

## **Exhibit IX.A.3 (Mitigation of Impact to Host Municipality and Nearly Municipalities):**

*Submit as Exhibit IX.A.3. a description of Applicant's commitments to mitigate impacts of the proposed Gaming Facility (during construction and operation) on each Host Municipality and the nearby municipalities including for traffic mitigation, infrastructure costs, costs of increased emergency services and the other impacts identified in the studies included in Item IX.A.2.b of this RFA. Provide copies of any contracts, agreements or other understandings evidencing such mitigation commitments.*

The Applicant is sensitive to the impacts, during construction and operation, that its proposed Gaming Facility may have on its surroundings. Its affiliated companies which developed, own and operate other gaming facilities have earned a solid reputation of being a good neighbor and responsible corporate citizen. The Applicant intends to mitigate impacts of the proposed Gaming Facility as follows:

- With respect to mitigation during construction, see [Exhibit VIII.C.20.b](#).
- With respect to traffic mitigation, see Exhibit X.C.1.
- With respect to demand on municipal services (e.g., emergency services), see [Exhibit IX.A.2.a](#).
- With respect to measures to address problem gambling, see [Exhibit X.A.1](#) - [Exhibit X.A.6](#).
- With respect to other infrastructure impacts as discussed in [Exhibit IX.A.2.b](#), see the other exhibits referenced in that exhibit.

The construction budget allocated for "offsite work" will include mitigation expenses related to:

- Traffic and roadway infrastructure improvements;
- Water demand;
- Supply and infrastructure capacity; and
- Electricity demand and infrastructure capacity

The budget anticipates lessening the impact of the facility on the Host Municipality through on-site work related to, among other things:

- Storm water discharge and management;
- Protected habitats and species; and
- Light pollution

The impact of our agreements to mitigate the impacts of the facility on our community is most clearly demonstrated in the ground-breaking, never-before-realized revenue sharing agreement that has been executed between the Town of Newburgh and the City of Newburgh. As the Host Municipality, the Town has willingly entered into the attached agreement with the City to provide 15% of its share of gaming tax revenue to the City to support public safety and law enforcement. To show our support for this innovative arrangement, Hudson Valley Casino & Resort entered into an MOU with the City to provide, in perpetuity, payments equal to an additional 15% of the gaming tax revenue that the Town is entitled to as Host Municipality.

## Exhibit IX.A.3 (Mitigation of Impact to Host Municipality and Nearly Municipalities):

*Submit as Exhibit IX.A.3. a description of Applicant's commitments to mitigate impacts of the proposed Gaming Facility (during construction and operation) on each Host Municipality and the nearby municipalities including for traffic mitigation, infrastructure costs, costs of increased emergency services and the other impacts identified in the studies included in Item IX.A.2.b of this RFA. Provide copies of any contracts, agreements or other understandings evidencing such mitigation commitments.*

Furthermore, Hudson Valley Casino & Resort has entered into multiple Memorandums of Understanding with local municipalities, counties and school districts to ensure we are further lessening potential negative impact. These MOU's include direct payments as well as items to assist with traffic mitigation, workforce development, tourism promotion, capital improvements and support of community non-profit organizations. The detail of each is attached. Following is a summary of the direct payments associated with each MOU:

City of Newburgh	Amount equal to 15% of Host Community gaming tax revenue
Dutchess County	\$500,000 per year with a one time capital contribution of \$350,000
City of Beacon	\$200,000 per year
City of Middletown	\$175,000 per year
Wallkill School District	\$125,000 per year
Marlboro School District	\$125,000 per year
Valley School District	\$125,000 per year

RESOLUTION NO.: 141 - 2014

OF

MAY 28, 2014

A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE A  
MEMORANDUM OF UNDERSTANDING WITH THE TOWN OF NEWBURGH FOR A  
SHARE OF THE HOST COMMUNITY GAMING TAX REVENUE IN CONNECTION  
WITH THE HUDSON VALLEY CASINO AND RESORT PROJECT

WHEREAS, on November 5, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

WHEREAS, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications seeking applications for licenses to operate commercial gaming facilities in the State; and

WHEREAS, Hudson Valley Casino and Resort, LLC and its affiliates ("HVCR") have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

WHEREAS, the proposed development would have a substantial positive economic benefit to the Town of Newburgh, the City of Newburgh, the County of Orange and the surrounding municipalities; and

WHEREAS, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

WHEREAS, the Town Board of the Town of Newburgh has adopted a resolution in support of the application of HVCR; and

WHEREAS, the City Council of the City of Newburgh has adopted a resolution in support of the application of HVCR; and

WHEREAS, the Upstate New York Gaming and Economic Development Act provides that ten percent of the State's gaming tax revenues will be split evenly between the host municipality and the host county, and accordingly should a gaming facility license be awarded to HVCR by the New York State Gaming Commission and HVCR open the proposed gaming facility, the Town, as the host municipality, will be entitled to receive five percent of the State gaming tax revenue from the HVCR casino development; and

