedral School of Saint John the Divine

The Cathedral School of St. John the Divine (CSSJD) is a co-educational independent day school for grades K to 8. CSSJD was founded in 1901 and is located on the Upper West Side of Manhattan on the 11 acre grounds of The Cathedral of Saint John the Divine. For the 2017-18 school year, CSSJD enrolled 296 students.

CSSJD is well known for its diversity programs, diverse community, and alumni that have gone on to be leaders in high school, college and their careers. Nearly 40% of CSSJD families receive some form of financial aid. Financial aid awards in the 2017-18 school year represent approximately 24% of tuition revenues which is significantly higher than peer New York City schools. In addition to providing financial aid for tuition, CSSJD ensures that all students have equal access to every aspect of our program. Tutoring support, assessments, and extracurricular activities are all subsidized by the school for families on aid.

The CSSJD curriculum is highly differentiated to provide the most rigorous education possible for each child in a manner that recognizes the strengths and differences of each student. As each student enters the seventh grade they begin to participate in the CSSJD high school counseling program. Our high school counselors work with each child individually to help them through the process and to help them get into their “best fit” high school.

The current CSSJD school building is 32,000 square feet and lacks sufficient space to provide our students with the 21st century education they require. This construction project is not intended to expand the enrollment of the school but rather to provide badly needed space for the existing enrollment of approximately 300 students which is the size that we believe provides an outstanding learning environment.

This project will add approximately 8,000 square feet to the existing building and will renovate 4,000 square feet. The project will provide a second eighth grade homeroom (every other grade has two homerooms), two new learning centers, renovated fifth grade homerooms, a faculty work room, a renovated nurse’s office, a new library and media center, a stem innovation space (makerspace), an expanded assembly-eating-meeting space, two new seminar meeting rooms for student groups, a new admissions office, and an outdoor gathering and learning space. These new spaces will alleviate overcrowded conditions and will provide room to meet, collaborate, inquire, and learn.

The Cathedral School

The CSSJD administration, staff, and faculty planned this project for several years taking great care to make sure that every aspect of the project is intended to better serve our students. The CSSJD Board and administration analyzed debt capacity and debt service scenarios in great detail to ensure that the project would not require increases in tuition to fund any portion of it. Having access to tax exempt financing is a critically important to our achieving that goal and to our continued commitment to diversity and access.

For the reasons stated above, The Cathedral School of Saint John the Divine asks for your support of this project. Thank you in advance for your consideration.

Regards,

A handwritten signature in black ink, appearing to read "Peter L. Maas", with a long horizontal flourish extending to the right.

Peter L. Maas
Chief Financial and Operating Officer

Exhibit F

Resolution approving financing of an educational facility for Cathedral School of St. John the Divine and authorizing the issuance and sale of approximately \$12,000,000 of Build NYC Resource Corporation Tax-Exempt Revenue Bonds (Cathedral School of St. John the Divine Project), Series 2017, and the taking of other action in connection therewith

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York, as amended, and its Certificate of Incorporation and By-laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their eligible projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured basis; and (iii) to undertake other eligible projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, Cathedral School of St. John the Divine, a New York not-for-profit education corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Applicant”), has entered into negotiations with officials of the Issuer to finance or refinance: (i) a portion of the costs of the construction and equipping of an approximately 7,880 square foot three-story addition to an existing approximately 32,000 square foot building leased by the Applicant and located on an approximately 494,174 square foot parcel of land located at 28 Morningside Drive, New York, New York (the “Facility”), including the addition of an approximately 2,700 square foot media and innovation center, new dining/meeting/assembly rooms, an admissions suite, an elevator, a mechanical room, and exterior access road reconfiguration; (ii) a portion of the costs of renovating and equipping approximately 4,000 square feet of existing Facility interior space including addition of a maker-space annex, learning space(s), new classrooms, offices, seminar/conference rooms, a new faculty work room and the addition of access ramps at the entrance to the Facility, as well as renovations to the reception area and several restrooms; and (iii) certain costs related to the issuance of the Bonds (collectively, the “Project”); and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant is a not-for-profit education corporation that provides education services to students in kindergarten through eighth grade in

the City; that the Applicant currently has approximately 75.5 full-time equivalent employees at the Facility; that the financing of the Project costs with the Issuer's financing assistance will allow the Applicant to continue its programs with a greater measure of financial security while keeping tuition accessible for its students and; and that, therefore the Issuer's assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, the Issuer desires to further encourage the Borrower with respect to the financing of the Facility and to proceed with the Project; and

WHEREAS, in order to finance a portion of the cost of the Project, the Issuer intends to issue its tax-exempt revenue bonds (Cathedral School of St. John the Divine Project), Series 2017, in the aggregate principal amount of \$12,000,000 (or such greater amount not to exceed 10% more than such stated amount) (the "Bonds") as may be determined by a certificate of determination of an authorized officer of the Issuer (the "Certificate of Determination"), all pursuant to an Indenture of Trust (an "Indenture") to be entered into between the Issuer and U.S. Bank, National Association, as trustee (the "Trustee"); and

WHEREAS, the Issuer intends to loan the proceeds of the Bonds to the Applicant pursuant to a Loan Agreement (the "Loan Agreement") to be entered into between the Issuer and the Applicant, and the Applicant will execute a promissory note in favor of the Issuer and the Trustee (the "Promissory Note") to evidence the Applicant's obligation under the Loan Agreement to repay such loan.

WHEREAS, the Bonds are to be secured by the pledge effected by the Loan Agreement and a pledge and security interest in certain revenues and assets of the Applicant pursuant to a Pledge and Security Agreement from the Borrower to the Trustee (the "Security Agreement").

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed in part through the issuance of the Bonds, which Bonds will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Promissory Note.

Section 3. To provide for the financing of the Project, the issuance of the Bonds by the Issuer is hereby authorized subject to the provisions of this Resolution and the Indenture hereinafter authorized.

The Bonds shall be issued in one or more series as fully registered bonds issuable as one or more serial and/or term bonds, shall be dated as provided in the Indenture and shall be in an aggregate amount not to exceed \$12,000,000 (or such greater amount not to exceed such stated amount by more than 10% as may be determined by the Certificate of Determination), shall be payable as to principal and redemption premium, if any, at the principal office of the Trustee, shall be payable as to interest by check, draft or wire transfer as provided in the Indenture, shall bear interest at a fixed rate and/or variable rate not to exceed five percent (5%), (such final rate(s) to be determined by the Certificate of Determination)

The Bonds shall be subject to optional and mandatory redemption as provided in the Indenture, shall be payable as provided in the Indenture until the payment in full of the principal amount thereof and shall mature not later than December 31, 2047 (or as determined by the Certificate of Determination), all as set forth in the Bonds. The provisions for signatures, authentication, payment, delivery, redemption and number of Bonds shall be set forth in the Indenture hereinafter authorized.

Section 4. The Bonds shall be secured by the pledge effected by the Indenture and shall be payable solely from and secured by a pledge of the loan payments, revenues and receipts of the Applicant to the extent set forth in the Loan Agreement and Indenture hereinafter authorized. The Bonds, together with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Loan Agreement, including from moneys deposited in the funds as established under the Indenture, including from moneys deposited in the Bond Fund, the Project Fund, and such other funds as established under the Indenture (subject to disbursements therefrom in accordance with the Loan Agreement and the Indenture) and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Bonds be payable out of any funds of the Issuer other than those pledged therefor.

Section 5. The Bonds are hereby authorized to be sold to the ConnectOne Bank (or such other financial institution as shall be approved by the Certificate of Determination) at a purchase price equal to the principal amount of one hundred percent (100%) of the principal amount thereof.

Section 6. The execution and delivery of the Indenture, the Loan Agreement, and a Tax Regulatory Agreement from the Issuer and the Applicant to the Trustee (the documents referenced in this Section 6 being, collectively, the "Issuer Documents"), each being substantially in the form approved by the Issuer for prior financings or pursuant to a Certificate of Determination, are hereby authorized. The Chairman, Vice Chairman, Executive Director, and the General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Documents. The execution and delivery of each such Issuer Documents by said officer shall be conclusive evidence of due authorization and approval.

Section 7. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be

binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members or directors thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members or directors of the Issuer nor any officer executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 8. The officers of the Issuer are hereby designated the authorized representatives of the Issuer, and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Bonds.

Section 9. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Issuer by the application of the proceeds of the Bonds, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 10. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Bonds or, in the event such proceeds are insufficient after payment of other costs of the Project or the Bonds are not issued by the Issuer due to inability to consummate the transactions herein contemplated, shall be paid by the Applicant. By accepting this Resolution, the Applicant agrees to pay such expenses and further agree to indemnify the Issuer, its members, directors, officers, employees and agents and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 11. In connection with the Project, the Issuer intends to grant the Applicant financing assistance in the form of issuance of the Bonds.

Section 12. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed by the Issuer from the proceeds of the Bonds; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution

and provided further that the reimbursement is permitted under the Tax Regulatory Agreement.

Section 13. The Issuer, as lead agency, is issuing this determination pursuant to the State Environmental Quality Review Act (“SEQRA”) (Article 8 of the Environmental Conservation Law) and implementing regulations contained in 6 N.Y.C.R.R. Part 617. This determination is based upon the Issuer’s review of information provided by the Applicant and such other information as the Issuer has deemed necessary and appropriate to make this determination.

The Issuer has determined that the proposed project, an Unlisted action, pursuant to SEQRA and the implementing regulations, will not have a significant effect on the environment and that a Draft Environmental Impact Statement will not be prepared. The reasons supporting this determination are as follows:

- a. The proposed project will not result in a substantial adverse change in existing traffic, air quality, or noise levels. The proposed new building would serve the existing student population and would not introduce additional traffic to the area surrounding the project site.
- b. The proposed project would not result in significant adverse impacts on cultural, archaeological, architectural, or aesthetic resources or the existing neighborhood. The Cathedral of St. John the Divine and the Cathedral Close were recently designated as a New York City Landmark. The construction of the proposed addition and the renovation of the existing building will be conducted in compliance with all relevant New York City regulations to ensure that no adverse impacts to this landmark resulting from the construction of the proposed project.
- c. The proposed project would not result in significant adverse impacts to natural resources, critical habitats, or water quality.
- d. The proposed project would not result in a change in existing zoning or land use. The addition would be consistent with the existing use of the campus as an educational institution.
- e. The construction of the proposed project would be subject to all applicable regulatory requirements related to hazardous materials, including those relating to characterization of any excess soil requiring disposal, New York State Department of Environmental Conservation reporting requirements should evidence of petroleum contamination be identified, management of any asbestos-containing materials, and management of any surfaces with lead-containing or lead-based paint, among others. With these measures, the proposed project would not result in any significant adverse impacts related to hazardous materials.
- f. No other significant effects upon the environment that would require the preparation of an Environmental Impact Statement are foreseeable.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 10 hereof) unless (i) prior to the expiration of such year the Issuer shall (x) have issued the Bonds for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes “other similar official action” under the provisions of Treasury Regulation 1.103-8(a)(5) promulgated under Section 103 and related sections of the Internal Revenue Code of 1986, as amended (the “Code”). This Resolution is subject to further compliance with the provisions of Sections 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Bonds.

Section 16. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or General Counsel to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 17. This Resolution shall take effect immediately.

ADOPTED: December 12, 2017

Accepted: December __, 2017

CATHEDRAL SCHOOL OF ST. JOHN THE DIVINE

By: _____
Name:
Title:

Exhibit G

Project Summary

The Chapin School, LTD. (the "School"), a New York not-for-profit education corporation, operates an independent girls' day school on Manhattan's Upper East Side serving students from kindergarten through 12th grade. The School is seeking approximately \$36,000,000 in tax-exempt bonds which will be used to (1) refinance a portion of Build NYC Resource Corporation Revenue Bonds (The Chapin School, LTD Project) Series 2016 in the current outstanding principal amount of \$75,000,000 (the "2016 Bonds"), the proceeds of which, together with other funds of the School, are being used to: finance and/or refinance improvements to, and the renovation, equipping and/or furnishing of, the School's existing eight-story, approximately 132,000 square foot facility located at 100 East End Avenue, New York, New York 10028 (the "Facility"), including (i) the construction of a three-story vertical addition to accommodate a new gymnasium and an expanded space for performing arts programs (the "Facility Addition"), and (ii) the reconfiguration of existing space within the Facility to provide more classrooms, gathering space, an additional cafeteria, a maker/design studio for the robotics program and other S.T.E.M. curriculum, and a new nursing facility for the care of students ((i) and (ii) collectively the "Project"); (2) finance and/or refinance improvements to, and the renovation, equipping and/or furnishing of the Facility, including the costs described in (1); and (3) pay for certain costs related to the issuance of the bonds.

Project Location

100 East End Avenue
 New York, New York 10028

Actions Requested

- Bond Approval and Authorizing Resolution
- Adopt a negative declaration for this project of no significant adverse environmental impacts.

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	210
Jobs to be Created at Project Location (Year 3):	15
Total Jobs (full-time equivalents)	225
Projected Average Hourly Wage (excluding principals)	\$39.00
Highest Wage/Lowest Wage	\$82.00/16.00
Estimated City Tax Revenues	
Impact of Operations ¹ (NPV 25 years at 6.25%)	\$800,360
One-Time Impact of Renovation ²	3,294,915
Total impact	\$ 4,095,275
Additional benefit from jobs to be created	\$ 1,108,232
Estimated Cost of Benefits Requested: New York City	
NYC Forgone Income Tax on Bond Interest	\$ 421,956
Corporation Financing Fee	(282,500)
Total Cost to NYC Net of Financing Fee	\$ 139,456

¹ Does not include Impact of Operations of \$22,857,127 as calculated in 2015.

² Does not include One-Time Impact of Renovation of \$3,719,385 as calculated in 2015.

The Chapin School, Ltd.

Costs of Benefits Per Job	
Estimated Total Cost of Benefits per Job	\$8,244
Estimated City Tax Revenue per Job	\$128,345

Estimated Cost of Benefits Requested: New York State	
NYS Forgone Income Tax on Bond Interest	\$1,587,489
Total Cost to NYS	\$1,587,489
Overall Total Cost to NYC and NYS	\$1,726,945

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Capital Campaign	\$125,000,000	57%
Build NYC Series 2016 and 2017 Bond Proceeds	\$95,000,000	43%
Total	\$220,000,000	100%

Uses	Total Amount	Percent of Total Costs
Construction Hard Costs	\$170,000,000	77%
Construction Soft Costs	\$49,000,000	22%
Costs of Issuance	\$3,000,000	1%
Total	\$220,000,000	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 30 Years)
Corporation Fee	\$282,500	
Bond Counsel	\$135,000	
Annual Corporation Fee	\$1,250	\$16,755
Bond Trustee Acceptance Fee	\$500	
Annual Bond Trustee Fee	\$500	\$6,702
Trustee Counsel Fee	\$5,000	
Total	\$424,750	\$23,458
Total Fees	\$448,208	

Financing and Benefits Summary

Morgan Stanley will serve as senior managing underwriter for the bonds, which will be publicly offered. The bonds will be an unsecured general obligation of the School. The bonds are anticipated to be issued as fixed-rate bonds with the final anticipated maturity date of 2047. The anticipated effective interest rate will not exceed 6%. Based on an analysis of the School's financial statements, it is expected to have a debt service coverage ratio of 3.56x.

