The Town of Tuxedo
www.tuxedogov.org
One Temple Drive, Tuxedo Park, New York 10987

June 26, 2014

Ms. Gail P. Thorpe
Supervisor of Contracts Administration
New York State Gaming Commission
Contracts Office
One Broadway Center
Schenectady, NY 12301-7500

RE: RESOLUTION OF THE TOWN BOARD OF THE TOWN OF TUXEDO, NEW YORK IN FURTHER SUPPORT OF THE APPLICATION TO DEVELOP AND OPERATE A DESTINATION CASINO RESORT ON LAND LOCATED ADJACENT TO NEW YORK STATE HIGHWAY ROUTE 17A IN THE TOWN OF TUXEDO, ORANGE COUNTY, NEW YORK BY RW ORANGE COUNTY LLC, AND APPROVING THE HOST COMMUNITY AGREEMENT TO BE ENTERED INTO WITH RW ORANGE COUNTY LLC

Dear Ms. Thorpe:

Enclosed is an extract of the above-described resolution duly adopted by the Town of Tuxedo on Wednesday, June 25, 2014.

This document is submitted to meet the requirements of the State Gaming Board, and specifically to satisfy the condition of local support for the gaming license applicant, RW Orange County LLC.

Very truly yours,

Elaine M. Laurent

Elaine M. Laurent
Tuxedo Town Clerk

Enclosure

Area Code 845

Town Supervisor – 351-2265
Fax – 351-2190

Building & Highway – 351-4421
Fax – 351-2190

Town Assessor – 351-5602
Fax – 351-2190

Town Court – 351-5655
Fax – 351-2018

Town Clerk – 351-4411
Fax – 351-5593

Highway Garage – 351-2594
Fax – 351-4147

Receiver of Taxes – 351-5658
Fax – 351-5662

Recreation – 351-5598
Fax – 351-2190

EXTRACT OF MINUTES

Meeting of the Town Board of the Town of Tuxedo
One Temple Drive, Tuxedo, NY 10987
June 25, 2014

Present:	Mr. Michael Rost	Supervisor
	Mr. Clifford Loncar	Councilmember
	Mr. Kristian Matthews	Councilmember
	Mr. David McMillen	Councilmember
	Mr. Gary Phelps	Councilmember
Absent:	None	

RESOLUTION OF THE TOWN BOARD OF THE TOWN OF TUXEDO, NEW YORK IN SUPPORT OF THE APPLICATION TO DEVELOP AND OPERATE A DESTINATION CASINO RESORT ON LAND LOCATED ADJACENT TO NEW YORK STATE HIGHWAY ROUTE 17A IN THE TOWN OF TUXEDO, ORANGE COUNTY, NY

Supervisor Rost offered the following resolutions and moved their adoption.

WHEREAS, on March 31, 2014, the New York Gaming Facility Location Board (the "State Gaming Board") issued a Request for Applications to Develop and Operate a Gaming Facility in New York State (the "RFA") pursuant to The Upstate New York Gaming Economic Development Act of 2013; and

WHEREAS, RW Orange County LLC ("RW"), an affiliate of Genting Americas Inc., has entered into contracts relating to a purchase of land in the Town of Tuxedo, County of Orange, designated on the Orange County website as Tax IDs 1-1-52.25, 1-1-36.32, 1-1-59.2, 1-1-52.26 and 1-1-37.2 (the "Project Site"), which project site is situated on New York State Route 17A approximately two and one-half miles northwest of the intersection of New York State Route 17 and New York State Route 17A; and

WHEREAS, RW, its affiliates and its principals, are qualified applicants with substantial experience in financing, developing and operating entertainment, restaurant and gaming facilities; and

WHEREAS, RW has stated an intent to file an application with the State Gaming Board in response to the RFA (the "Application") seeking a license to develop and operate a Gaming Facility (as defined in the FRA), with a first-class hotel and related amenities, including retail space and entertainment venues (the "Gaming Project") on the Project Site; and

WHEREAS, as a condition of filing its Application with the State Gaming Board, RW is required to demonstrate community support for its Application; and

WHEREAS, the Town Board has discussed matters relating to the potential location of the Gaming Project on the Project Site in the Town of Tuxedo; and

WHEREAS, 61.9 percent of Town of Tuxedo voters in the November, 2013 election voted in favor of Proposition One, amending the State Constitution to allow the State Legislature to approve a certain number of gaming facilities for the purposes of providing jobs, financial assistance to schools, and property tax relief; and