WHEREAS, the Town and The City recognize that in the present-day environment crime increasingly cuts across municipal jurisdictional lines, and interjurisdictional, spillover crime needs to be addressed at its sources in order to keep streets and neighborhoods safe; and

WHEREAS, studies have demonstrated a correlation between the distance from perpetrators' residences and the commission of certain crimes, and between paths of travel and nodes of routine activity such as shopping, entertainment and school and the commission of crimes, and accordingly perpetrators who reside within a radius of a municipal boundary or whose paths cross municipal boundaries will more likely engage in interjurisdictional crimes; and

WHEREAS, the Town and the City share municipal boundaries and paths of travel along streets and highways which lead to interjurisdictional, spillover crimes; and

WHEREAS, the proposed HVCR casino development may also have an impact on crime beyond the Town's boundaries; and

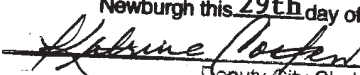
WHEREAS, increased law enforcement and public safety funding to the City will further a public purpose, to wit the protection of the safety and welfare of the citizens of the Town and the City from interjurisdictional, spillover crime; and

WHEREAS, the Town Board of the Town of Newburgh has found that certain accommodations to the City pertaining to the Town's host community share of the gaming tax revenues will allow the City to increase funding to the City's public safety, law enforcement and crime reduction activities which will further a proper public purpose; and

WHEREAS, HVCR and the City have also entered into a MOU pursuant to which HVCR will make certain financial contributions to the CITY general operating fund; and

WHEREAS, the City Council finds that entering into a Memorandum of Understanding to provide the appropriate legal framework for the Town to make an annual payment to the City in an amount equal to fifteen (15%) percent of the Town's host community share of the gaming tax revenue with the City for the purpose of funding the City's public safety, law enforcement and crime reduction activities is in the best interests of the City of Newburgh and its further development;

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of Newburgh that the City Manager be and he hereby is authorized to execute a Memorandum of Understanding with the Town of Newburgh the same form as annexed hereto with other provisions as Corporation Counsel may require, including but not limited to the Town Board of the Town of Newburgh providing an annual contribution to the City of Newburgh general operating fund equal to fifteen (15%) percent of the host community share of the gaming tax revenue which payment shall be expended by the City of Newburgh on public safety, law enforcement and crime reduction activities in the City of Newburgh.

I, Katrina Cotten, Deputy City Clerk of the City of Newburgh hereby certify that I have compared the foregoing with the original resolution adopted by the Council of the City of Newburgh at a <sup>SPECIAL</sup> regular meeting held May 28, 2014 and that it is a true and correct copy of such original.  
Witness my hand and seal of the City of Newburgh this 29<sup>th</sup> day of May 20 14  
  
Deputy City Clerk

## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (the "MOU") is entered this 20<sup>th</sup> day of June, 2014 by and between the Town of Newburgh, New York (the "Town") and the City of Newburgh, New York (the "City") (collectively referred to herein as the "Parties").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, Hudson Valley Casino and Resort, LLC ("HVCR") and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the Town, the City, Orange County, and surrounding municipalities; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, the Town Board of the Town has adopted a resolution in support of the application of HVCR; and

**WHEREAS**, the City Council of the City is considering the adoption of a resolution in support of the application of HVCR; and

**WHEREAS**, the Upstate New York Gaming and Economic Development Act provides that ten percent of the State's gaming tax revenues will be split evenly between the host municipality and the host county, and accordingly should a gaming facility license be awarded to HVCR by the New York State Gaming Commission and HVCR open the proposed gaming facility, the Town, as the host municipality, will be entitled to receive five percent of the State gaming tax revenue from the HVCR casino development; and

**WHEREAS**, the Parties recognize that in the present-day environment crime increasingly cuts across municipal jurisdictional lines, and interjurisdictional, spillover crime needs to be addressed at its sources in order to keep streets and neighborhoods safe; and

**WHEREAS**, studies have demonstrated a correlation between the distance from perpetrators' residences and the commission of certain crimes, and between paths of travel and nodes of routine activity such as shopping, entertainment and school and the commission of crimes, and accordingly perpetrators who reside within a radius of a municipal boundary or whose paths cross municipal boundaries will more likely engage in interjurisdictional crimes; and

**WHEREAS**, the Parties share municipal boundaries and paths of travel along streets and highways which lead to interjurisdictional, spillover crimes, and Town crime reports demonstrate such spillover crime within the Town; and

**WHEREAS**, the proposed HVCR casino development may also have an impact on crime beyond the Town's boundaries; and

**WHEREAS**, increased law enforcement and public safety funding to the City will further a Town purpose, to wit the protection of the safety and welfare of the citizens of the Town from interjurisdictional, spillover crime; and

**WHEREAS**, the Town Board of the Town accordingly finds that certain accommodations to the City pertaining to the Town's host community share of the gaming tax revenues will allow the City to increase funding to the City's police department which will further a Town purpose; and