Applicant Summary

The School was founded in 1901 by Maria Bowen Chapin as a co-educational school. The School transitioned to an all-girls school in 1917. Since then the School has become one of the preeminent all-girls schools in the country. The School is committed to diversity and approximately 45% of the students are young women of color and approximately 20% of the students receive financial aid. The Project will enable the School to greatly expand S.T.E.M. classes, including its robotics program, as well as provide additional space for the performing arts.

The Chapin School, Ltd.

In January of 2016, the Corporation issued the 2016 Bonds. After that issuance, the School determined that the cost estimate of the Project which was to be financed by the 2016 Bonds would be higher than originally expected. In addition, the School has replaced the original general contractor for the Project. The Project is now expected to be completed by December of 2019.

Patricia Hayot, Head of School

Ms. Hayot has served as Head of School since 2003. Prior to her current position she served as the head of the International School of Paris as well as the Columbus School for Girls. Ms. Hayot has served in leadership positions with the National Coalition of Girls Schools, Independent Schools Admissions Association of Greater New York, and the Country Day Schools Headmasters Association. Mr. Hayot has a Bachelor of Arts and Master of Science degrees from Marquette University and a Doctor of Educational Psychology from the University of Michigan.

LeeAnn Black, Chair of Board of Trustees

Ms. Black has served as Chair of the Board of Trustees since 2016. Ms. Black has served on the Board of Trustees since 2009 and previously served as Vice Chair of Finance. In addition to serving as Board Chair, Ms. Black is the Chief Operating Officer for Latham & Watkins a leading global law firm. Ms. Black has served in various positions with Latham & Watkins since 1987. Prior to joining Latham & Watkins Ms. Black worked as a senior auditor with Arthur Andersen & Co. Ms. Black has a Bachelor of Arts from Adelphi University.

Employee Benefits

The School offers full benefits including medical, dental, life, and short and long term disability insurance for all permanent employees. Employees also receive pre-tax transit benefits, have breakfast and lunch provided, and can participate in a retirement plan after one year of employment.

SEQRA Determination

Corporation staff has reviewed the environmental impacts of the proposed actions and recommends that the Corporation adopt a SEQRA determination that such actions will not generate any additional significant adverse environmental impacts beyond those identified and analyzed in the Board of Standards and Appeals Resolution, dated December 29, 2015 attached as Exhibit A to the resolution which was adopted and authorized by Build NYC's Board of Directors on January 12, 2016.

Due Diligence

The Corporation conducted a background investigation of the School and found no derogatory information.

Compliance Check:	Compliant
Living Wage:	Exempt
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered
Bank Account:	Chase Bank and First Republic Bank
Bank Check:	Relationships are reported to be satisfactory.
Supplier Checks:	Relationships are reported to be satisfactory.
Customer Checks:	Relationships are reported to be satisfactory.
Unions:	Not Applicable
Vendex Check:	No derogatory information was found.

The Chapin School, Ltd.

Attorney: Eileen B. Heitzler
Orrick Herrington & Sutcliffe LLP
51 West 52nd Street
New York, New York 10019

Accountant: William Epstein
EisnerAmper LLP
750 Third Avenue
New York, New York 10017

Consultant: Grace Chionuma
Morgan Stanley
1585 Broadway
New York, New York 10036

Community Board: Manhattan, CB #8

Board of Trustees

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Burwell Espy Schorr

Bettina Goldstein Decker

Farida Khan Singh, ex officio

Christina Diggs

Claudio Garcia

Patricia Hayot, Ex Officio

Brian Higgins

CHAPIN



December 1, 2017

Anne Shutkin
Executive Director
NYCIDA and Build NYC Resource Corp
New York City Economic Development Corporation
110 William Street
New York, NY 10038

Dear Anne,

For more than 100 years in New York City, The Chapin School has offered young women a first-rate education in the sciences, humanities, social studies and the arts, emphasizing academic excellence, personal integrity and community responsibility. The school is known for providing a strong sense of community, giving girls a high level of access to teachers, and tracking closely the development of each student.

Over the years, Chapin has worked to provide this high-quality education to a greater numbers of girls, as well as to more students of varying socioeconomic levels through financial aid programs. In addition, Chapin strictly follows an all-encompassing non-discriminatory policy in its interactions with students and faculty, providing equal access to all school services and programs, including financial assistance. In 2017-18, 21% of girls who attend Chapin receive financial aid and 49% of our students identify as a person of color. We now serve 793 students in grades Kindergarten through 12, with a full-time faculty of 124.

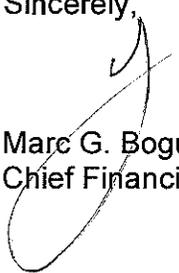
Chapin has grown considerably, both in the number of students who attend the school and the number of faculty and support staff needed to adequately serve them. To continue to guarantee students the kind of education that has characterized our school for the last century, we are well into the expansion of our building at 100 East End Avenue. We have worked with architects to develop plans that include the addition of four floors and 39,000 square feet of educational and support space and renovation of 37,000 square feet of existing educational space. These additions and renovations will provide the classroom, performing arts, physical education and student and faculty space we need to keep pace with our expanded student population and enhanced programs.

Chapin is a longstanding institution with a history of competent financial management and strong charitable giving, but the full costs of this construction have risen considerably (to as much as \$220 million) from when we secured tax exempt bonds issued through Build NYC in August 2016. While we are confident that we will be able to extend our planned fundraising activities to cover most of this increase, converting the current \$25 million bond maturing in 2019 (in connection with the 2016 Bonds) to longer term debt with a \$25 million bond to mature in 2047 will allow us the additional time we will need to complete an enlarged capital campaign. Furthermore, we may utilize a relatively small amount of additional financing (no more than \$10 million in new money) to help cover construction costs and reduce some of the pressure on our additional fundraising goal. Therefore, we are respectfully applying for Build NYC tax-exempt bond financing for the improvements to our school building.

The Build NYC financing is critical to our ability to proceed with this project. Chapin continues to be actively engaged in a campaign to raise money for the school. That said, a fund-raising effort of this size takes several years to complete, and our need to expand our facilities is pressing. The Build NYC financing will allow Chapin to build within the currently projected time frame while maintaining a sufficient balance sheet including an adequate endowment which is the school's principal resource for supporting academic and program goals, including importantly financial aid for students who could not otherwise afford to attend the school.

I hope this letter provides a clear explanation of Chapin's need for Build NYC to once again support our initiative. Please feel free to contact me at 212-570-4984 if you need additional information or have any questions. Thank you in advance for your consideration.

Sincerely,



Marc G. Bogursky
Chief Financial Officer

Exhibit H

Resolution approving financing of facilities for The Chapin School, Ltd. and authorizing the issuance and sale of approximately \$36,000,000 of Revenue Refunding Bonds (The Chapin School, Ltd. Project), Series 2017 and the taking of other action in connection therewith

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-For-Profit Corporation Law of the State of New York, as amended (the “N-PCL”) and its Certificate of Incorporation and By-Laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured bases; and (iii) to undertake other projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, lessening the burdens of government and acting in the public interest; and

WHEREAS, The Chapin School, Ltd., a not-for-profit education corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Applicant”) has entered into negotiations with officials of the Issuer for the Issuer’s assistance with a tax-exempt bond transaction, the proceeds of which, together with other funds of the Applicant, will be used by the Applicant to: (1) refinance a portion of the Build NYC Resource Corporation Revenue Bonds (The Chapin School, LTD Project) Series 2016 in the current outstanding principal amount of \$75,000,000, the proceeds of which, together with other funds of the Applicant, are being used to: finance and/or refinance improvements to, and the renovation, equipping and/or furnishing of, the Applicant’s existing eight-story, approximately 132,000 square foot facility located at 100 East End Avenue, New York, New York (the “Facility”), including (i) the construction of a three-story vertical addition to accommodate a new gymnasium and an expanded space for performing arts programs (the “Facility Addition”), and (ii) the reconfiguration of existing space within the Facility to provide more classrooms, gathering space, an additional cafeteria, a maker/design studio for the robotics program and other S.T.E.M. curriculum, and a new nursing facility for the care of students; (2) finance and/or refinance improvements to, and the renovation, equipping and/or furnishing of, the Applicant’s Facility, including the costs described in (1); and (3) pay for certain costs related to the issuance of the bonds; and

WHEREAS, the Facility and Facility Addition are or will be owned and operated by the Applicant as an independent girls’ day school serving students in Kindergarten through Grade 12; and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant is a not-for-profit education corporation that provides educational services in the City; that there are approximately 210 full-time equivalent employees employed at the Facility; that the financing of the Project costs with the Issuer's financing assistance will provide savings to the Applicant which will allow it to redirect financial resources to provide educational services and continue its programs with a greater measure of financial security; and that, therefore the Issuer's assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, the Issuer desires to further encourage the Applicant with respect to the financing of the Facility, if by so doing it is able to induce the Applicant to proceed with the Project; and

WHEREAS, in order to finance a portion of the cost of the Project, the Issuer intends to issue its Revenue Refunding Bonds, Series 2017 (The Chapin School, Ltd. Project), in one or more series, in the aggregate principal amount of approximately \$36,000,000, or such greater amount (not to exceed 10% more than such stated amount) (the "Bonds") each as may be determined by a certificate of determination of an authorized officer of the Issuer (the "Certificate of Determination"), all pursuant to an Indenture of Trust (the "Indenture"), to be entered into between the Issuer and U.S. Bank National Association, as Trustee, or a trustee to be appointed by the Issuer (the "Trustee"); and

WHEREAS, (i) the Issuer intends to loan the proceeds of the Bonds to the Applicant pursuant to one or more Loan Agreements (collectively, the "Loan Agreement") to be entered into between the Issuer and the Applicant, and (ii) the Applicant will execute one or more promissory notes in favor of the Issuer and the Trustee (collectively, the "Promissory Note") to evidence the Applicant's obligation under the Loan Agreement to repay such loan; and

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing of a portion of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed in part through the issuance of the Bonds of the Issuer, which Bonds will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Promissory Note.

Section 3. To provide for the financing of the Project, the issuance of the Bonds of the Issuer is hereby authorized subject to the provisions of this Resolution and the Indenture hereinafter authorized.

The Bonds shall be issued as fully registered bonds in one or more tax exempt and/or taxable series, shall be dated as provided in the Indenture, shall be issued as one or more serial and/or term bonds and with respect to the Bonds in an aggregate amount not to exceed

\$36,000,000, or such greater amount (not to exceed 10% more than such stated amount), and the Bonds shall be payable as to principal and redemption premium, if any, at the principal office of the Trustee, shall be payable as to interest by check, draft or wire transfer as provided in the Indenture, shall bear interest at such rate(s) as determined by the Certificate of Determination, shall be subject to optional redemption and mandatory redemption as provided in the Indenture, shall be payable as provided in the Indenture until the payment in full of the principal amount thereof and shall mature not later than December 31, 2047 (or as determined by the Certificate of Determination), all as set forth in the Bonds.

The provisions for signatures, authentication, payment, delivery, redemption and number of Bonds shall be set forth in the Indenture.

Section 4. The Bonds shall be secured by the pledge effected by the Indenture and shall be payable solely from and secured by a pledge by the Issuer of revenues and receipts of the Issuer, including loan payments made by the Applicant, to the extent set forth in the Loan Agreement and Indenture hereinafter authorized. The Bonds, together with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Indenture, including from moneys deposited in the Bond Fund, the Project Fund, and such other funds as established under the Indenture (subject to disbursements therefrom in accordance with the Loan Agreement and the Indenture), and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Bonds be payable out of any funds of the Issuer other than those pledged therefor.

Section 5. The Bonds may be sold pursuant to a public offering or a private placement and Morgan Stanley & Co. LLC, or an investment bank to be determined by the Applicant may serve as the underwriter or placement agent (“Investment Bank”). The determination as to public offering or private placement, the designation of the Investment Bank, and the purchase price of the Bonds shall be approved by Certificate of Determination.

Section 6. The delivery of a Preliminary Official Statement with respect to the Bonds (the “Preliminary Offering Document”) and the execution and delivery of the Private Placement Memorandum or final Official Statement with respect to the Bonds (the “Final Offering Document”), a Bond Placement Agreement or Bond Purchase Agreement with the Applicant and the Investment Bank, the Indenture, the Loan Agreement, a Letter of Representation and Indemnity Agreement from the Applicant, and a Tax Regulatory Agreement from the Issuer and the Applicant to the Trustee (the documents referenced in this Section 6 being, collectively, the “Issuer Documents”), each being substantially in the form approved by the Issuer for prior financings, are hereby authorized. The Chairman, Vice Chairman, Executive Director, Deputy Executive Director and General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Documents. The execution and delivery of each such Issuer Documents by said officer shall be conclusive evidence of due authorization and approval.

Section 7. The Issuer hereby authorizes the distribution of the Preliminary Offering Document and the Final Offering Document to prospective purchasers of the Bonds.

Section 8. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members or directors thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, directors, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members or directors of the Issuer nor any officer executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 9. The officers of the Issuer are hereby designated the authorized representatives of the Issuer and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Bonds.

Section 10. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Issuer by the application of the proceeds of the Bonds, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 11. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Bonds or, in the event such proceeds are insufficient after payment of other costs of the Project or the Bonds are not issued by the Issuer, shall be paid by the Applicant. By accepting this Resolution, the Applicant agrees to pay such expenses and further agrees to indemnify the Issuer, its members, employees and agents and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 12. In connection with the Project, the Issuer intends to grant the Applicant financing assistance in the form of the issuance of the Bonds.

Section 13. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed by the Issuer from the proceeds of the Bonds; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 11 hereof) unless (i) prior to the expiration date of such year the Issuer shall (x) have issued the Bonds for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes “other similar action” under the provisions of Treasure Regulation 1.103-8(a)(5) promulgated under Section 103 and related sections of the Internal Revenue Code of 1986, as amended (the “Code”). This Resolution is subject to further compliance with the provisions of Sections 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Bonds.

Section 16. The Issuer, as lead agency, is issuing this determination pursuant to the State Environmental Quality Review Act (“SEQRA”) (Article 8 of the Environmental Conservation Law) and implementing regulations contained in 6 N.Y.C.R.R. Part 617. This determination is based upon the Issuer’s review of information provided by the Applicant and such other information as the Issuer has deemed necessary and appropriate to make this determination.