WHEREAS, an open meeting was held on April 28, 2014, by the Town Board, at which meeting a presentation was made by RW regarding the proposed Gaming Project, at which time both the Town Board and the public were given the opportunity to make relevant inquiries and provide comments pertaining to the Gaming Project; and

WHEREAS, at the April 28, 2014 open meeting, comments were made by County Executive Steven Neuhaus in support of the proposed Gaming Project; and

WHEREAS, another open meeting was held on May 12, 2014, by the Town Board, at which meeting an additional presentation was made by RW regarding the proposed Gaming Project, at which time both the Town Board and the public were given the opportunity to make relevant inquiries and provide comments pertaining to the Gaming Project; and

WHEREAS, on May 12, 2014, the Town Board adopted a resolution supporting the Application for the proposed Gaming Project to be located at the Project Site; and

WHEREAS, an additional open meeting to discuss the proposed Gaming Project was held by the Town Board on June 18, 2014, at which financial, environmental and legal advisors retained by the Town were in attendance, at which time both the Town Board and the public were again given the opportunity to make relevant inquiries and provide comments pertaining to the Gaming Project; and

WHEREAS, based on further information received from RW, together with a better understanding of the Gaming Project and the additional public information meetings, the Town Board believes this resolution will provide further support for the Application for the proposed Gaming Project to be located at the Project Site in accordance with State Gaming Board requirements; and

WHEREAS, on June 23, 2014, a public hearing was held to solicit and receive comments regarding a proposed Local Law entitled, "Gaming Overlay District," after which, during its Regular Bi-Monthly Meeting held that same date, the Town Board adopted said Local Law as Local Law #2 of 2014, to allow for a gaming facility and resort development within the Town in accordance with State Gaming Board requirements; and

WHEREAS, the Town Board recognizes the uniqueness of the Project Site, the qualifications of RW, and the opportunity the Gaming Project represents to the Town of Tuxedo; and

WHEREAS, failure of the Town Board to provide support for the submission of the Application by RW on or before June 30, 2014 would preclude further review and consideration of such potential development of the Gaming Project by RW within the Town as the Application would not be accepted by the State Gaming Board; and

WHEREAS, based upon its review and consultations, including consultation with professional financial and legal advisors retained by the Town, and taking into account the comments made by County Executive Steven Neuhaus in support of the Gaming Project, it is the determination of the Tuxedo Town Board that, by encouraging the development and operation of the Gaming Project at the Project Site by RW, the Town of Tuxedo and the County of Orange will substantially expand their tourism base by providing services and overnight accommodations for visitors as part of a balanced economy and will expand the tax base of the Town and the County consistent with the Town of Tuxedo Comprehensive Plan Update of August, 2011 and the Orange County Comprehensive Plan, Updated 2010; and

WHEREAS, the Town Board also believes that the development and operation of the Gaming Project at the Project Site would have a positive impact on Orange County, New York, the Monroe Woodbury School District, the Tuxedo Union Free School District, and surrounding communities, through the increase of property tax revenues and the expansion of employment opportunities for the citizens of the Town of Tuxedo and Orange County, New York; and

WHEREAS, the Gaming Project, even if approved for a license by the State Gaming Board, would still be required to comply with the state, county and local planning, zoning and environmental review processes, with opportunities for public review and comment, for all required approvals, in order to ensure the protection of the health, safety and welfare of the residents of the community; and

WHEREAS, the Town Board recognizes a landowner's right to develop and has no opposition to development, as long as the development complies with all applicable laws and protects the Town of Tuxedo's and Orange County's resources as required by law to protect the public interest; and

WHEREAS, the Town Board has received assurances from representatives of RW in the form of a host community agreement attached hereto as Exhibit A (the "Host Community Agreement"), negotiated between the Town Board and Town officials, with the assistance of the Town's legal and financial advisors, and RW, setting forth, among other things, commitments of RW to the Town regarding financial commitments of RW to the Town, and measures to be taken by RW to mitigate any adverse impact of the Gaming Project on the Town, should a license be granted by the State Gaming Board; and