**WHEREAS**, HVCR and the City have also entered into a MOU pursuant to which HVCR will make certain financial contributions to the CITY general operating fund.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

1. This MOU shall be effective upon the City Council of the City adopting a resolution of support for the HVCR application.
2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, the Town Board of the Town shall take such actions as are necessary including but not limited to the adoption of a local law pursuant to the Municipal Home Rule law, the approval of an inter-municipal agreement pursuant to Article 5-G of the General Municipal Law, the deposit of the host community gaming tax revenues into the Town general fund and/or the appropriation therefrom, in order for the Town to make an annual payment to the City of Newburgh equal to fifteen (15%) percent of the host community share of State gaming tax revenue paid to the Town of Newburgh. The annual payment to the City described in the preceding sentence shall continue for so long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.
3. The annual payment provided for in the preceding paragraph 2 shall be used by the City solely for the purposes of increased policing and public safety so that interjurisdictional crime may be prevented. The City shall not divert funding from its police department which it otherwise would have budgeted, in anticipation of this funding from the Town for increased policing and public safety activity.

4. If a court of competent jurisdiction determines that any portion or portions of this MOU is or are declared illegal or invalid, all other portions shall, to the maximum extent possible, remain in full force and effect.
5. Approvals required pursuant to this MOU shall not be unreasonably delayed or withheld.
6. This Memorandum of Understanding affords no authority, supervision or control to the Town over the City's police department and officers, and its law enforcement, public safety and crime reduction activities and programs, all acts and omissions in that regard remaining solely within the authority, supervision and control of the City, its officials, officers, employees and agents. The City its officials, officers, employees and agents will comply with all applicable provisions of the United States and New York Constitutions, laws, rules and regulations in all actions, programs and activities for which funds paid by the Town pursuant to this Memorandum of Understanding and any subsequent agreement are used.
7. The Town reserves the right to setoff and deduct from the payments to the City pursuant to this MOU and any subsequent agreement any loss or denial of funding or penalties assessed to the Town directly attributable to its making the payments to the City. Nothing in this paragraph shall affect the percentage amount of the annual payment of the host community share of the State gaming tax revenue set forth in paragraph no. 2.

**IN WITNESS WHEREOF**, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

**TOWN OF NEWBURGH, NEW YORK    CITY OF NEWBURGH, NEW YORK**

By:   
Gilbert J. Piaquadio, Deputy Supervisor

By:   
Michael G. Ciaravino, City Manager

RESOLUTION NO.: 140 - 2014

OF

MAY 28, 2014

A RESOLUTION TO AUTHORIZE THE CITY MANAGER TO EXECUTE A  
MEMORANDUM OF UNDERSTANDING WITH  
THE HUDSON VALLEY CASINO AND RESORT, LLC (HVCR) FOR A  
SHARE OF THE HOST COMMUNITY GAMING TAX REVENUE

WHEREAS, on November 5, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

WHEREAS, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications seeking applications for licenses to operate commercial gaming facilities in the State; and

WHEREAS, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

WHEREAS, the proposed development would have a specific positive economic benefit on the City of Newburgh as defined in Memorandum of Understanding to include:

1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual, unrestricted contribution to the City of Newburgh general operating fund equal to 15% of the Host Community fee paid to the Town of Newburgh. The annual contribution described in the preceding sentence shall continue for so long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.
2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall operate regular shuttle service between mutually agreeable locations in the City and HVCR's gaming facility in order to provide transportation to employees and patrons.
3. The Council of the City of Newburgh agrees NOT to pass a resolution in support of any other Casino development project.

THEREFORE, BE IT RESOLVED City Council of the City of Newburgh agrees to the terms and conditions of the MOU as described above and that the City Manager and Clerk of the City of Newburgh hereby certify that I have compared the foregoing with the original resolution adopted by the Council of the City of Newburgh at a regular meeting held May 28, 2014

SPECIAL  
and that it is a true and correct copy of such original.

Witness my hand and seal of the City of  
Newburgh this 29th day of May 2014

  
Deputy City Clerk



RESOLUTION NO. 141 - 2014

OF

MAY 28, 2014

**A RESOLUTION AUTHORIZING THE CITY MANAGER TO EXECUTE A  
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WHEREAS, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

WHEREAS, the Town Board of the Town of Newburgh has adopted a resolution in support of the application of HVCR; and

WHEREAS, the City Council of the City of Newburgh has adopted a resolution in support of the application of HVCR; and

WHEREAS, the Upstate New York Gaming and Economic Development Act provides that ten percent of the State's gaming tax revenues will be split evenly between the host municipality and the host county, and accordingly should a gaming facility license be awarded to HVCR by the New York State Gaming Commission and HVCR open the proposed gaming facility, the Town, as the host municipality, will be entitled to receive five percent of the State gaming tax revenue from the HVCR casino development; and

WHEREAS, the Town and The City recognize that in the present-day environment crime increasingly cuts across municipal jurisdictional lines, and interjurisdictional, spillover crime needs to be addressed at its sources in order to keep streets and neighborhoods safe; and