The Issuer has determined that the proposed project is an Unlisted action, pursuant to SEQRA and the implementing regulations. The proposed project has previously been reviewed by the Board of Standards and Appeals (“BSA”) and the Issuer adopts the findings of the BSA (attached as Exhibit A to this Resolution), which determined that the proposed project will not have a significant effect on the environment and that a Draft Environmental Impact Statement will not be prepared. The reasons supporting this determination are as follows:

1. The existing school operates pursuant to two previous BSA actions. The original variance was approved in 1987 under Cal. No. 498-87-BZ to permit the enlargement of an existing six-story school to allow for the construction of a new gymnasium. In 1996, under Cal. No. 171-95-BZ, the Board granted a variance to permit the School to accommodate a new library, gymnasium, and performing arts facility. In 2006, the 1996 variance was reopened and amended to allow the addition of three floors above the portion of the School located on East End Avenue to accommodate the School's science program. A variance required by the current proposed project, which would increase the building from a height of 8 stories to 11 stories (from approximately 117 feet to approximately

185 feet, respectively) was approved by the BSA on October 16, 2015 (260-14-BZ, attached). BSA approved the enlargement of the school building, granting a variance from rear yard, height and setback, lot coverage, and floor area requirements. BSA determined that the proposed project would not alter the character of the surrounding neighborhood, impair the uses or development of adjacent properties, or be inconsistent with the scale and character of the neighborhood. In granting the variance, the BSA resolution imposes several conditions on the proposed school expansion, as outlined in the attached.

2. The proposed project would continue a school use that is permitted as-of-right under the site's existing zoning and is consistent with existing land use patterns. The proposed project would not result in adverse impacts on land use, zoning, or public policy.
3. The proposed project's bulk, while not permitted by the site's zoning, would be consistent with multiple existing buildings in the vicinity and would not introduce a new urban design element that would be out of character with the surrounding area.
4. The proposed project, which comprises an enlargement of the school's building, would cast shadows on Carl Schurz Park nearby. However the shadows generated by the proposed project would be largely subsumed by shadows cast by other existing buildings. The park is currently heavily used and there is no significant observable difference in plant growth or park user activity due to shadows. Therefore, the small incremental shadows attributable to the proposed project would not result in significant adverse impacts on the park.
5. A Phase II Investigation and waste classification soil sampling conducted in 2008 indicated Volatile Organic Compound (VOC) and Semi-Volatile Organic Compound (SVOC) contamination onsite. There is also an unregistered 7,000 gallon Above Ground fuel oil tank onsite and emergency generator with a 200 gallon day or belly tank. (The results of this investigation were confirmed by a Phase I Environmental Site Assessment in May 2014.) Four subsequent site/remedial Investigations were conducted onsite in 2014 and 2015. Subsequently, a Remedial Action Plan (RAP) was prepared for the school (and approved by DEP) which included the design and installation of a vapor barrier where excavation is to take place and a passive Sub-Slab Depressurization System (SSDS) for the entire facility. With the implementation of the design measures and engineering controls identified in the June 2015 Remedial Design Memorandum [for the] Vapor Mitigation System prepared for the School (incorporated by reference herein), the proposed project would not result in significant adverse impacts related to hazardous materials and contamination.
6. The proposed project would not result in an increase in student enrollment or number of faculty. With the development of a new gymnasium, the

school would be permitted to continue to host basketball games, and could host additional tournament games. An analysis was conducted of traffic generation associated with basketball games and tournaments in the existing gymnasium and with the proposed enlargement. This assessment determined that traffic generation associated with the proposed enlargement would not have the potential for adverse impacts related to transportation. Several parking garages are located in close proximity to the School and could accommodate the parking demand associated with events at the new gymnasium. The proposed project would not result in adverse effects related to transportation.

7. The proposed project would not result in adverse impacts related to HVAC exhaust emissions.
8. The proposed enlargement would include a rooftop activity area that would be used for physical education and recess during school hours and for organized practices during before-school and after-school hours between approximately 7:00am and 8:00pm. Based on existing ambient noise levels and the noise that would be generated by use of the rooftop activity area, future noise levels at nearby residences would continue to be within acceptable levels and the proposed project would not result in adverse impacts related to noise.
9. The proposed project would not result in significant adverse impacts to natural resources, critical habitats, or water quality.
10. No other significant effects upon the environment that would require the preparation of an Environmental Impact Statement are foreseeable.

Section 17. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or General Counsel of the Issuer to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 18. This Resolution shall take effect immediately.

ADOPTED: December 12, 2017

THE CHAPIN SCHOOL, LTD.

By: _____
Name:
Title:

Accepted: _____, 2017

EXHIBIT A
Board of Standards and Appeals Resolution

260-14-BZ

APPLICANT – Goldman Harris LLC, for The Chapin School, Ltd., owner.

SUBJECT – Application October 17, 2014 – Variance (§72-21) to permit the construction of a three-story enlargement to the existing school, contrary to floor area, rear yard, height and setback requirements. (R8B/R10A) zoning districts.

PREMISES AFFECTED – 100 East End Avenue aka 106 East End Avenue, Block 1581, Lot 23, Borough of Manhattan.

BIN No. 1081314

COMMUNITY BOARD #8M

ACTION OF THE BOARD – Application granted on condition.

THE VOTE TO GRANT –

Affirmative: Chair Perlmutter, Vice-Chair Hinkson, Commissioner Ottley-Brown and Commissioner Montanez.....	4
Negative:.....	0
Abstain: Commissioner Chanda.....	1

THE RESOLUTION -

WHEREAS, the decision of the Department of Buildings (“DOB”), dated September 23, 2014, acting on Department of Buildings Application No. 122042048, reads in pertinent part:

1. ZR 24-11, 77-22 – Enlargement exceeds maximum permitted floor area on pre-existing zoning lot;
2. ZR 24-36 – Enlarged portion does not meet rear yard requirement in R8B district;
3. ZR 24-50, 24-522, 23-633 – 15’ setback is not provided above the maximum base height in R8B district;
4. ZR 24-50, 24-522, 23-633 – Proposed building exceeds max. building height of 75’ in R8B district;
5. ZR 24-50, 24-522, 23-633 – 15’ setback on East 84th Street not provided in R10A district;
6. ZR 24-50, 24-522, 23-633 – 10’ setback on East End Avenue not provided in R10A district;
7. ZR 23-663 – 10’ rear setback above max. base height from rear yard line not provided in R8B district; and

WHEREAS, the decision of the Department of Buildings (“DOB”), dated February 9, 2015, also acting on Department of Buildings Application No. 122042048, reads in pertinent part:

1. ZR 24-11 – The proposed building in a[n] R8B/R10A zoning district exceeds[s] the allowable lot coverage permitted contrary to ZR 24-11; and

WHEREAS, this is an application under ZR § 72-21, to permit, on a site partially within an R8B zoning district and partially within an R10A zoning district, the enlargement of an existing school building (Use Group 3), which does not comply with zoning regulations for rear yard, height and setback, lot coverage and floor area, contrary to ZR §§ 23-633, 24-11, 24-36, 24-50, 24-522 and 77-22; and

WHEREAS, a public hearing was held on this application on May 12, 2015, after due notice by publication in the *City Record*, with continued hearings on July 14, 2015, and September 1, 2015 and then to decision on October 16, 2015; and

WHEREAS, Community Board 8, Manhattan, recommends that the Board disapprove the instant application; and

WHEREAS, certain members of the community, including some members represented by counsel, testified at the hearing and provided testimony in opposition to the application (collectively, the “Opposition”), citing, *inter alia*, the following concerns: (1) that the purportedly as-of-right work the School performed during the pendency of this application was impermissible; (2) that the Board’s authorization of such work may result in “segmentation” such that the environmental impact of the Proposed Enlargement would not be properly analyzed; (3) that the School is not entitled to multiple

variances; (4) that DEP's noise sign-off does not address the proposed rooftop playground; (5) the visual impact of the proposed enlargement on the surrounding neighborhood; (6) the potential for shadows from the proposed enlargement to negatively impact Carl Schurz Park; (7) the negative impacts of the construction required to complete the proposed construction, including noise, vibration, dust, debris, and impediments to pedestrians; (8) that the proposed enlargement will alter the essential character of the neighborhood; (9) that the proposed enlargement will result in increased noise and traffic to the surrounding neighborhood; and

WHEREAS, this application is brought on behalf of the Chapin School (the "School"), a non-profit educational institution for girls founded in 1901; the School serves students from grades kindergarten through 12, and is organized into a "Lower School" (grades K-3), a "Middle School" (grades 4-7) and an "Upper School" (grades 8-12); and

WHEREAS, the applicant states that the School's current enrollment is 751 students; the School employs 130 teachers and 84 additional staff members; and

WHEREAS, the School represents that the subject proposal is designed to serve the School's current enrollment; and

WHEREAS, the subject site is comprised of a single zoning and tax lot (Block 1581, Lot 23); the site occupies the easterly portion of the block bounded by East End Avenue, East 84th Street, East 85th Street and York Avenue; the site has 102.17 feet of frontage along East End Avenue and 223 feet of frontage along East 84th Street, and 22,784 sq. ft. of lot area; the site is located partially within an R8B zoning district and partially within an R10A zoning district; the R10A portion of the site is mapped along East End Avenue to a depth of 100 feet; and

WHEREAS, the site is currently occupied by a single building consisting of three segments ranging from six to eight stories (the "Building"); the easterly, eight-story portion of the Building, with frontage along East End Avenue, is known as the "Main Building," and was constructed c. 1920; the westerly, six-story portion of the Building, the "Wing Building," was constructed c. 1932, and was acquired by the School in 1969; the six-story middle portion of the Building, which connects the Main Building and the Wing Building, is known as the "Cross-Over Building," and was constructed by the School between 1971 and 1997; and

WHEREAS, the Board has maintained jurisdiction over the site since 1969 when it approved a variance for a four-story enlargement to the Building; the School did not commence construction pursuant to the 1969 variance, and the 1969 variance lapsed; and

WHEREAS, in 1987, under BSA Cal. No. 498-87-BZ, the Board granted a variance to permit a three-story enlargement of the Wing Building, which did not comply with the zoning regulations for lot coverage and rear yards; the Board found that the waivers granted pursuant to such variance were the minimum relief necessary to meet the School's need for additional Lower School classrooms and a gymnasium; and

WHEREAS, in 1996, under BSA Cal. No. 171-95-BZ, the Board granted a variance to permit a three-story enlargement of the Cross-Over Building, which did not comply with the zoning regulations for height and setback and lot coverage; the Board found that the waivers granted pursuant to such variance were the minimum relief necessary to meet the School's need for a library, choral room and an additional gymnasium for the Middle School and Upper School; the Board noted that Gym 5 was required because the large space located on the first floor of the Cross-Over Building, which had been used for both dining and gym purposes, could no longer be used as such and would only be used as a dining facility; and

WHEREAS, in 2006, also under BSA Cal. No. 171-95-BZ, the Board amended the School's 1996 variance to allow for the addition of three floors and a mezzanine to the Main Building in order to accommodate the School's need for science laboratories, additional classroom space, a greenhouse, a black box theatre, and offices for the Middle School and Upper School; because the 2006 enlargement was as-of-right, no waivers were granted by the Board; and

WHEREAS, on July 15, 2015, the Board issued a letter of substantial compliance, which stated that certain work being performed at the cellar and first floor of the Building substantially complied with the BSA-approved plans included with the 2006 amendment to the 1996 variance; and

WHEREAS, in order to meet certain of its programmatic needs, discussed in greater detail

below, the School proposes to enlarge the Building as follows (the “Proposed Enlargement”): (1) construct a three-story enlargement above the Main Building which will contain a regulation-sized gymnasium and school-wide assembly space, accessory gymnasium and athletic space, dedicated space for dance and music, and an outdoor play roof; (2) the addition of a structure extending over the Cross-Over and Wing Buildings to provide required egress from the Building; and

WHEREAS, the applicant represents that the Proposed Enlargement will address the following of the School’s programmatic needs: (1) the need for a regulation-size gymnasium; (2) the need for a performing arts space; (3) the need for dedicated Science, Technology, Engineering and Mathematics (“STEM”) classrooms; (4) additional Upper School Classrooms; (5) Lower School dining space; and (6) an on-site health-care facility; and

WHEREAS, the applicant states that, in response to the Board’s comments at hearing, it has modified the Proposed Enlargement from that which was originally proposed; specifically, the applicant states that the School has minimized the encroachment into the R8B portion of the site by relocating an exterior stair tower that was initially located on the R8B portion of the site to be within that portion of the Building which is located in the R10A portion of the site, thereby reducing the height of the encroachment into the R8B portion of the site by approximately 28 percent and the overall volume of the encroachment by approximately 60 percent; the applicant states further that the length of the encroachment into the R8B portion of the site has been reduced by one foot; and

WHEREAS, the applicant states that the Proposed Enlargement requires waivers of zoning regulations applicable in both the R10A and R8B zoning districts in which the Building is located; and

WHEREAS, with respect to that portion of the Building which is located in the R10A zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for setbacks pursuant to ZR §§ 24-50, 24-522 and 23-633; specifically (1) a setback of 15 feet above the maximum base height of 150 feet is required in the R10A portion of the site fronting on East 84th Street, and no setback is provided; and (2) a front setback of 10 feet above the maximum base height of 150 feet is required in the R10A portion of the site, fronting on East End Avenue, a setback of 2.5 feet at a height of 116.69 feet is proposed; and

WHEREAS, with respect to that portion of the Building which is located in the R10A zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for floor area ratio (“FAR”) pursuant to ZR § 24-11; specifically the Proposed Enlargement exceeds the permitted floor area ratio in the R10A portion of the site in that the maximum permitted floor area is 102,170 sq. ft. and the Proposed Enlargement results in a total floor area of 102,813.35 sq. ft. within the R10A portion of the site; and

WHEREAS, with respect to that portion of the Building which is located in the R8B zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for setbacks pursuant to ZR §§ 24-50, 24-522, 23-633 and 23-663; specifically (1) within the R8B portion of the site, a setback of 15 feet above the maximum base height of 60 feet is required where the Building fronts on a narrow street, the applicant notes that there is no setback on such portion of the site and that the Proposed Enlargement will increase the degree of non-compliance with this requirement; and (2) a rear setback of 10 feet above the maximum base height of 60 feet is required in the R8B portion of the site, the applicant notes that there is no rear setback on such portion of the site and that the Proposed Enlargement will increase the degree of non-compliance with this requirement; and