WHEREAS, as more particularly described in the Host Community Agreement, the Host Community Agreement requires, *inter alia*, RW to, and RW has agreed to, provide, subject to certain conditions as set forth in the Host Community Agreement, the Project Payments (as defined in the Host Community Agreement), which include (i) $50.0 million to be paid to the Town for certain capital and other projects to be determined by the Town Board; (ii) assistance with certain community outreach programs; (iii) payment to the Tuxedo School District in an amount equal to 50% of the increased annual school taxes to be paid to the Monroe-Woodbury School District as a result of the Gaming Project, subject to certain limitations; (iv) payment of certain agreed-upon traffic improvements, including, without limitation, the New York Thruway interchange at Exhibit 15B and on Routes 17 and 17A; (v) $2.5 million for the purchase of certain police, fire and emergency medical services equipment and (vi) the Property Tax Guarantee and Gaming Revenue Guarantee (each as defined in the Host Community Agreement); and

WHEREAS, the Host Community Agreement requires RW to, and RW has agreed, subject to certain limitations, to, undertake Mitigation Measures (as defined in the Host Community Agreement) to mitigate the environmental impact of the development, construction and operation of the Gaming Project on the Town as will be identified during the SEQRA Process (as defined in the Host Community Agreement); and

WHEREAS, the Host Community Agreement prohibits RW from engaging in, and RW has agreed not to engage in, certain activities that may be detrimental to the Town and its residents as more particularly described in the Host Community Agreement; and

WHEREAS, since the Full Environmental Assessment Form prepared with respect to this resolution and approval of the Host Community Agreement shows no adverse environmental effects resulting from the passage of this resolution and approval of the Host Community Agreement, which measures the State has required by the June 30, 2014 deadline, and the Town has adopted legal procedures for full compliance with SEQRA on a site-specific basis when all necessary environmental data is available, it must be concluded that this resolution and approval of the Host Community Agreement does not create any significant adverse effect on the environment, and the review process adopted by the Town is no less protective of the environment than a speculative review performed prior to the June 30, 2014 application deadline; and

WHEREAS, based on the foregoing, the Town Board is fully in support of the Gaming Project and RW's Application to the State Gaming Board for a license to develop and operate the Gaming Project at the Project Site located within the Town of Tuxedo, and believes the provisions of the Host Community Agreement are in the best interests of Town residents.

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the adoption of this resolution and the Host Community Agreement will have no significant adverse impact on the environment and that the Town Board of the Town of Tuxedo, Orange County, New York, fully supports the Application to be filed by RW with the State Gaming Board for the development and operation of the Gaming Project on the above-described Project Site located within in the Town of Tuxedo and fully supports and encourages the development and operation of the proposed Gaming Project on such Project Site by RW and its successors and assigns; and

BE IT FURTHER RESOLVED, that the Town Board of the Town of Tuxedo has reviewed and hereby approves the Host Community Agreement and empowers Michael Rost, the Town Supervisor, to execute the Host Community Agreement on behalf of the Town in the form attached hereto as Exhibit A with such non-material changes as the Town Supervisor may deem appropriate after consultation with counsel; and

BE IT FURTHER RESOLVED, that these resolutions and the entry into the Host Community Agreement are intended to satisfy the eligibility requirements of NYS Racing, Pari-Mutuel Wagering and Breeding Law §1314(2), to meet the requirements of the State Gaming Board, and specifically to satisfy the condition of local support for the gaming license applicant; and further finds that these resolutions and the entry into the Host Community Agreement satisfy those requirements; and

BE IT FURTHER RESOLVED, that the Town Clerk is hereby directed to forward a copy of these resolutions and the Host Community Agreement to the State Gaming Board.

The adoption of the foregoing resolutions was seconded by Councilmember Phelps and duly put to a vote on roll call, which resulted as follows:

ON ROLL-CALL VOTE:	Councilmember Clifford Loncar	Aye
	Councilmember Kristian Matthews	Nay
	Councilmember David McMillen	Aye
	Councilmember Gary Phelps	Aye
	Supervisor Michael Rost	Aye

The resolutions were thereupon declared duly adopted on June 25, 2014 by a vote of 4 Ayes to 1 Nay, with 0 Absentees

STATE OF NEW YORK)
COUNTY OF ORANGE) *ss.:*

I, ELAINE M. LAURENT, Town Clerk of the Town of Tuxedo, County of Orange, State of New York, do hereby certify that the foregoing resolution was duly adopted by the Town Board of the Town of Tuxedo at a meeting thereof duly held on the 25th day of June, 2014.

Dated: June 26, 2014
Tuxedo, New York

Elaine M. Laurent
ELAINE M. LAURENT
TUXEDO TOWN CLERK

OFFICIAL
TOWN
SEAL