WHEREAS, studies have demonstrated a correlation between the distance from perpetrators' residences and the commission of certain crimes, and between paths of travel and nodes of routine activity such as shopping, entertainment and school and the commission of crimes, and accordingly perpetrators who reside within a radius of a municipal boundary or whose paths cross municipal boundaries will more likely engage in interjurisdictional crimes; and

WHEREAS, the Town and the City share municipal boundaries and paths of travel along streets and highways which lead to interjurisdictional, spillover crimes; and

WHEREAS, the proposed HVCR casino development may also have an impact on crime beyond the Town's boundaries; and

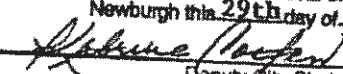
WHEREAS, increased law enforcement and public safety funding to the City will further a public purpose, to wit the protection of the safety and welfare of the citizens of the Town and the City from interjurisdictional, spillover crime; and

WHEREAS, the Town Board of the Town of Newburgh has found that certain accommodations to the City pertaining to the Town's host community share of the gaming tax revenues will allow the City to increase funding to the City's public safety, law enforcement and crime reduction activities which will further a proper public purpose; and

WHEREAS, HVCR and the City have also entered into a MOU pursuant to which HVCR will make certain financial contributions to the CITY general operating fund; and

WHEREAS, the City Council finds that entering into a Memorandum of Understanding to provide the appropriate legal framework for the Town to make an annual payment to the City in an amount equal to fifteen (15%) percent of the Town's host community share of the gaming tax revenue with the City for the purpose of funding the City's public safety, law enforcement and crime reduction activities is in the best interests of the City of Newburgh and its further development;

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of Newburgh that the City Manager be and he hereby is authorized to execute a Memorandum of Understanding with the Town of Newburgh the same form as annexed hereto with other provisions as Corporation Counsel may require, including but not limited to the Town Board of the Town of Newburgh providing an annual contribution to the City of Newburgh general operating fund equal to fifteen (15%) percent of the host community share of the gaming tax revenue which payment shall be expended by the City of Newburgh on public safety, law enforcement and crime reduction activities in the City of Newburgh.

I, Katrina Cotten, Deputy City Clerk of the City of Newburgh, hereby certify that I have compared the foregoing with the original resolution adopted by the Council of the City of Newburgh at a regular meeting held May 28, 2014 and that it is a true and correct copy of such original.  
Witness my hand and seal of the City of Newburgh this 29th day of MAY 20 14  
  
Deputy City Clerk

RESOLUTION NO.: 140 - 2014

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MAY 28, 2014

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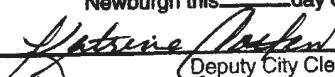
WHEREAS, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

WHEREAS, the proposed development would have a specific positive economic benefit on the City of Newburgh as defined in Memorandum of Understanding to include:

1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual, unrestricted contribution to the City of Newburgh general operating fund equal to 15% of the Host Community fee paid to the Town of Newburgh. The annual contribution described in the preceding sentence shall continue for so long as HCVR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.
2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall operate regular shuttle service between mutually agreeable locations in the City and HVCR's gaming facility in order to provide transportation to employees and patrons.
3. The Council of the City of Newburgh agrees NOT to pass a resolution in support of any other Casino development project.

THEREFORE, BE IT RESOLVED City Council of the City of Newburgh agrees to the terms and conditions of the MOU as described above and that the City Manager be and he hereby is authorized to execute the MOU on behalf of the City of Newburgh.

Special  
I hereby certify that I have compared the foregoing with the original resolution adopted by the Council of the City of Newburgh at a regular meeting held May 28, 2014 and that it is a true and correct copy of such original.  
Witness my hand and seal of the City of Newburgh this 29th day of May, 2014

  
Deputy City Clerk

**MEMORANDUM OF UNDERSTANDING**

This Memorandum of Understanding (the "MOU") is entered this 21 day of <sup>June</sup> ~~May~~, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the City of Newburgh, New York (the "City").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the City of Newburgh, the County, the Town of Newburgh, and surrounding municipalities; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the City in order provide economic opportunities to City residents and to allow the City directly to realize an economic benefit; and

**WHEREAS**, HVCR and its affiliates have expressed to the City a commitment to address poverty in the City by providing and supporting employment, job training and educational opportunities for residents of the City.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

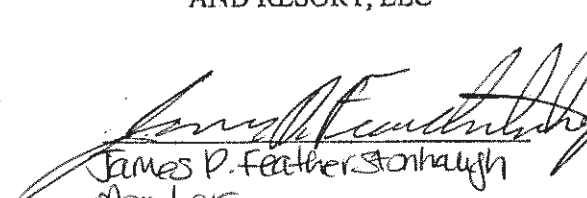
1. This MOU shall terminate if the City Council of the City of Newburgh passes a resolution in support of any casino development project in the Catskills/Hudson Valley Region other than the project that HCVR has proposed.
2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual, unrestricted contribution to the City of Newburgh general operating fund equal to 15% of the Host Community fee paid to the Town of Newburgh. The annual contribution described in the preceding sentence shall continue for so long as HCVR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

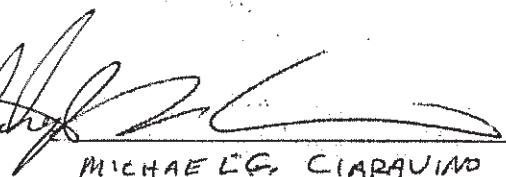
3. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall operate regular shuttle service between mutually agreeable locations in the City and HVCR's gaming facility in order to provide transportation to employees and patrons.

IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC

CITY OF NEWBURGH, NEW YORK

  
James P. Featherstonhaugh  
Member

  
MICHAEL G. CIARRAVINO  
City Manager  
per. 140-2014

## Memorandum of Understanding

**WHEREAS**, the County of Dutchess, a municipal corporation with its principal offices at 22 Market Street, Poughkeepsie, New York 12601 (the "County") is desirous of negotiating a formal agreement for the following consideration; and

**WHEREAS**, the undersigned entity has expressed an interest in providing financial assistance to the County for the purpose of assisting in economic and tourism development for consideration given to its business endeavors, and

**WHEREAS**, any formal agreement reached between the County and the undersigned shall be contingent upon approval by the Dutchess County Legislature following the negotiation of such agreement; and

**WHEREAS**, the New York State Legislature enacted the Upstate New York Gaming Economic Development Act of 2013 (the "Act") pursuant to which the New York Gaming Commission (the "Gaming Commission") has issued a Request for Application ("RFA") for a license (a "Gaming License").

**WHEREAS**, Hudson Valley Casino and Resort, LLC (the "Developer"), or its successor in interest, intends to submit an application for such Gaming License in accordance with the requirements of the RFA, which application will include, but not be limited to, plans for a destination resort gaming facility and amenities, which amenities will include a hotel, retail and entertainment facilities at certain property located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh, New York (the "Project").

**WHEREAS**, the Project will have an economic benefit to the Mid-Hudson Valley including the County.

**NOW, THEREFORE**, it is agreed by and between the parties that in the event the Developer, or its successor, is awarded a Gaming License in accordance with the RFA and the Act, the parties will enter into negotiations for a formal agreement which provides, without limitation, the following:

1. The County has an interest in the promotion of certain live entertainment events at the County's minor league baseball stadium and field (collectively, the "Stadium") in order to foster economic development in the County. In an effort to assist the County in the promotion of economic development within the County, the Developer will agree, for a period of ten (10) years, to pay the annual sum of THREE HUNDRED THOUSAND DOLLARS (\$300,000) to the County for the promotion of such events at and structural improvements to the Stadium and the developer will be granted the opportunity for naming rights of the stadium pending approval by the HUDSON VALLEY RENEGADES, INC. In addition, the Developer agrees to provide to the County a onetime payment of THREE HUNDRED FIFTY (\$350,000) to be dedicated to capital improvements including new signage at the stadium which will be required due to the renaming of the stadium. In consideration of such payments to be provided to the County for the improvements to the Stadium, the County will use its best efforts to facilitate the Developer's opportunity to purchase up to one Hundred (100) tickets in premium locations from Keystone Professional Baseball Club, Inc. for all Stadium events. The County shall use its best efforts to facilitate the Developer's opportunity to secure naming rights for the stadium.
2. The County has an interest in funding tourism promotion which will be available due to the Project's location at Stewart Airport, to be administered by the Dutchess County Tourism through payments to Dutchess County Tourism by the Developer in the amount of TWO HUNDRED THOUSAND DOLLARS (\$200,000) annually for a SEVEN (7) year period;
3. All payments of the Developer set forth herein and in any formal agreement between the parties (after award of the Gaming License) shall commence no later than the thirteenth month after the opening of the Project to the public, except that the THREE HUNDRED FIFTY THOUSAND DOLLARS (\$350,000) one-time payment set forth in Section 1, and the first annual payment of THREE HUNDRED THOUSAND DOLLARS (\$300,000) for event promotion and naming rights, hereof shall be made within one month of the opening of the Project to the public or at an mutually agreed upon date.

4. In addition, in order to address the anticipated impacts of the Project on the Mid-Hudson Valley Region, including the County, the Developer agree to the following:

- (i) At all times during construction and operation of the Project, Developer shall work in a good faith, legal and non-discriminatory manner to give preferential treatment to qualified businesses and residents of the Mid-Hudson Valley for opportunities in contracting, subcontracting and servicing in the development, construction and operation of the gaming facility. Developer shall also exercise good faith efforts to employ qualified minorities, women and veterans.
- (ii) Developer shall make a good faith effort to utilize local contractors, suppliers, vendors, and service-providers. Developer will favor those located in the Mid-Hudson Valley Region. Developer shall also create a Small Business Network of area businesses to identify capabilities, products, services and resources which can be purchased or obtained locally by Developer and will work with Chambers of Commerce from throughout the Mid-Hudson Valley Region.
- (iii) Developer shall encourage local businesses to participate in the Hudson Valley Casino and Resort, LLC ("HVCR") New York Player's Club Card Program" which, subject to Gaming Commission approval, will enable guests to receive additional discount and redemption opportunities at participating local businesses and destinations in the Mid-Hudson Valley. Developer shall also encourage local businesses to participate in joint promotional opportunities, such as the inclusion of participating businesses in Developer's New York advertising campaigns, and employee discount programs.
- (iv) Developer shall share with the County information as it pertains to traffic studies conducted by the Developer.