WHEREAS, with respect to that portion of the Building which is located in the R8B zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for rear yards pursuant to ZR § 24-36; specifically the applicant states that there is an existing non-complying rear yard with a depth of 17 feet in that portion of the site which is located within the R8B zoning district, where a rear yard with a minimum depth of 30 feet is required; the applicant notes that the Proposed Enlargement will increase the degree of non-compliance with this requirement; and

WHEREAS, with respect to that portion of the Building which is located in the R8B zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for height pursuant to ZR § 23-633; specifically the applicant states a maximum building height of 75 feet is permitted within the subject R8B zoning district, and notes that the easternmost portion of the proposed 24’-1 ½” westerly extension into the R8B zoning district (which extends 10’-

10 ½” into the R8B portion of the site) has a height of 180.08 feet (exclusive of the screen enclosure), and that the remainder of the westerly extension has a height of approximately 150 feet; and

WHEREAS, with respect to that portion of the Building which is located in the R8B zoning district, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for lot coverage pursuant to ZR § 24-11; specifically, the applicant states that the maximum lot coverage permitted in the R8B portion of the site is 70 percent (8,949 sq. ft.), and further states that the Proposed Enlargement exceeds this limitation at the sixth floor of the Cross-Over Building by approximately 97 sq. ft., with a proposed lot coverage of 9,046 sq. ft.; and

WHEREAS, with respect to the entire site, the applicant represents that the Proposed Enlargement does not comply with the bulk regulations for FAR, pursuant to ZR § 24-11; specifically, the applicant notes that pursuant to ZR § 24-11, a maximum FAR of 5.1 for community facility use is permitted in the subject R8B zoning district, and a maximum FAR of 10.0 for community facility is permitted in the subject R10A zoning district, and states that pursuant to ZR § 77-22, which allows for the proportional application of the aforesaid bulk regulations based on the lot area within each zoning district, an average FAR of 7.29 (166,261.7 sq. ft.) is permitted at the site; however, the applicant states that the Proposed Enlargement contains 175,541 sq. ft. of floor area (7.71 FAR), which exceeds the maximum permitted for the site;¹ and

WHEREAS, as discussed in hearing, the applicant notes that the Proposed Enlargement does not require a waiver of ZR § 24-35 (side yards) because the Proposed Enlargement cantilevers over the non-complying open area up to the northern side lot line; and

WHEREAS, because the Proposed Enlargement does not comply with the above-noted bulk regulations, the applicant seeks the requested variance pursuant to ZR § 72-21; and

WHEREAS, the applicant contends that, per ZR § 72-21(a), the history of development of the site and the fact that the site is located in two zoning districts are unique physical conditions, which, when coupled with the School’s programmatic needs, creates practical difficulties and unnecessary hardship in developing the site in compliance with the zoning regulations; and

WHEREAS, the applicant notes that the School was built in segments over a period of nearly 100 years, and, as stated, that the site is split between two zoning lots; and

WHEREAS, specifically, with respect to the history of the development of the site and the obsolescence of the existing building, the applicant states that the floor plates of the Main Building and Wing Building, constructed in the 1920s and 1930s, cannot accommodate a regulation-sized gymnasium, the provision of which, the School maintains, is an important programmatic need, and that the existing Building cannot accommodate additional classrooms, STEM classrooms, a performance arts space or a dedicated nurse’s office; and

WHEREAS, indeed, in addition to the constraints imposed by the existing structure, the applicant also asserts that the School requires the requested waivers to meet its programmatic needs; and

WHEREAS, the applicant states that the programmatic needs which will be addressed by the Proposed Enlargement are: (1) the need for a gymnasium that complies with National Federation of High School Associations (“NFHS”) rules, which mandate, *inter alia*, that basketball games be played on a court that is, at minimum, 70’ x 104’ (a 50’ x 84’ playing surface with a 10’ perimeter buffer), and which does not include spectator seating; (2) the need for improved performing arts spaces, including spaces for dance and vocal/instrument instruction; (3) additional Upper School classrooms; (4) STEM classrooms; (5) a health care facility; (6) improved dining facilities; and (7) outdoor play space; and

WHEREAS, with respect to the need for a gymnasium that complies with NFHS rules, the applicant notes that the School has been prohibited from hosting league tournament games since 2008, and that non-tournament games require a waiver which, the School has been advised, will not be available in the future if the School cannot meet the minimum NFHS dimensions; and

¹ The applicant states that the R8B portion of the zoning lot generates 64,091.7 sq. ft. of floor area at 5.1 FAR, but that the Proposed Enlargement utilizes 72,727.5 sq. ft. of floor area in the R8B portion of the site, and that the R10A portion of the zoning lot generates 102,170 sq. ft. of floor area at 10.0 FAR, but that the Proposed Enlargement utilizes 102,813 sq. ft. of floor area in the R10A portion of the site.

WHEREAS, the applicant also states that athletic support facilities are a required component of a contemporary high school gymnasium and that such facilities must be located in close proximity to the gymnasium, including locker rooms, fitness rooms, athletics supply storage, and personnel and safety offices; and

WHEREAS, the applicant represents that none of the existing gymnasiums in the Building are large enough to comply with NFHS rules, that none of the existing gymnasiums can be enlarged to comply with NFHS rules, and that the School cannot locate a new NFHS compliant gymnasium elsewhere in the Building; specifically, the applicant notes that locating the gymnasium in the Cross-Over Building, rather than in an addition to the taller Main Building, would require additional zoning waivers and would result in a larger building in the midblock, rather than on the avenue, and that locating the gymnasium in the cellar is impracticable because there is no full cellar in the Building and providing one suitable for a complying gymnasium would require extensive excavation and structural modifications to the building; and

WHEREAS, with respect to the need for improved performing arts spaces, including spaces for dance and vocal/instrument instruction, the applicant states that the Proposed Enlargement will allow for dedicated spaces for vocal instruction, instrumental instruction, and Middle School and Upper School dance classes; and

WHEREAS, the applicant states that by devoting one floor of the Proposed Enlargement to such performing arts spaces, the School will be able to provide, in addition to music and dance studios, four practice rooms, offices, a music library and an instrument storage space; and

WHEREAS, the applicant states that the existing Building is a vertical urban campus, the major circulation core of which (“Stair B”) is located in the R10A portion of the Building; the applicant states further that this core, known as “Main Street” among students, serves to link all elements of the Middle School and Upper School, thus, locating the proposed gymnasium in the R10A portion of the site, with athletic support and performing arts spaces below, all accessible from Stair B, is critical to efficient student circulation and programmatic adjacency; and

WHEREAS, with respect to the need for additional Upper School classrooms, the applicant notes that the Upper School operates with a classroom utilization rate of approximately 95 percent, and that the Middle School operates with a classroom utilization rate of approximately 82 percent, and states that upon the construction of the proposed gymnasium, two of the School’s existing, inadequate, gymnasiums will be converted to other uses, including eight new Upper School Classrooms which will be located in close proximity to existing Upper School classroom space; and

WHEREAS, similarly, with respect to the need for STEM classrooms, the applicant states that upon the construction of the proposed gymnasium, the School will be able to provide for STEM classrooms where one of the School’s existing, inadequate gymnasiums is currently located; and

WHEREAS, with respect to the need for a health care facility, the applicant states that the Proposed Enlargement will enable the School to provide a reconfigured health care facility in space now occupied by one of the gymnasiums that will be eliminated upon the construction of the proposed gymnasium, and that such facility is required as the School’s nurse station currently receives up to 50 visits per day, is not wheelchair accessible, lacks space for private conversation, and does not have an adequate examination room; and

WHEREAS, with respect to the need for improved dining facilities, the applicant states that the School is proceeding with its plans to provide a below-grade Lower School cafeteria on an as-of-right basis, and notes that the Board issued a letter of substantial compliance authorizing such work; and

WHEREAS, with respect to the need for outdoor play space, the applicant states that the Proposed Enlargement will enable the School to locate a rooftop play area immediately above the proposed gymnasium, rather than utilize Carl Schurz Park, which is located opposite the School on East End Avenue; and

WHEREAS, the applicant states that all of the waivers sought herein are tied to the School’s well-established programmatic needs, save those which are required in order to provide required egress at the Building; and

WHEREAS, the applicant represents that no increase in enrollment is anticipated or planned

and that the Proposed Enlargement seeks to address the School's current space deficiencies and is not intended to allow the School to increase its enrollment; and

WHEREAS, the applicant examined the feasibility of various as-of-right scenarios, including locating the proposed gymnasium in the R10A portion of the Building only (the applicant represents that the required dimensions and egress cannot be accommodated solely within the R10A district); locating the proposed gymnasium in the cellar (the applicant represents that reconstruction of major structural systems throughout the building would be required in order to locate an adequate gymnasium in the cellar, and the relocation of the utility trench below the Building would be extremely costly and detrimental to the operation of the Building); locating the gym at the bottom of the Proposed Enlargement and setting back from a point above the gym (the applicant represents that this alternative would require additional waivers from the Board and would also require the relocation of the School's vertical circulation core); building over the Building's existing eighth floor greenhouse (the applicant represents that accessing a newly created area above the greenhouse would require the relocation of the School's vertical circulation core); procuring an off-site location (the applicant represents that the School was unable to find a suitable off-site location after a search that lasted approximately 18 months, and states further that in order to accommodate the required gymnasium, four contiguous townhouses would have to be acquired and demolished, and also an off-site location presents logistical issues and is inconsistent with the School's policy of housing all of its programs within a single building); and

WHEREAS, accordingly, the applicant states that the Proposed Enlargement most effectively meets the School's programmatic needs; and

WHEREAS, the Board acknowledges that the School, as an educational institution, is entitled to significant deference under the law of the State of New York as to zoning and as to its ability to rely upon programmatic needs in support of the subject variance application; and

WHEREAS, as noted by the applicant, under well-established precedents of the courts and this Board, an application for a variance that is needed in order to meet the programmatic needs of a non-profit educational institution is entitled to significant deference and shall be permitted unless the application can be shown to have an adverse effect upon the health, safety, or welfare of the community (*see, e.g., Cornell University v Bagnardi*, 68 NY2d 583 (1986)); and

WHEREAS, the Board acknowledges that, as set forth in *Cornell*, general concerns about traffic, and disruption of the residential character of a neighborhood are insufficient grounds for the denial of an application; and

WHEREAS, the Board observes that *Cornell* deference has been afforded to comparable institutions in numerous other Board decisions, certain of which were cited by the applicant in its submissions; and

WHEREAS, the applicant states that based on an extensive review of its facility and operations, the proposal is the most efficient and effective use of its educational programmatic space, and the applicant concludes that the bulk relief requested is necessary to meet the School's programmatic needs; and

WHEREAS, the Board finds that the proposal has been designed to be consistent and compatible with adjacent uses and with the scale and character of the surrounding neighborhood and is, therefore, consistent with the standard established by the decision in *Cornell*; and

WHEREAS, the Board concurs that the waivers will facilitate construction that will meet the School's articulated needs; and

WHEREAS, in sum, the Board concludes that the applicant has fully explained and documented the need for the waivers to accommodate the School's programmatic needs; and

WHEREAS, based upon the above, the Board finds that, consistent with ZR § 72-21(a), the programmatic needs of the School along with the existing constraints of the site create unnecessary hardship and practical difficulty in developing the site in compliance with the applicable zoning regulations; and

WHEREAS, since the School is a non-profit educational institution and the variance is needed to further its educational mission, the finding set forth at ZR § 72-21(b) does not have to

be made in order to grant the variance requested in this application; and

WHEREAS, the applicant represents that the variance, if granted, will not alter the essential character of the neighborhood, will not substantially impair the appropriate use or development of adjacent property, and will not be detrimental to the public welfare, in accordance with ZR § 72-21(c); and

WHEREAS, the applicant states that the Proposed Enlargement is consistent with the scale and character of the neighborhood and is compatible with nearby uses; and

WHEREAS, in support of this statement, the applicant submitted a height study which states that the height of the Proposed Enlargement is not inconsistent with other tall buildings in the subject R8B zoning district, and notes that the horizontal encroachment into such district is limited and is no more than necessary to accommodate the minimum dimensions of the proposed gymnasium and to provide required egress; and

WHEREAS, the applicant also states that the Proposed Enlargement, including the rooftop play area, will be built below the maximum height permitted in the subject R10A zoning district; and

WHEREAS, the applicant provided a shadow study in support of its statement that the increased height of the Building will not have an adverse impact on Carl Schurz Park; and

WHEREAS, the applicant submitted a noise analysis in support of its statement that the proposed rooftop play area will have no adverse impact on the surrounding neighborhood, and has agreed to a number of sound and light attenuation measures which are included as conditions of this approval; and

WHEREAS, accordingly, the Board finds that this action will not alter the essential character of the surrounding neighborhood nor impair the use or development of adjacent properties, nor will it be detrimental to the public welfare; and

WHEREAS, the applicant states that, per ZR § 72-21(d), the hardship was not self-created, and that no development that would meet the programmatic needs of the School could occur given the history of development of the site; and

WHEREAS, accordingly, the Board finds that the hardship herein was not created by the School; and

WHEREAS, the applicant represents that the requested waivers are the minimum necessary to accommodate the School's current and projected programmatic needs, in accordance with ZR § 72-21(e); and

WHEREAS, the Board notes that it reviewed numerous written submissions, held numerous hearings, and accepted testimony from the applicant, representatives from the School, the Opposition, counsel for the Opposition, and surrounding neighbors regarding the Proposed Enlargement, the requested waivers, and the potential impacts on neighborhood character and surrounding uses; the Board concludes that the School has modified the Proposed Enlargement to accommodate such concerns or provided detailed, programmatic needs-based reasons why it could not do so; and

WHEREAS, the Board notes that the as-of-right work complained of by the Opposition was authorized by DOB, and notes further that such work was deemed by the Board to be in substantial compliance with applicable BSA-approved plans; and

WHEREAS, with respect to the Opposition's concerns about segmentation, the Board notes that segmentation, the division of the environmental review of an action so that various activities, or stages of a development, are analyzed independently of each other in order to avoid a determination of significance, is not implicated where, as here, the as-of-right work the Opposition claims was excluded from the environmental review of the subject proposal was, indeed, considered as part of the project EAS; and

WHEREAS, with respect to the Board's authority to grant, and the School's entitlement to seek, additional variances, the Board notes that the Opposition's concerns are misplaced; the Board has granted multiple variances, and amended multiple variances, to meet the changing programmatic needs of educational institutions in New York City; and

WHEREAS, notwithstanding the foregoing, the Board notes that the School does not have plans to enlarge the Building again in the future, and the Board is concerned that any future enlargement may exceed an appropriate building height and floor area for the neighborhood; and

WHEREAS, the Board notes that the School, through counsel, has stated that it does not plan to increase its enrollment; thus, the Board finds that the Building, with the Proposed Enlargement, will meet the School's programmatic needs and allow for flexibility in the future to accommodate any new programmatic needs which may arise, such that additional enlargements, barring unforeseen circumstances, would not be warranted; and

WHEREAS, based on the foregoing, the Board finds that the requested relief, subject to the conditions set forth below, is the minimum necessary to allow the School to fulfill its programmatic needs; and

WHEREAS, therefore, the Board has determined that the evidence in the record supports the findings required to be made under ZR § 72-21; and

WHEREAS, the project is classified as an Unlisted action pursuant to 6 NYCRR Part 617.2; and

WHEREAS, the Board has conducted an environmental review of the proposed action and has documented relevant information about the project in the Final Environmental Assessment Statement CEQR No. 15-BSA-090M, dated September 16, 2015; and

WHEREAS, the EAS documents that the operation of the School would not have significant adverse impacts on Land Use, Zoning, and Public Policy; Socioeconomic Conditions; Community Facilities and Services; Open Space; Shadows; Historic Resources; Urban Design and Visual Resources; Neighborhood Character; Natural Resources; Hazardous Materials; Waterfront Revitalization Program; Infrastructure; Solid Waste and Sanitation Services; Energy; Traffic and Parking; Transit and Pedestrians; Air Quality; Noise; Construction Impacts; and Public Health; and

WHEREAS, the New York City Department of Environmental Protection's (DEP) Bureau of Environmental Planning and Analysis reviewed the project for potential hazardous materials; and

WHEREAS, DEP reviewed and accepted the Remedial Action Plan and Construction Health and Safety Plan; and

WHEREAS, DEP requested that a Remedial Closure Report be submitted to DEP for review and approval upon completion of the proposed project; and

WHEREAS, DEP reviewed and accepted the Noise Chapter in the Environmental Assessment Statement, the Noise Memorandum, and backup materials and determined that the proposed project would not result in any potential for significant adverse impacts with regards to Noise; and

WHEREAS, the New York City Department of Parks and Recreation reviewed and accepted the Shadows Chapter in the Environmental Assessment Statement and stated "that the shading would not likely rise to the significant impact threshold"; and

WHEREAS, no other significant effects upon the environment that would require an Environmental Impact Statement are foreseeable; and

WHEREAS, the Board has determined that the proposed action will not have a significant adverse impact on the environment.