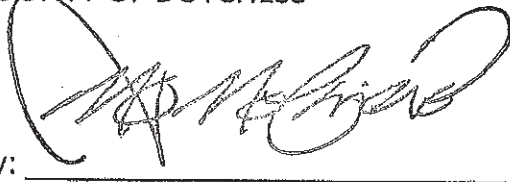


- (v) The parties acknowledge that there may be other needs of the County caused by the Project. The Developer will establish a local liason with the County to continue to address impacts and needs of the County as they occur.

5. In addition to the contingency of legislative approval as set forth above herein, this agreement shall be contingent upon such considerations which shall be fully identified in the formal agreement yet to be negotiated.

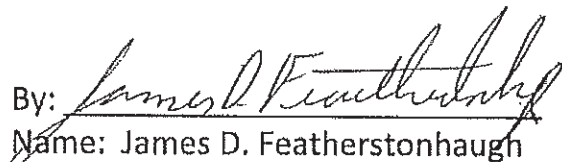
IN WITNESS WHEREOF, the Parties hereto have caused this instrument to be executed on their behalf by their respective officers thereunto duly authorized as of the day and year first above written.

COUNTY OF DUTCHESS



By: \_\_\_\_\_  
Name: Marcus J. Molinaro  
Title: County Executive  
Date: June 23, 2014

HUDSON VALLEY CASINO AND  
RESORT, LLC ("HVCR")

  
By: \_\_\_\_\_  
Name: James D. Featherstonhaugh  
Title: Member  
Date: June 23, 2014

## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (the "MOU") is entered this 25<sup>th</sup> day of June, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the City of Beacon, New York (the "City").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the City of Beacon, and surrounding municipalities; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the City in order to provide economic opportunities to City residents and to allow the City directly to realize an economic benefit; and

**WHEREAS**, HVCR and its affiliates have expressed to the City a commitment to address concerns in the City by providing and supporting employment, job training and educational opportunities for residents of the City.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will hold at least one hiring hall in the City for construction jobs and one hiring hall for operational jobs and work with the City on Workforce Development initiatives.

2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will establish an 11-member community foundation to support charitable and public benefit organizations throughout the Hudson Valley region. One seat each will be reserved on the foundation for: Orange County, Dutchess County, Ulster County, the Town of Newburgh, the City of Newburgh, the City of Beacon, the City of Middletown, the City of Poughkeepsie, and the City of Kingston.

3. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual, unrestricted contribution to the City of Beacon general operating fund of \$200,000. The annual contribution shall continue for 7 years after the opening of Hudson Valley Casino and Resort as long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

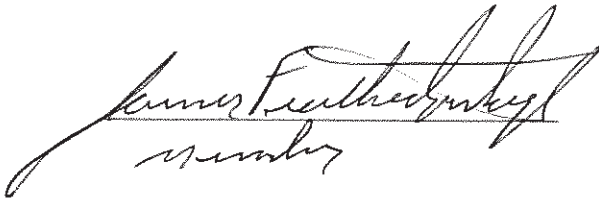
4. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR commits to evaluate the traffic impacts to the City and evaluate corrective measures in consultation with the City.

5. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will endeavor to enhance patron visitation through promotion and cross-marketing initiatives with the City's businesses and arts.

6. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will appoint a community liaison to periodically meet with the city to evaluate and address any issues as they arise.


IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC



James Featherstone  
President

CITY OF BEACON, NEW YORK



Randy Casale, Mayor  
City of Beacon

# CITY OF BEACON



Iola C. Taylor  
City Clerk  
One Municipal Plaza, Suite One  
Beacon, New York 12508

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Telephone (845) 838-5003  
Facsimile (845) 838-5012

I, Iola C. Taylor, Clerk of the City of Beacon, New York, do hereby certify that the attached is a true and accurate copy of Resolution No. 83 of 2014, entitled:

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BEACON DECLARING ITS SUPPORT FOR THE DEVELOPMENT OF THE HUDSON VALLEY CASINO AND RESORT IN THE TOWN OF NEWBURGH**

adopted by the Beacon City Council at a regular meeting held on June 16, 2014. Council Member Muhammad made the motion that the resolution be adopted. Council Member Wetherbee seconded the motion. On roll call, Council Members Ross, Kelly, Wetherbee, Muhammad, Mansfield, Kyriacou and Mayor Casale voted in favor (7). Motion carried.