Therefore it is Resolved, that the Board of Standards and Appeals issues a Negative Declaration prepared in accordance with Article 8 of the New York State Environmental Conservation Law and 6 NYCRR Part 617 and § 6-07(b) of the Rules of Procedure for City Environmental Quality Review and Executive Order No. 91 of 1977, as amended, and makes each and every one of the required findings under ZR § 72-21 and grants a variance to permit, on a site partially within an R8B zoning district and partially within an R10A zoning district, the enlargement of an existing school building (Use Group 3), which does not comply with zoning regulations for rear yard, height and setback, lot coverage and floor area, contrary to ZR §§ 23-633, 24-11, 24-36, 24-50,

24-522 and 77-22, *on condition* that any and all work shall substantially conform to drawings as they apply to the objections above noted, filed with this application marked “Received October 16, 2015”– twenty-four (24) sheets; and *on further condition*:

THAT the following shall be the bulk parameters of the Proposed Enlargement: a maximum floor area of 175,540.5 sq. ft. (7.71 FAR), 72,727.5 sq. ft. of floor area in the R8B portion of the site and 102,813 sq. ft. of floor area in the R10A portion of the site; in the R10A portion of the site, a maximum building height of 210’-0”, with a maximum height of 186’-0” to the roof (exclusive of bulkhead and screen enclosure); in the R8B portion of the site, a maximum height of 180’- 1” to the roof (exclusive of screen enclosure) for that portion of the Building which extends 10’-10 ½” westerly into the R8B zoning district, a maximum height of 150’-0” to the roof for the remainder of the 24’-1 ½” westerly extension of the Building into the R8B zoning district, and a maximum building height of 75’-0” for the remainder of that portion of the Building which is located in the R8B zoning district, with a maximum height to roof of 95’-6”; no setback above the maximum base height in the R10A portion of the site fronting on East 84th Street; a front setback of 2’-6” above the maximum base height of 116’-8 ½” feet in the R10A portion of the site fronting on East End Avenue; no setback above the maximum base height of 60 feet in the R8B portion of the site which fronts on a narrow street; no rear setback in the R8B portion of the site; a rear yard with a depth of 17’-0” in the R8B portion of the site; a lot coverage of 9,046 sq. ft. in the R8B portion of the site above the 5th floor and 10,475 sq. ft. in the R10A portion of the site; all as illustrated on the BSA-approved plans;

THAT any change in the use, occupancy, internal configuration of space, or operator of the School shall require review and approval by the Board;

THAT the use of the play roof shall be limited to the hours between sunrise and sunset;

THAT there shall be no lighting on the play roof, save that which is required by the Building Code for emergency egress, or other applicable state or municipal laws and rules;

THAT there shall not be any permanent sound amplification equipment installed on the play roof;

THAT no electronic amplification will be allowed at the play roof at any time;

THAT the School shall maintain a sidewalk shed at the subject site in order to reduce noise and improve pedestrian safety during any construction performed pursuant to this variance;

THAT the School shall employ a facilities manager to ensure that the subject site is well-maintained and that open pedestrian areas remain free of construction materials and debris;

THAT DOB will not issue a Certificate of Occupancy prior to DEP’s approval of the Remedial Closure Report;

THAT all DOB and related agency application(s) filed in connection with the authorized use and/or bulk shall be signed off by DOB and all other relevant agencies by October 16, 2019;

THAT this approval is limited to the relief granted by the Board in response to specifically cited DOB/other jurisdiction objection(s);

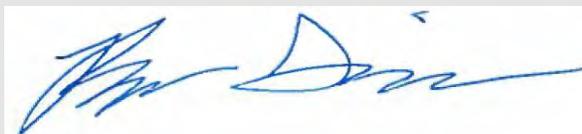
THAT the approved plans shall be considered approved only for the portions related to the specific relief granted;

THAT DOB must ensure compliance with all other applicable provisions of the Zoning Resolution, the Administrative Code, and any other relevant laws under its jurisdiction irrespective of plan(s)/configuration(s) not related to the relief granted.

Adopted by the Board of Standards and Appeals, October 16, 2015.

CERTIFICATION

***This copy of the Resolution
dated October 16, 2015
is hereby filed by
the Board of Standards and Appeals
dated December 29, 2015***



**Ryan Singer
Executive Director**

Exhibit I

Project Summary

Trinity Episcopal School Corporation (the “School”) is a New York not-for-profit educational corporation that operates a private, co-educational independent school for students in kindergarten through grade 12, located on Manhattan’s Upper West Side. The School is seeking an approximately \$10,000,000 tax-exempt note (the “Note”) the proceeds of which will be used to finance: (1) the reimbursement of expenses paid by the School in connection with the renovation of the School’s existing cafeteria located in the School’s annex building at 115-121 West 91st Street (the “Annex Building”), the construction of two new floors totaling 57,200 square feet of space to be used for classrooms, administration, performing arts, and science laboratories above the Annex Building and an existing garage at 110 Columbus Avenue (the “Expansion Facility”), a 21,000 square foot outdoor playfield located above the Expansion Facility, a 1,500 square foot structure to provide additional elevator access between the Annex Building and the lower school located at 139 West 91st Street (the “Lower School”), and an 8,400 square foot outdoor courtyard to be used for recreation and social activities which is located between the Annex Building, Expansion Facility, and Lower School (the “Project”) a portion of the costs for which was paid for by the proceeds of a \$17,500,000 tax-exempt note issued by the Corporation in 2016; (2) the partial pay down of a line of credit that was used to fund expenses related to the Project; and (3) certain costs of issuance of the Note.

Project Locations

139 West 91st Street, New York, New York 10024 110 Columbus Avenue, New York, New York 10024
 115-121 West 91st Street, New York, New York 10024 640 Columbus Avenue, New York, New York 10024
 101 West 91st Street, New York, New York 10024

Actions Requested

- Bond Approval and Authorizing Resolution
- Adopt a negative declaration for this project of no significant adverse environmental impacts.

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	249.5
Jobs to be Created at Project Location (Year 3):	8.0
Total Jobs (full-time equivalents)	257.5
Projected Average Hourly Wage (excluding principals)	\$58.21
Highest Wage/Lowest Wage	\$181.00/16.00

Estimated City Tax Revenues	
Impact of Operations ¹ (NPV 30 years at 6.25%)	\$4,765,856
One-Time Impact of Renovation ²	1,781,409
Total impact	\$6,547,265
Additional benefit from jobs to be created	\$709,736

Estimated Cost of Benefits Requested: New York City	
NYC Forgone Income Tax on Bond Interest	\$58,339
Corporation Financing Fee	\$(75,000)
Total Cost to NYC Net of Financing Fee	\$(16,661)

¹ Does not include Impact of Operations of \$19,807,285 as calculated in 2015.

² Does not include One-Time Impact of Renovation of \$2,797,528 as calculated in 2015.

Trinity Episcopal School Corporation

Costs of Benefits Per Job	
Estimated Total Cost of Benefits per Job	\$813
Estimated City Tax Revenue per Job	\$105,629

Estimated Cost of Benefits Requested: New York State	
NYS Forgone Income Tax on Bond Interest	\$219,484
Total Cost to NYS	\$219,484
Overall Total Cost to NYC and NYS	\$202,823

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Capital Campaign	81,940,160	54.7%
School Funds	20,343,000	13.6%
Build NYC Series 2016 Notes Proceeds	17,500,000	11.7%
Build NYC Series 2017 Note Proceeds	10,000,000	6.6%
Commercial Loan	10,532,725	7.0%
Line of Credit	9,467,275	6.4%
Total	149,783,160	100%

Uses	Total Amount	Percent of Total Costs
Construction Hard Costs	115,600,410	77.2%
Construction Soft Costs	24,475,475	16.3%
Refunding of Commercial Loan	9,467,275	6.3%
Costs of Issuance	240,000	0.2%
Total	149,783,160	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 30 Years)
Corporation Fee	87,500	
Bond Counsel	135,000	
Annual Corporation Fee	1,000	13,404
Bond Trustee Acceptance Fee	500	
Annual Bond Trustee Fee	500	6,702
Trustee Counsel Fee	5,000	
Total	229,500	20,106
Total Fees	249,606	

Financing and Benefits Summary

First Republic Bank will directly purchase the Note, which will have a 30-year term with a fixed interest rate of 3.25%. The proceeds from the Note will be used to reimburse the School for additional expenses incurred in connection with the Project and refinance a line of credit needed to pay for unanticipated expenses resulting from delays in the Project. The Project is now substantially complete. The Note will be secured by a first lien against the School's personal property. Based on a review of the School's financial statements it is expected to have a debt service coverage ratio of 9.45x.

Trinity Episcopal School Corporation

Applicant Summary

Founded as a charity school at Trinity Church in 1709 for 40 students, the School moved to its current locations in 1895 and now has an average annual enrollment of approximately 1,000 students. The School is the fifth oldest in the United States and the oldest continually operational school in New York City. The School is organized into a Lower School (K-Grade 4), a Middle School (Grades 5-8) and an Upper School (Grades 9-12). The School currently employs approximately 262 individuals, including 162 full- and part-time faculty members. The School's Upper West Side campus consists of four main academic buildings: the Hawley Wing at 101 West 91st Street which contains the Upper School; the Moses Building at 115 West 91st Street which contains the Middle School; the main academic building at 139 West 91st Street which contains the Lower School; and the Annex Building at 121 West 91st Street. In addition to these academic buildings, the School's two other buildings at 149 and 151 West 91st Streets house the administrative offices. The School has a playing field above a garage located at 110 Columbus Avenue. The recently completed Project will provide additional space for science and arts classes which will enable the School to offer additional classes and programs.

Matthew McLennan, Chair of Board of Trustees

Matthew McLennan has served as Chair of the Board of Trustees since 2016 and has been a member of the Board of Trustees since 2013. In addition to serving as Board Chair, Mr. McLennan is Head of Global Value and portfolio manager with First Eagle Investment Management a manager of equity, bond, and commodity investment funds. Prior to joining First Eagle Investment Management, Mr. McLennan was a managing director with Goldman Sachs. Mr. McLennan has Bachelor of Commerce and Master of International Law degrees from the University of Queensland and serves as on the board of trustees of the Library of America.

John Allman, Head of School

John Allman became the School's Head in 2009. During Mr. Allman's tenure, he has completed a strategic planning process for the School which focused on global citizenship, improved technology, diversity, faculty improvement, broad access, and financial sustainability. Prior to joining the School, Mr. Allman served as Headmaster at the St. John's School in Houston, Texas and Principal of Upper School at The Lovett School in Atlanta, Georgia. Mr. Allman graduated cum laude with a Bachelor of Arts from Yale College and received a Master's degree in English from the University of Virginia.

Joan Dannenberg, Chief Financial Officer

Joan Dannenberg has served as the School's Chief Financial Officer since 1997. Prior to that role, Ms. Dannenberg served as the Business Manager for the School and also held positions at Citibank and Time Inc. Ms. Dannenberg graduated cum laude with a Bachelor of Arts from Newtown College of the Sacred Heart and a Master of Business Administration from Columbia University School of Business.

Employee Benefits

Employees receive health, dental, and vision insurance, employer contributions for retirement plans, on-the-job training, reimbursement for educational expenses, and pre-tax commuter and flexible spending plans.

SEQRA Determination

Corporation staff has reviewed the environmental impacts of the proposed actions and recommends that the Corporation adopt a SEQRA determination that such actions will not generate any additional significant adverse environmental impacts beyond those identified and analyzed in the Board of Standards and Appeals Resolution, dated February 24, 2015 and the Findings Statement attached as Exhibit A to the resolution that was adopted and authorized by the Corporation's Board of Directors on March 10, 2015.

Due Diligence

The Corporation conducted a background investigation of the School and found no derogatory information.

Compliance Check:	Compliant
Living Wage:	Exempt
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered

Trinity Episcopal School Corporation

Bank Account: First Republic Bank, Wells Fargo, Citibank

Bank Check: Relationships are reported to be satisfactory.

Supplier Checks: Relationships are reported to be satisfactory.

Customer Checks: Relationships are reported to be satisfactory.

Unions: Not Applicable

Vendex Check: No derogatory information was found.