WITNESS THERE I have set my hand and seal of the City of Beacon this 24<sup>th</sup> day of June, 2014.

Signed

  
Iola C. Taylor

SEAL



**CITY COUNCIL  
CITY OF BEACON  
Resolution No. 83 of 2014**

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF BEACON DECLARING  
ITS SUPPORT FOR THE DEVELOPMENT OF THE HUDSON VALLEY CASINO AND  
RESORT IN THE TOWN OF NEWBURGH**

**WHEREAS**, the City Council of the City of Beacon in its capacity as governing body of the City has long endeavored to promote the economic vitality of the City of Beacon and provide job opportunities to local residents; and

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, the voters of Dutchess County, New York voted in favor of the referendum by over 59% of the vote; and

**WHEREAS**, the voters in the City of Beacon voted in favor of the referendum by nearly 61% of the vote; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, Newburgh Casino Associates, LLC and its affiliates have asked the City Council for a resolution in support of its casino development, Hudson Valley Casino and Resort, which is proposed for undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the City Council finds that the proposed development would have a substantial positive economic benefit on the City of Beacon; and

**WHEREAS**, the siting of Hudson Valley Casino and Resort in Newburgh will bring visitors to the City via the MTA railway line and provide certain tourism opportunities for the City's retail establishments, including its restaurants, museums and institutes, including Dia:Beacon (a contemporary arts museum), the Beacon Theatre and the City's beautiful parks from the shoreline of the Hudson, including tours of Bannerman Castle, and hiking up Mt. Beacon; and

**WHEREAS**, the siting of Hudson Valley Casino and Resort in Newburgh will provide job opportunities for City residents both at the Casino and in the City to meet the needs of more visitors to the City as well as to provide transportation for those residents and travelers from the MTA railway station to Hudson Valley Casino and Resort in Newburgh.

**WHEREAS**, the proposed Hudson Valley Casino and Resort would also have a substantial positive economic benefit on similar cities throughout the Hudson Valley; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, the Town of Newburgh, as the Host Municipality, has passed a resolution supporting the development of Hudson Valley Casino and Resort in the Town; and

**WHEREAS**, Hudson Valley Casino and Resort has agreed to make certain accommodations to the City of Beacon in order to promote tourism and economic development in the City and to address any burdens created by a nearby casino development; and

**NOW, THEREFORE, BE IT RESOLVED**, that the City Council of the City of Beacon, does hereby support the application of Newburgh Casino Associates, LLC and its affiliates for the development of a commercial gaming facility in the Town of Newburgh; and

**BE IT FURTHER RESOLVED**, that Newburgh Casino Associates, LLC and its affiliates are authorized to include this Resolution with the application to the New York Gaming Facility Location Board and to represent that the City of Beacon supports the application; and

**BE IT FURTHER RESOLVED**, that the aforesaid resolutions shall take effect immediately.

<b>Resolution No. <u>83</u> of 2014</b>		<b>Date: <u>June 16, 2014</u></b>					
<input type="checkbox"/> Amendments		<input type="checkbox"/> On roll call		<input type="checkbox"/> 2/3 Required			
<input type="checkbox"/> Not on roll call.				<input type="checkbox"/> 3/4 Required			
Motion	Second	Council Member	Yes	No	Abstain	Reason	Absent
		<b>Ross, Peggy</b>	x				
		<b>Kelly, Charles P.</b>	x				
	x	<b>Wetherbee, Pamela</b>	x				
x		<b>Muhammad, Ali T.</b>	x				
		<b>Kyriacou, Lee</b>	x				
		<b>Mansfield, George</b>	x				
		<b>Mayor Randy J. Casale</b>	x				
		<b>Motion Carried</b>	x				

## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (the "MOU") is entered this 23<sup>rd</sup> day of June, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the City of Middletown, New York (the "City").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the City of Middletown, and surrounding municipalities; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the City in order to provide economic opportunities to City residents and to allow the City directly to realize an economic benefit; and

**WHEREAS**, HVCR and its affiliates have expressed to the City a commitment to address concerns in the City by providing and supporting employment, job training and educational opportunities for residents of the City.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

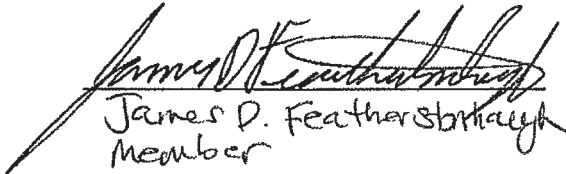
1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will hold at least one hiring hall in the City and work with the City on Workforce Development initiatives.
2. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR will establish an 11-member community foundation to support charitable and public benefit organizations throughout the Hudson Valley region. One seat each will be reserved on the foundation for: Orange County, Dutchess County, Ulster County, the Town of Newburgh, the City of Newburgh, the City of Middletown, the City of Beacon, the City of Poughkeepsie, and the City of Kingston.