Attorney: Michele Arbeeny, Esq.
Windels Marx Lane & Mittendorf, LLP
156 West 56th Street
New York, New York 10019

Accountant: Edward Martin
Eisner Amper LLP
750 Third Avenue
New York, New York 10017

Consultant/Advisor: Dean Flanagan
Jeffries & Company, Inc
520 Madison Avenue
New York, New York 10022

Community Board: Manhattan, CB 7

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Andrew Farkas	Yadwa Yawand-Wossen



Trinity School

Chief Financial Officer
139 West 91st Street
New York, New York 10024
212-932-6854
www.trinityschoolnyc.org

November 13, 2017

Build NYC Resource Corporation
110 William Street
New York, New York 10038
Attention: Anne Shutkin, Executive Director

Re: Trinity Episcopal School Corporation

Ladies and Gentlemen:

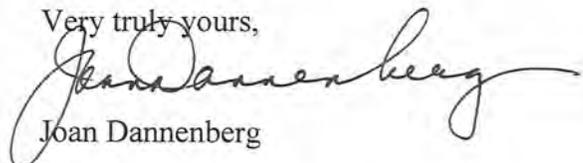
Trinity Episcopal School Corporation (“Trinity” or the “School”) hereby requests financial assistance from Build NYC Resource Corporation (“Build NYC”) in the form of tax-exempt financing. The School is a not-for-profit corporation founded in 1709, which operates a co-educational, non-residential school for grades kindergarten through 12 at 139 West 91st Street in Manhattan.

The School requests that Build NYC issue approximately \$10,000,000 of tax-exempt conduit bonds on behalf of the School (the “Bonds”) (i) to reimburse itself for a portion of the costs of an expansion of approximately 57,000 gross square feet to accommodate the School’s academic needs (the “Project”), (ii) to partially pay down an existing Non-Revolving Line of Credit with First Republic Bank, which line of credit was drawn by the School to bridge the gap between construction costs incurred for the Project and receipt of pledge payments, and (iii) to pay costs relating to the issuance of the Bonds.

The Project is now substantially complete and has addressed the School’s previous space deficiencies by adding larger, improved instructional and program spaces. The Project also improved circulation among the School’s seven interconnected buildings and has succeeded in strengthening the sense of community within the School. The Project also preserved Trinity’s rooftop play field, the “Turf”, at its maximum feasible dimension, which is a program priority for the School.

We look forward to working with Build NYC on this financing. Please feel free to contact me with any questions or comments at 212-932-6854.

Very truly yours,



Joan Dannenberg

Exhibit J

**RESOLUTION AUTHORIZING THE ISSUANCE AND SALE
OF APPROXIMATELY \$10,000,000 OF BUILD NYC
RESOURCE CORPORATION 2017 TAX-EXEMPT REVENUE
NOTE (TRINITY EPISCOPAL SCHOOL CORPORATION
PROJECT) AND THE TAKING OF OTHER ACTION IN
CONNECTION THEREWITH**

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York, as amended, and its Certificate of Incorporation and By-laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit applicants, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their eligible projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured basis; and (iii) to undertake other eligible projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, Trinity Episcopal School Corporation, a not-for-profit education corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Applicant”), has entered into negotiations with officials of the Issuer with respect to the financing of a portion of the costs relating to (i) the reimbursement of expenses paid by the Applicant in connection with: (a) renovation of the existing cafeteria facility (the “Cafeteria”) located within the portion of the Applicant’s annex building (the “Annex Building”) at 115-121 West 91st Street, New York, New York which faces the midblock of West 92nd Street between Columbus and Amsterdam Avenues; (b) the construction of two new floors (the “92nd Street Expansion Facility”) encompassing approximately 57,200 square feet of space above both the Cafeteria and the Applicant’s existing garage located at 110 Columbus Avenue, New York, New York which faces the midblock of West 92nd Street between Columbus and Amsterdam Avenues and is being used for educational purposes including but not limited to a multi-purpose room, administrative suite, performing arts spaces, classrooms and science laboratories; (c) the construction of an approximately 21,000 square foot outdoor playfield located on top of the 92nd Street Expansion Facility; (d) the construction and equipping of a glass façade structure housing a stairway that connects at each floor level the Annex Building to the building located at 139 West 91st Street, New York, New York (the “Lower School”) which also provides access to the Lower School by connecting it to the new elevators in the 92nd Street Expansion Facility; (e) the construction, renovation, furnishing and equipping of an approximately 8,400 square foot outdoor courtyard used for recreation and social activities located between the 92nd Street Expansion Facility, the Annex Building and the Lower School; (ii) the partial pay down of a non-revolving line of credit that was used to fund expenses related to the construction, expansion and equipping of the various facilities; and (iii) the issuance of the Note (collectively, the “Project”); and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant is a not-for-profit education corporation that provides education services to children in kindergarten through grade twelve in the City; that the Applicant has approximately 249.5 full-time equivalent employees at the Facility; that the Issuer’s financing assistance

will provide debt service savings to the Applicant which will allow it to redirect financial resources to further its educational mission; and that, therefore the Issuer's assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, the Issuer desires to further encourage the Applicant with respect to the financing and/or refinancing of the facility and to proceed with the Project; and

WHEREAS, in order to refinance a portion of the cost of the Project, the Issuer intends to issue its 2017 Tax-Exempt Revenue Note (Trinity Episcopal School Corporation Project), in the aggregate principal amount of approximately \$10,000,000 or such greater amount (not to exceed 10% more than such stated amount) as may be determined by Certificate of Determination of an authorized officer of the Issuer (the "Issuer Debt Obligations"), all pursuant to a Master Loan Agreement (the "Loan Agreement") to be entered into among the Issuer, the Applicant and First Republic Bank, as purchaser of the Issuer Debt Obligations (the "Lender"), and the Applicant will execute a promissory note in favor of the Issuer and the Lender (the "Applicant Promissory Note") to evidence the Applicant's obligation under the Loan Agreement to repay such loan, and the Issuer will endorse the Promissory Note to the Lender; and

WHEREAS, the Issuer Debt Obligations are to be secured by the pledge effected by the Loan Agreement and a pledge and security interest in certain operating revenues and assets of the Applicant pursuant to a Security Agreement from the Applicant to the Issuer and to then be assigned to the Lender (the "Security Agreement") pursuant to an Assignment of Security Agreement (the "Assignment of Security Agreement"); and

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing of a portion of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed in part through the issuance of the Issuer Debt Obligations, which Issuer Debt Obligations will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Applicant Promissory Note.

Section 3. To provide for the financing of the Project, the issuance of the Issuer Debt Obligations are hereby authorized subject to the provisions of this Resolution and the Loan Agreement hereinafter authorized. The Issuer Debt Obligations shall be an aggregate amount not to exceed \$10,000,000, or such greater amount (not to exceed 10% more than such stated amount), shall be payable as to principal and interest as provided in the Loan Agreement, shall bear interest at such rate(s) as determined by the Certificate of Determination, shall be subject to optional redemption and mandatory redemption as provided in the Loan Agreement, shall be payable as provided in the Loan Agreement until the payment in full of the principal amount thereof and shall mature not later than December 31, 2047 (or as determined by the Certificate of Determination), all as set forth in the Issuer Debt Obligations. Other applicable provisions shall be set forth in the Loan Agreement.

Section 4. The Issuer Debt Obligations shall be secured by the pledge effected by the Loan Agreement and shall be payable solely from and secured by a pledge of the loan payments, revenues and receipts of the Applicant to the extent set forth in the Loan Agreement hereinafter authorized. The Issuer Debt Obligations shall further be secured by the Security Agreement. The Issuer Debt Obligations, together

with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Loan Agreement, including from moneys deposited in the funds as established under the Loan Agreement (subject to disbursements therefrom in accordance with the Loan Agreement), and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Issuer Debt Obligations be payable out of any funds of the Issuer other than those pledged therefor.

Section 5. The Issuer Debt Obligations shall be purchased by the Lender. The purchase price of the Issuer Debt Obligations shall be approved by Certificate of Determination.

Section 6. The execution and delivery of the Loan Agreement, the Assignment of Security Agreement, and a Tax Certificate from the Issuer and the Applicant (the documents referenced in this Section 6 being, collectively, the "Issuer Documents"), each being substantially in the form approved pursuant to a Certificate of Determination, are hereby authorized. The Chairman, Vice Chairman, Executive Director and General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Documents. The execution and delivery of each such Issuer Documents by said officer shall be conclusive evidence of due authorization and approval.

Section 7. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members or directors thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, directors, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members or directors of the Issuer nor any officer executing the Issuer Debt Obligations shall be liable personally on the Issuer Debt Obligations or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 8. The officers of the Issuer are hereby designated the authorized representatives of the Issuer and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Issuer Debt Obligations.

Section 9. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Issuer by the application of the proceeds of the Issuer Debt Obligations, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 10. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Issuer Debt Obligations or, in the event such proceeds

are insufficient after payment of other costs of the Project or the Issuer Debt Obligations are not issued by the Issuer, shall be paid by the Applicant. By accepting this Resolution, the Applicant agrees to pay such expenses and further agrees to indemnify the Issuer, its members, employees and agents and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 11. In connection with the Project, the Issuer intends to grant the Applicant financing assistance in the form of the issuance of the Issuer Debt Obligations.

Section 12. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed by the Issuer from the proceeds of the Issuer Debt Obligations; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution and provided further that the reimbursement is permitted under the Tax Certificate.

Section 13. Pursuant to the State Environmental Quality Review Act, being Article 8 of the New York State Environmental Conservation Law and the implementing regulations (“SEQRA”), the Issuer, as lead agency, made certain findings in connection with its approval on March 10, 2015 of the issuance of the Issuers’ \$40,000,000 2016 Tax-Exempt Revenue Note (Trinity Episcopal School Corporation Project), which findings are set forth in Exhibit A hereto and incorporated by reference herein.

In reviewing the current Project description, SEQRA, the Environmental Assessment Form and other materials related to this proposed Project, the Agency hereby determines that the proposed Project does not require additional environmental review. The Issuer’s 2015 findings remain accurate and relevant to the proposed Project.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 10 hereof) unless (i) prior to the expiration date of such year the Issuer shall (x) have issued the Issuer Debt Obligations for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes an “official action” under the provisions of Treasury Regulation 1.150-2 and related sections of the Internal Revenue Code of 1986, as amended (the “Code”). This Resolution is subject to further compliance with the provisions of Sections 103 and 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Issuer Debt Obligations.

Section 16. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director or General Counsel of the Issuer to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 17. This Resolution shall take effect immediately.

Adopted: December 12, 2017

Accepted: _____, 2017

**TRINITY EPISCOPAL SCHOOL
CORPORATION**

By: _____

Name:

Title:

Exhibit A

Issuer's Statement

Pursuant to the New York State Environmental Quality Review

**BUILDNYC RESOURCE CORPORATION FINDINGS STATEMENT
PURSUANT TO THE NEW YORK STATE ENVIRONMENTAL QUALITY REVIEW ACT**

1. INTRODUCTION AND DESCRIPTION OF THE PROPOSED ACTION

This Findings Statement has been prepared in accordance with Article 8 of the Environmental Conservation Law, the State Environmental Quality Review Act (SEQRA), and its implementing regulations promulgated at 6 NYCRR Part 617.

This Findings Statement sets forth the findings of the BuildNYC Resource Corporation (the Corporation) with respect to potential environmental impacts related to a project proposed by the Trinity Episcopal School Corporation (the School), a not-for-profit education corporation which operates an independent coeducational school serving students in kindergarten through 12th grade. The proposed project comprises an approximately 59,000 square foot (sf) enlargement of the school's existing campus on the Upper West Side of Manhattan, New York (Block 1222, Lots 12, 17, 29, and 40) and renovations to existing facilities.

Specifically, the School is seeking approval from the Corporation for the issuance of approximately \$17,500,000 in tax-exempt revenue bonds to finance the following:

- the construction of two new floors (encompassing approximately 57,200 square feet of space) located above two existing one-story buildings located at 110 Columbus Avenue and 117 West 91st Street, which would be used for educational purposes, including but not limited to, a multi-purpose room, administrative suite, performing arts spaces, classrooms and science laboratories (the Expansion Facility);
- the construction of an approximately 21,000 square foot outdoor playfield on top of the Expansion Facility;
- the construction and equipping of an approximately 1,500 sf circulation connection between the Annex Building at 117 West 91st Street, the Lower School Building located at 139 West 91st Street, and the Expansion Facility;
- the construction, renovation, furnishing and equipping of an approximately 8,400 square foot outdoor courtyard located between the Expansion Facility, the Annex Building, the Middle School and the Lower School (the Commons);
- the renovation of the existing cafeteria facility; and
- certain costs related to the issuance of the bonds.

The program space added by the proposed expansion and renovation would include general and specialty classrooms; new laboratories for biology, chemistry, and physics curricula; faculty and staff offices; music ensemble and practice rooms; art studios; an enlarged cafeteria; a multi-purpose room (to be used for wrestling and dance programs); an upper school student lounge; and expanded physical education facilities. The construction of the proposed project is expected to take place between Q1 of 2015 and Q3 of 2016.

2. DOCUMENTS RELEVANT TO THE FINDINGS STATEMENT

This Findings Statement is based on the following relevant documents: (a) Trinity School Expansion and Renovation Project Environmental Assessment Statement (EAS), dated November 19, 2014 (City Environmental Quality Review [CEQR] No. 14BSA161M); and (b) Resolution adopted by the New York City Board of Standards and Appeals (BSA) on February 24, 2015 (117-14-BZ). A copy of the BSA Resolution is included in Attachment A.

a. CITY ENVIRONMENTAL QUALITY REVIEW (CEQR) EAS

THE PROPOSED PROJECT AS ANALYZED IN THE EAS

The New York City Board of Standards and Appeals (BSA) assumed the lead agency status for the preparation of the CEQR EAS, which analyzed the following components of the proposed project:

- A waiver of Zoning Resolution §24-11 (lot coverage) to allow the 92nd Street Addition to exceed the allowable lot coverage;
- A waiver of Zoning Resolution §24-382(a) (rear yard/rear yard equivalent) to allow the 92nd Street Addition and fence enclosure to encroach into the required rear yard equivalent area;
- A waiver of Zoning Resolution §24-522 (initial setback distance) to allow an obstruction in the front setback area for the fence enclosure; and
- A waiver of Zoning Resolution §23-711 (minimum required distance between buildings on a single zoning lot) to allow the fence enclosure to be located within 50 feet of the residential windows of Trinity House.

The project would also require a Certificate of No Effect on Protected Architectural Features from the New York City Landmarks Preservation Commission (LPC) for the proposed modifications to the Trinity School and Annex buildings. (A Certificate of No Effect on Protected Architectural Features was granted by the LPC on April 17, 2014.)

The proposed project as analyzed in the EAS, would include several components:

- A two-story addition would be constructed over the existing cafeteria and garage buildings on West 92nd Street. The existing rooftop turf would be reduced from its current 31,500 square feet (sf) and replaced with a new 21,400-sf playfield on the top of the addition. The new playfield would be enclosed by a fence with netting above, supported by a steel lattice-frame structure. An outdoor common area would be created between the new addition and the existing buildings to the south, at the level of the existing rooftop turf. The existing cafeteria would be upgraded and expanded, and would be modified to integrate with the proposed addition. A new elevator in the West 92nd Street addition would provide access to all floors including the proposed rooftop field and the basement through 3rd floors of the Hawley Wing (101 West 91st Street). In addition, to improve circulation between buildings, the first floor corridor from the Middle School to the Cafeteria building would be lowered to create a gentle slope in place of the existing stairs down to the Lower School building (139 West 91st Street), and access to the Berlind Garden would be

improved. An exterior stair would be added, linking the garden and the second floor common area.