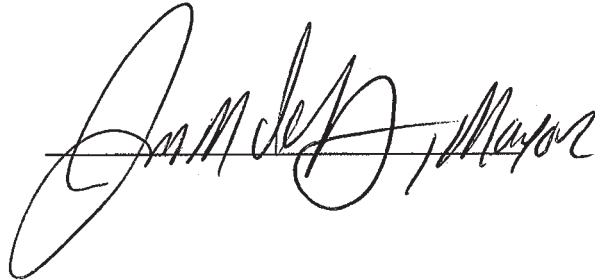
3. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual, unrestricted contribution to the City of Middletown general operating fund of \$175,000. The annual contribution shall continue for 7 years after the opening of Hudson Valley Casino and Resort as long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC

CITY OF MIDDLETOWN, NEW YORK

  
James D. Featherstone  
Member

 Mayor 6/23/14



## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (the "MOU") is entered this 20<sup>th</sup> day of June, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the Wallkill School District, New York (the "District").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the Wallkill School District, and surrounding areas; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the District in order to provide benefit to the children and families served by the District and

**WHEREAS**, HVCR and its affiliates have expressed a commitment to address funding for sports and arts programs for the District.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual contribution to the Wallkill School District of \$100,000 specifically to fund sports, arts and student programs and annual contribution to the Wallkill Alumni and Community Education Foundation Fund in the amount of \$25,000. The annual contributions shall continue for 7 years after the opening of Hudson Valley Casino and Resort as long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC

WALLKILL SCHOOL DISTRICT, NEW YORK



**MEMORANDUM OF UNDERSTANDING**

This Memorandum of Understanding (the "MOU") is entered this \_\_\_\_ day of June, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the Marlboro School District, New York (the "District").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the Marlboro School District, and surrounding areas; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the District in order to provide benefit to the children and families served by the District and

**WHEREAS**, HVCR and its affiliates have expressed a commitment to address funding for sports and arts programs for the District.

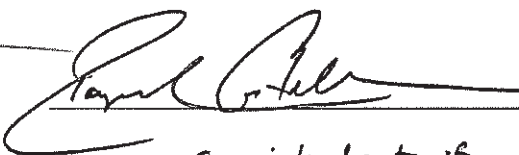
**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual contribution to the Marlboro School District of \$125,000 specifically to fund sports and arts programs. The annual contribution shall continue for 7 years after the opening of Hudson Valley Casino and Resort as long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC

MARLBORO SCHOOL DISTRICT, NEW YORK



Superintendent of  
Schools

6/20/14

**MEMORANDUM OF UNDERSTANDING**

This Memorandum of Understanding (the "MOU") is entered this 20<sup>th</sup> day of June, 2014 by and between Hudson Valley Casino and Resort, LLC ("HVCR") and the Valley Central School District, New York (the "District").

**WHEREAS**, on November 5<sup>th</sup>, 2013 voters in the State of New York approved by referendum an amendment to the State Constitution that permits the development of commercial gaming facilities in the State; and

**WHEREAS**, on March 31, 2014, the New York Gaming Facility Location Board released a Request for Applications (the "RFA") seeking applications for licenses to operate commercial gaming facilities in the State; and

**WHEREAS**, HVCR and its affiliates have proposed a casino development to be located on undeveloped land directly southwest of the intersection of Interstate 87 and Interstate 84 in the Town of Newburgh; and

**WHEREAS**, the proposed development would have a substantial positive economic benefit on the Valley Central School District, and surrounding areas; and

**WHEREAS**, the economic benefits of the proposed project include, but are not limited to the creation of thousands of construction and related jobs and the creation of thousands of long term casino, hotel and related jobs; and

**WHEREAS**, HVCR and its affiliates have agreed to make certain accommodations to the District in order to provide benefit to the children and families served by the District and

**WHEREAS**, HVCR and its affiliates have expressed a commitment to address funding for sports and arts programs for the District.

**NOW, THEREFORE**, in consideration of the mutual covenants, promises, representations and agreements set forth herein, the Parties agree as follows:

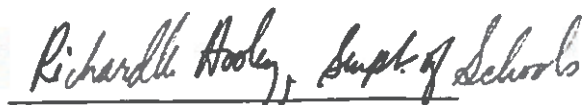
1. Upon the award of a gaming facility license by the New York State Gaming Commission and upon the opening of HVCR's gaming facility, HVCR shall make an annual contribution to the Valley Central School District of \$100,000 specifically to fund sports, arts and student programs and annual contribution to the Valley Central Education Foundation in the amount of \$25,000. The annual contributions shall continue for 7 years after the opening of Hudson Valley Casino and Resort as long as HVCR, or its affiliates, successor or assigns are licensed to operate and actually operate a casino facility in the Town of Newburgh.

IN WITNESS WHEREOF, each party hereto has caused this MOU to be executed on its behalf by its duly authorized representative as of the date written above.

HUDSON VALLEY CASINO  
AND RESORT, LLC

VALLEY CENTRAL SCHOOL DISTRICT, NEW YORK

  
James Featherstone  
Manager

  
Richard L. Hooley, Supt. of Schools