- A new four-story connecting annex structure (the Annex Link Addition) would be constructed between the existing Lower School and Annex (121 West 91st Street) buildings, replacing the existing one-story structure. The south (West 91st Street) façade of the Annex Link Addition would be set back and enclosed by glass to maximize the visibility of the side facades of the landmark buildings. The Annex Link Addition would provide a new stair aligned to serve all floor levels in both buildings and horizontal connections between buildings. The Annex Link Addition would also provide connections to the proposed 92nd Street Addition.
- The proposed project would also include as-of-right building renovations to the Hawley Wing (101 West 91st Street), the Moses Building (115 West 91st Street), the Annex Building (121 West 91st Street), and the Lower School (139 West 91st Street).

EAS ANALYSIS FRAMEWORK

Pursuant to the methodology of the *2014 CEQR Technical Manual*, preliminary analyses conducted for the EAS determined that the following technical areas did not trigger CEQR thresholds and/or were found unlikely to result in significant impacts, and therefore did not require detailed analyses: socioeconomic conditions, community facilities and services, open space, natural resources, water and sewer infrastructure, solid waste and sanitation services, energy, transportation, air quality, greenhouse gas emissions, public health, neighborhood character, and construction impacts. Supplemental screening analyses were prepared for land use, zoning and public policy; shadows; historic and cultural resources; urban design and visual resources; hazardous materials, and noise. The screening analyses determined that the proposed project is not expected to adversely affect these technical areas with the implementation of certain measures to avoid, minimize, and/or mitigate potential impacts.

MEASURES TO AVOID, MINIMIZE, AND/OR MITIGATE POTENTIAL IMPACTS

Historic and Cultural Resources

The proposed project would build a new four-story connecting annex structure (the Annex Link Addition) between the Lower School and the Annex Building, both New York City Landmarks. The existing one-story structure connecting the two buildings would be removed; this existing structure is not included in the landmark designation. The new structure would connect all floor levels of the two buildings. The south (West 91st Street) façade of the Annex Link Addition would be set back and enclosed by glass to maximize the visibility of the side facades of the landmark buildings. Openings on the east façade of the Lower School and on the west façade of the Annex would be created to connect with the new Annex Link Addition. The proposed project would also include certain modifications to the interiors of the Lower School and the Annex. In the Lower School, these include the removal of an original secondary staircase with a decorative railing at the east end of the building from above the first floor; the staircase between the first floor and the basement would be retained. Within the Annex, some alterations would be made to the first floor of the building to repartition some spaces.

The project has received Design Approval Certificates of No Effect on Protected Architectural Features from LPC for the proposed modifications to the Lower School and the Annex buildings, which would ensure that alterations made to the buildings are appropriate to their historic character. The glazed and setback facade of the Annex Link Addition has been designed to maximize the visibility of the side stone facades of the two landmark buildings. The sensitive design of the Annex Link Addition and LPC's approval ensures that the proposed Annex Link Addition would have no adverse impact on historic resources on the project site.

Hazardous Materials

The proposed development would entail both demolition of portions of the existing structures and some excavation related to new construction. The following measures would be implemented during the construction of the proposed project:

- Based on the findings of the Phase II, a Remedial Action Plan (RAP) and associated Construction Health and Safety Plan (CHASP) have been prepared and submitted to NYCDEP for review and approval. The RAP and CHASP would be implemented during subsurface disturbance. The RAP addresses requirements for items such as: soil stockpiling, soil disposal and transportation; dust control; quality assurance; and contingency measures should petroleum storage tanks or contamination be unexpectedly encountered. The CHASP includes measures for worker and community protection, including personal protective equipment, dust control and air monitoring.
- If dewatering is necessary for the proposed construction, water would be discharged to sewers in accordance with DEP requirements.
- Any suspect ACM that would be disturbed by the proposed project would be surveyed for asbestos by a NYC-certified asbestos investigator. All such ACM would be removed and disposed of prior to the disturbance in accordance with local, state and federal requirements.
- Any activities with the potential to disturb lead-based paint would be performed in accordance with applicable requirements (including federal Occupational Safety and Health Administration regulation 29 CFR 1926.62 - Lead Exposure in Construction). Additional regulatory requirements (e.g., tenant notification, inspections and abatement) would apply to residential units and other sensitive uses (e.g., kindergarten and certain school facilities).
- Unless there is labeling or test data indicating that any suspect PCB-containing electrical equipment and fluorescent lighting fixtures do not contain PCBs, and that any fluorescent lighting bulbs do not contain mercury, if disposal is required, it would be conducted in accordance with applicable federal, state and local requirements.

With these measures, the proposed development would not result in any significant adverse impacts related to hazardous materials.

Noise

The 2-story building addition would result in the replacement of the school's existing turf from the rooftop of the existing cafeteria and garage buildings with a new 21,400-sf playfield on the third story roof of the proposed 92nd Street Addition. The new playfield would be closer to some noise receptor locations

including Trinity House residences overlooking the playfield to the east, as well as some portions of the Trinity School itself.

According to the analysis performed for the EAS, the relocated playfield would not result in significant increases in noise level at any locations nearby that would exceed the impact criteria set forth in the 2014 CEQR Technical Manual. Therefore, the relocated Turf would not result in any significant adverse noise impacts. Nevertheless, the proposed project would be constructed using standard construction methods, using acoustically rated windows and air conditioning as an alternate means of ventilation. The proposed building's façades, including these elements, would be designed to provide a composite Outdoor-Indoor Transmission Class1 ("OITC") rating such that interior noise levels would be less than 45 dBA or lower for classroom uses. In addition, as outlined in the BSA Resolution, the School has agreed to limitations on the hours of use and the use of sound amplification equipment on the Turf as a means of alleviating community concerns regarding potential noise impacts.

b. NEGATIVE DECLARATION

With its BSA Resolution dated February 24, 2015 the BSA determined that the proposed project would not have a significant adverse impact on the environment, with the implementation of the aforementioned mitigation measures and the implementation of the conditions outlined in the attached BSA Resolution. No other significant effects upon the environment that would require the preparation of an Environmental Impact Statement were foreseeable.

3. BUILDNYC FINDINGS

The proposed action comprises approval from the Corporation for the issuance of tax-exempt revenue bonds to fund the aforementioned proposed project.

Upon reviewing the previously completed EAS and BSA Resolution, and the material provided to the Corporation by the School in support of the proposed action, the Corporation has determined that the proposed project is comparable to the analysis framework presented and analyzed in the previously completed EAS.

The Corporation finds that the EAS had made a thorough and comprehensive analysis of the relevant areas of concern under SEQRA and its implementing regulations, appropriately assessed the potential environmental and land use impacts of the proposed project, identified measures to avoid or mitigate adverse impacts to the extent practicable, and set forth appropriate conditions to be imposed as conditions of approval. The Board of Directors of the Corporation hereby adopts and incorporates by reference the BSA Resolution (including the conditions therein).

Having considered the EAS and the BSA Resolution, the Corporation certifies that:

- the requirements of SEQRA, including 6 NYCRR §617.9, have been met and fully satisfied;
- the Corporation has considered the relevant environmental impacts, facts and conclusions disclosed in the EAS and BSA Resolution and weighed and balanced relevant environmental impacts with social, economic and other considerations;

- the proposed project is expected to achieve project goals and objectives while minimizing the potential for significant adverse environmental impacts; and that
- consistent with social, economic and other essential considerations, the proposed project would avoid or minimize adverse environmental impacts to the maximum extent practicable by incorporating as conditions to the decision those avoidance/minimization/mitigation measures that were identified as practicable in the EAS and BSA Resolution.

Based on the foregoing, the Corporation finds that the proposed project will not generate any additional significant adverse environmental impacts beyond those identified and analyzed in the EAS and therefore concludes that the preparation of an EIS is not required.

Exhibit K

Project Summary

Volunteers of America - Greater New York, Inc., a New York not-for-profit corporation exempt from federal taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (“VOA”), is seeking approximately \$6,600,000 in tax exempt and taxable revenue bonds (collectively, the “Bonds”). Proceeds from the Bonds will be used as part of a plan of financing to (1) finance the leasehold renovation and equipping of approximately 30,000 square feet on the 9th floor of a 1,267,300 square foot commercial office building located at 135 West 50th Street, New York, New York and leased to VOA, all to be used by VOA in its provision of social welfare services to individuals and others in need, individuals with mental illness and individuals with developmental disabilities, and (2) pay for certain costs related to the issuance of the Bonds.

Current Locations

340 West 85th Street
 New York, NY 10024

260 Christopher Lane, Suite 3F
 Staten Island, NY 10314

369 E 148th St
 Bronx, NY 10455

Project Location

135 West 50th Street, 9th Floor
 New York, NY 10020

Action Requested

- Bond Approval and Authorizing Resolution
- Adopt a SEQRA determination that the proposed project is a Type II action

Anticipated Closing

December 2017

Impact Summary

Employment	
Jobs at Application:	113.5
Jobs to be Created at Project Location (Year 3):	6.0
Total Jobs (full-time equivalents)	119.5
Projected Average Hourly Wage (excluding principals)	\$ 37.72
Highest Wage/Lowest Wage	\$ 96.15/15.14

Estimated City Tax Revenues	
Impact of Operations (NPV 25 years at 6.25%)	\$ 3,993,866
One-Time Impact of Renovation	275,169
Total impact	\$ 4,269,035
Additional Benefit From Jobs to be Created	\$ 145,601

Estimated Cost of Benefits Requested: New York City	
NYC Forgone Income Tax on Bond Interest	13,409
Corporation Financing Fee	(58,000)
Total Cost to NYC Net of Financing Fee	\$ (44,591)
Estimated Cost of Benefits per Retained Job	\$ (392)

Volunteers of America – Greater New York, Inc.

Costs of Benefits Per Job		
Estimated Total Cost of Benefits per Job	\$	735
Estimated City Tax Revenue per Job	\$	37,613

Estimated Cost of Benefits Requested: New York State		
NYS Forgone Income Tax on Bond Interest		50,447
Total Cost to NYS		50,447
Overall Total Cost to NYC and NYS	\$	5,856

Sources and Uses

Sources	Total Amount	Percent of Total Financing
Bond Proceeds	6,600,000	71%
Landlord's Work Allowance	2,725,380	29%
Total	\$9,325,380	100%

Uses	Total Amount	Percent of Total Costs
Hard Costs	4,858,082	52%
Soft Costs	717,500	8%
Fixed Tenant Improvements	924,000	10%
Furnishings & Equipment	1,377,000	15%
Cost of Issuance	448,798	5%
Project Contingency	1,000,000	11%
Total	\$9,325,380	100%

Fees

	Paid At Closing	On-Going Fees (NPV, 30 Years)
Corporation Fee	58,000	
Bond Counsel	90,000	
Annual Corporation Fee	1,000	7,274
Bond Trustee Acceptance Fee	500	
Annual Bond Trustee Fee	500	3,637
Trustee Counsel Fee	5,000	
Total	155,000	10,911
Total Fees	\$165,911	

Financing and Benefits Summary

The Bonds will be directly purchased by Bridge Funding Group, Inc., a wholly-owned subsidiary of BankUnited, N.A. The tax-exempt Bonds are expected to have an initial fixed interest rate of approximately 2.65% for a 10-year term and will be convertible to alternative interest rate modes thereafter until their maturity in 2033. The taxable Bonds are expected to have a fixed interest rate of approximately 3.91% for a 5-year term. The Bonds will be secured by a general asset pledge by VOA. Based on an analysis of VOA's financial statements, VOA is expected to have a debt service coverage ratio of 1.63 times.

Applicant Summary

VOA is the oldest and largest affiliate of Volunteers of America, Inc., a national non-profit, faith-based human services organization. VOA currently operates 90 social service programs in the tri-state region, serving those in need, the homeless, individuals with mental illness and individuals with developmental disabilities.

Volunteers of America – Greater New York, Inc.

VOA with the help of corporate and individual partners, help tens of thousands of people in need every year. Whether the needs are short-term, like case management and temporary shelter, or more long-term help, like permanent supportive housing, the VOA provides comprehensive services to a wide range of people in need in the New York metropolitan area.

Tere Pettitt, President & Chief Executive Officer

Ms. Pettitt has served as VOA's President & Chief Executive Officer since 2014. Prior to that role, she served as the Executive Vice President & chief Operations Officer from 2002 through 2014. Before joining VOA, Ms. Pettitt worked at New York United Hospital Medical Center in Port Chester, New York. Ms. Pettitt received a M.A., B.A. in philosophy/natural sciences from Worcester, a M.A. in philosophy from Villanova University, and a M.S.W. in social work from New York University.

Julia A. Oliver, CPA, Vice President & Chief Financial Officer

Ms Oliver has been with VOA since April 2016 and is responsible for overall fiscal stewardship of VOA and related entities. Prior to joining VOA, Ms. Oliver served as the Chief Financial Officer to the American Bible Society for seven years. Ms. Oliver is on the New Jersey Mandated Health Benefits Advisory Committee. Ms. Oliver received a B.A. in Accounting/Business Administration from Rutgers University and an MBA from the University of Scranton.

Gerald J. Cunningham, Vice Chair

Mr. Cunningham is the Global Lead Client Service Partner for one of Deloitte's largest clients. Previously Mr. Cunningham was the Regional Managing Director for Deloitte's Northeast Consulting practice Mr. Cunningham is the Board Vice Chair, Chair of the Development Committee, and a member of the Nominating Committee for VOA. Mr. Cunningham is also a Board member for the Stratton Mountain Carlos Otis Clinic at Stratton Mountain, Vermont. Mr. Cunningham received his undergraduate degree in mathematics from Southern Methodist University and an MBA in finance from the University of Texas at Arlington.

Employee Benefits

Full-time employees receive medical, dental, vision and prescription coverage, life insurance, a pension plan, and paid personal leave.

Recapture

Subject to recapture of the mortgage recording tax benefit.

SEQRA Determination

Type II Action which, if implemented, will not potentially result in significant environmental impacts. The completed Environmental Assessment Form for this project has been reviewed and signed by Corporation staff.

Due Diligence

The Corporation conducted a background investigation of VOA and found no derogatory information.

Compliance Check:	Compliant
Living Wage:	Compliant
Paid Sick Leave:	Compliant
Affordable Care Act:	ACA Coverage Offered
Private School Policy:	Not applicable
Bank Account:	J.P. Morgan Chase
Bank Check:	Relationships are reported to be satisfactory.
Supplier Checks:	Relationships are reported to be satisfactory.

Volunteers of America – Greater New York, Inc.

Customer Checks: Relationships are reported to be satisfactory.

Unions: Not applicable

Vendex Check: No derogatory information found.

Attorney: Jeanine Margiano
Windels Marx Lane & Mittendorf, LLP
156 W 56th St
New York, NY 10019

Accountant: B. Marie Hill
KPMG LLP
345 Park Avenue
New York, NY 10154

Placement Agent: Greg LiCalzi Jr.
Gates Capital Corporation
100 Park Avenue
New York, NY 10017

Community Board: Manhattan CB 5

Board of Directors

Herbert L. Camp, Esq.	Chair Emeritus	Gary M. Stein
Gerard Cunningham	Chair, Board of Directors & Chair, Executive Committee	Roxann Taylor
Andrew T. Brandman	Secretary & Chair Audit	Robert Wolk
Tim Carey	Treasurer & Chair Finance	Tere Petitt
Patrick McClymont	Chair Trusteeship & Governance	Susan Axelrod
Tom Johnson	Chair Development & Communications	Patricia Daly
Paige Davis		David Matera
Eric P. Gies		Diane L. Powell
Adele Gulfo		Stellar Tucker



Volunteers of America®

GREATER NEW YORK

October 16, 2017

BUILD NYC Resource Corp.
110 William Street
New York, NY 10038

RE: Inducement Letter

Volunteers of America – Greater New York, Inc. (the “Applicant”) is a not for profit corporation exempt from Federal Income Tax under 501(a) of the Internal Revenue Code (the “Code”) as an organization described in section 501(c)(3) of the Code.

The Applicant intends on using the funds issued on a tax-exempt basis from Build NY Resource Corporation (“BUILDNYC”) to 1) finance not to exceed \$6,100,000 for the installation of certain technology, network and communications hardware, including, but not limited to computers, centralized phone systems, and network servers and data centers at its various premises as well as the installation of proper communications infrastructure software at certain sites to improve existing firm-wide cybersecurity implementations; the acquisition, reconstruction, renovation, equipping, and furnishing of certain office space located at 135 West 50th Street, New York NY, and other related costs; and 2) payment of a portion of the costs of issuance related to the Bonds.

The Applicant cannot afford the project without BUILDNYC financial assistance in the form of tax-exempt bonds. If BUILDNYC financing is not available, the programs and services would be reduced.

For the Applicant and in the interest of the local community, we respectfully request that the BUILD NYC Resource Corp. induce this project.

Yours truly,

Julia Oliver
Chief Financial Officer

EXECUTIVE OFFICE

340 West 85th Street • New York, NY 10024 • Tel: (212) 873-2600 • Fax: (212) 769-2629

www.voa-gny.org

Exhibit L

Resolution approving the financing and refinancing of a facility for Volunteers of America - Greater New York, Inc., and authorizing the issuance and sale of approximately \$6,600,000 Revenue Bonds (Volunteers of America - Greater New York, Inc. Project), Series 2017A and Series 2017B (Federally Taxable), and the taking of other action in connection therewith

WHEREAS, Build NYC Resource Corporation (the “Issuer”) is authorized pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York, as amended, and its Certificate of Incorporation and By-Laws, (i) to promote community and economic development and the creation of jobs in the non-profit and for-profit sectors for the citizens of The City of New York (the “City”) by developing and providing programs for not-for-profit institutions, manufacturing and industrial businesses and other entities to access tax-exempt and taxable financing for their eligible projects; (ii) to issue and sell one or more series or classes of bonds, notes and other obligations through private placement, negotiated underwriting or competitive underwriting to finance such activities above, on a secured or unsecured basis; and (iii) to undertake other eligible projects that are appropriate functions for a non-profit local development corporation for the purpose of relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, carrying on scientific research for the purpose of aiding the City by attracting new industry to the City or by encouraging the development of or retention of an industry in the City, and lessening the burdens of government and acting in the public interest; and

WHEREAS, Volunteers of America - Greater New York, Inc., a New York not-for-profit corporation (the “Applicant”), entered into negotiations with officials of the Issuer with respect to the construction of improvements and renovations to and equipping and furnishing approximately 30,000 square feet of leased space on the 9th floor (the “Leased Premises”) of an approximately 1,267,300 square foot commercial office building (the “Office Building”) having an address of 135 West 50th Street, New York, New York, all for use by the Applicant in providing social welfare services to individuals including the homeless, individuals with mental illness, and individuals with developmental disabilities (the “Project”); and

WHEREAS, the Applicant has submitted an Application (the “Application”) to the Issuer to initiate the accomplishment of the above; and

WHEREAS, the Application sets forth certain information with respect to the Applicant and the Project, including the following: that the Applicant is a not-for-profit corporation which is the oldest and largest affiliate of Volunteers of America, Inc., a national non-profit faith-based human services organization; that the Applicant currently operates 90 social service programs in the tri-state region, serving those in need, including at-risk elderly, the homeless, veterans, and individuals with developmental disabilities, substance abuse and AIDS; that the Applicant will employ approximately 119 employees at the Leased Premises; that the financing and refinancing of the Project costs with the Issuer’s financial assistance will allow the Applicant to centralize its operations, eliminate redundancies, optimize the use of technology for training and reduce overhead costs; and that, therefore, the Issuer’s financial assistance is necessary to assist the Applicant in proceeding with the Project; and

WHEREAS, the Issuer desires to further encourage the Applicant with respect to the financing and refinancing of the Project, if by so doing it is able to induce the Applicant to proceed with the Project; and

WHEREAS, in order to finance and refinance a portion of the cost of the Project, the Issuer intends to issue its Revenue Bonds (Volunteers of America - Greater New York, Inc. Project), Series 2017A (the “Series 2017A Bonds”) and its Revenue Bonds (Volunteers of America - Greater New York, Inc. Project), Series 2017B (Federally Taxable) (the “Series 2017B Bonds”); and, together with the Series 2017A Bonds, collectively, the “Bonds”) in the aggregate principal amount of approximately \$6,600,000 (or such greater principal amount not to exceed 10% more than the stated amount), with each such respective principal amount to be determined by a certificate of determination of an authorized office of the Issuer (the “Certificate of Determination”), all pursuant to an Indenture of Trust (the “Indenture”) to be entered into between the Issuer and The Bank of New York Mellon, as trustee (the “Trustee”); and

WHEREAS, the Issuer intends to loan the proceeds of the Bonds to the Applicant pursuant to a Loan Agreement (the “Loan Agreement”) to be entered into between the Issuer and the Applicant, and the Applicant will execute one or more promissory notes in favor of the Issuer (and endorsed by the Issuer to the Trustee) (the “Promissory Notes”) to evidence the Applicant’s obligation under the Loan Agreement to repay such loan; and

WHEREAS, the Bonds are to be secured by a lien and security interest in certain assets of the Applicant pursuant to a Security Agreement from the Applicant in favor of the Trustee (the “Security Agreement”); and

WHEREAS, the Bonds are to be purchased by Bridge Funding Group, Inc., a wholly-owned subsidiary of BankUnited, N.A. (or such other financial institution as shall be approved by Certificate of Determination, the “Initial Bonds Purchaser”);

NOW, THEREFORE, BE IT RESOLVED BY BUILD NYC RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Issuer hereby determines that the financing and refinancing of the costs of the Project by the Issuer will promote and is authorized by and will be in furtherance of the corporate purposes of the Issuer.

Section 2. The Issuer hereby approves the Project and authorizes the Applicant to proceed with the Project as set forth herein, which Project will be financed in part through the issuance of the Bonds of the Issuer, which Bonds will be special limited revenue obligations of the Issuer payable solely from the revenues and other amounts derived pursuant to the Loan Agreement and the Promissory Notes.

Section 3. To provide for the financing and refinancing of the Project, the issuance of the Bonds by the Issuer is hereby authorized subject to the provisions of this Resolution and the Indenture hereinafter authorized.

The Bonds shall be issued in two separate series consisting of the Series 2017A Bonds and the Series 2017B Bonds. The Series 2017A Bonds shall bear interest for its initial ten-year term at an initial annual fixed rate not to exceed five percent (5%) (such rate to be determined by the Certificate of Determination) and shall be convertible to alternative interest rate modes thereafter for the balance of its term expiring no later than June 1, 2033. The Series 2017B Bonds shall bear interest for its five-year term at an annual fixed rate not to exceed seven percent (7%) (such rate to be determined by the Certificate of Determination). The Bonds shall be dated as provided in the Indenture, shall be issued in fully registered form, shall be payable as to principal, interest and redemption premium, if any, as provided in the Indenture. The Bonds shall be subject to optional and mandatory redemption and to mandatory tender (with respect to the Series 2017A Bonds) for purchase, all as provided in the Indenture.

The provisions for signatures, authentication, payment, delivery, redemption and number of Bonds shall be set forth in the Indenture hereinafter authorized.

Section 4. The Bonds shall be secured by the pledge effected by the Indenture and shall be payable solely from and secured by a pledge of the loan payments, revenues and receipts payable by the Applicant to the Issuer and assigned to the Trustee to the extent set forth in the Loan Agreement and Indenture hereinafter authorized. The Bonds, together with the interest thereon, are special limited revenue obligations of the Issuer, payable solely as provided in the Indenture, including from moneys deposited in the Bond Fund (Tax-Exempt) or the Bond Fund (Taxable) or such other funds as established under the Indenture (subject to disbursements therefrom in accordance with the Loan Agreement and the Indenture), and shall never constitute a debt of the State of New York or of The City of New York, and neither the State of New York nor The City of New York shall be liable thereon, nor shall the Bonds be payable out of any funds of the Issuer other than those pledged therefor. The Bonds are also secured pursuant to the Security Agreement.

Section 5. The Bonds are hereby authorized to be sold to the Initial Bonds Purchaser at a purchase price equal to the principal amount of the Bonds.

Section 6. The execution and delivery of the Indenture, the Loan Agreement, the endorsement of the Promissory Notes and the Tax Regulatory Agreement from the Issuer and the Applicant to the Trustee (the documents referenced in this Section 6 being, collectively, the "Issuer Documents"), each being substantially in the form approved by the Issuer for prior financings, are hereby authorized. The Chairman, Vice Chairman, Executive Director, Deputy Executive Director and General Counsel of the Issuer are hereby authorized to execute, acknowledge and deliver each such Issuer Document. The execution and delivery of each such Issuer Document by said officer shall be conclusive evidence of due authorization and approval.

Section 7. All covenants, stipulations, obligations and agreements of the Issuer contained in this Resolution and contained in the Issuer Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Issuer to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Issuer and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements

shall be transferred by or in accordance with law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Issuer or the members thereof by the provisions of this Resolution and the Issuer Documents shall be exercised or performed by the Issuer or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

No covenant, stipulation, obligation or agreement herein contained or contained in any of the Issuer Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, director, officer, agent or employee of the Issuer in his individual capacity, and neither the members or directors of the Issuer nor any officer executing the Bonds shall be liable personally on the Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 8. The officers of the Issuer are hereby designated the authorized representatives of the Issuer, and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, the Issuer Documents and the issuance of the Bonds.

Section 9. The Issuer is hereby authorized to cause the Applicant to proceed with the Project, the agreed costs thereof to be paid by the Applicant with the loan proceeds received under the Loan Agreement and other funds of the Applicant, all as particularly authorized by the terms and provisions of the Loan Agreement. The Applicant is authorized to proceed with the Project; provided, however, that it is acknowledged and agreed by the Applicant that neither the Issuer nor any of its members, directors, officers, employees, agents or servants shall have any personal liability for any action taken by the Applicant for such purpose or for any other purpose.

Section 10. Any expenses incurred by the Issuer with respect to the Project and the financing thereof shall be reimbursed out of the proceeds of the Bonds or, in the event such proceeds are insufficient after payment of other costs of the Project or the Bonds are not issued by the Issuer due to inability to consummate the transactions herein contemplated, shall be paid by the Applicant. By the Applicant accepting this Resolution, the Applicant agrees to pay such expenses and further agrees to indemnify the Issuer, its members, directors, officers, employees, agents and servants and hold the Issuer and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Issuer in good faith with respect to the Project and the financing thereof.

Section 11. In connection with the Project, the Issuer intends to grant the Applicant financial assistance in the form of issuance of the Bonds.

Section 12. Any qualified costs incurred by the Applicant in initiating the Project shall be reimbursed from the proceeds of the Bonds; provided that the Issuer incurs no liability with respect thereto except as otherwise provided in this Resolution.

Section 13. The Issuer, as lead agency, is issuing the following determination pursuant to the State Environmental Quality Review Act (Article 8 of the Environmental

Conservation Law) and implementing regulations contained in 6 NYCRR Part 617. Such determination is based upon the Issuer's review of information provided by the Applicant and such other information as the Issuer has deemed necessary and appropriate to make this determination.

The Issuer has determined that the proposed action is a Type II action, pursuant to 6 NYCRR Part 617.5(c)(2), 'replacement, rehabilitation or reconstruction of a structure or facility, in kind, on the same site, including upgrading buildings to meet building or fire codes...' which would not result in adverse environmental impacts requiring the preparation of an Environmental Impact Statement.

Section 14. This Resolution is subject to the approval of a private investigative report with respect to the Applicant, which approval shall be conclusively evidenced by the delivery of the Issuer Documents authorized pursuant to Section 6 hereof. The provisions of this Resolution shall continue to be effective until one year from the date hereof, whereupon the effectiveness of this Resolution shall terminate (except with respect to the matters contained in Section 10 hereof) unless (i) prior to the expiration of such year the Issuer shall (x) have issued the Bonds for the Project, or (y) by subsequent resolution extend the effective period of this Resolution, or (ii) the Applicant shall be continuing to take affirmative steps to secure financing for the Project.

Section 15. This Resolution constitutes "other similar official action" under the provisions of Treasury Regulation 1.103-8(a)(5) promulgated under Section 103 and related sections of the Internal Revenue Code of 1986, as amended (the "Code"). This Resolution is subject to further compliance with the provisions of Sections 141 through 150 and related provisions of the Code, including, without limitation, the obtaining of public approval for the Project and the Bonds.

Section 16. The Issuer recognizes that due to the unusual complexities of the financing it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Issuer herein. The Issuer hereby authorizes the Chairman, Vice Chairman, Executive Director, Deputy Executive Director or General Counsel to approve modifications to the terms approved hereby which do not affect the intent and substance of this Resolution. The approval of such modifications shall be evidenced by the Certificate of Determination.

Section 17. This Resolution shall take effect immediately.

ADOPTED: December 12, 2017

VOLUNTEERS OF AMERICA - GREATER NEW
YORK, INC.

By: _____

Name:

Title:

Accepted: _____, 2017