



EXHIBIT VIII.C.4.a.

MASTER PLAN AND BUILDING PROGRAM

Master Plan for Land

Submit as Exhibit VIII.C.4.a. a description of, and provide schematics illustrating, the Applicant’s master plan for the land and the Project Site showing major activities and functions. Provide a phasing plan for the proposed components of the master plan, if applicable.

Description of, and provide schematics illustrating, the Applicant’s master plan for the land and the Project Site showing major activities and functions.



Adelaar

The 1,695 acre Adelaar will have a variety of destinations, product types, amenities and experiences. The Comprehensive Development Plan (“CDP”) is comprised of several distinct centers of activity, each rooted in its particular site and setting. The 710 acre Gaming Facility will include Montreign Resort Casino, the Entertainment Village, the Indoor Waterpark Lodge and a redesigned Monster Golf Course. The 985 acre balance of the CDP, or non-gaming facility, is expected to be comprised of market-driven commercial, hospitality and residential developments. Attachment VIII.C.4.a.-1 illustrates Adelaar’s master plan, indicating major activities and functions.

Montreign Resort Casino

Montreign Resort Casino will be located on a parcel to be leased to Montreign. Montreign is located in the south central portion of the Adelaar site with access from the to-be-developed Resort Entry Road and the existing Thompsonville Road. The Montreign



site is bordered on the north and west by Thompsonville Road, on the east by Joyland Road, and on the south by wetlands. Attachment VIII.C.4.a.-2 depicts a detailed site plan for Montreign and shows its configuration and relationship to the Entertainment Village.

Montreign is built into the side of a sloping hillside, to allow for the garage to sit below the casino so that it is mainly out of the sight of guests. Montreign’s casino floor sits above the parking structure, but is at grade for approximately half of its floor perimeter. This is illustrated in Attachment VIII.C.5.a.-9, at pp. 1-2, to Exhibit VIII.C.5.a. The Montreign hotel sits above the casino podium, and is situated to take advantage of the vistas that the site has to offer of the Monster Golf Course and the western Catskills. In addition to the parking structure, there are generous at grade parking areas for Montreign guests around the facility, laid out to maintain good access while allowing for tree lined buffers and green islands between aisles of parking. The facility is bounded by tree buffers and small berms to cover parking from the sight of the access roads of Adelaar. Montreign is the centerpiece of Adelaar, and the driving force behind future development. Exhibit VIII.C.5.a. further describes and depicts Montreign and its design.

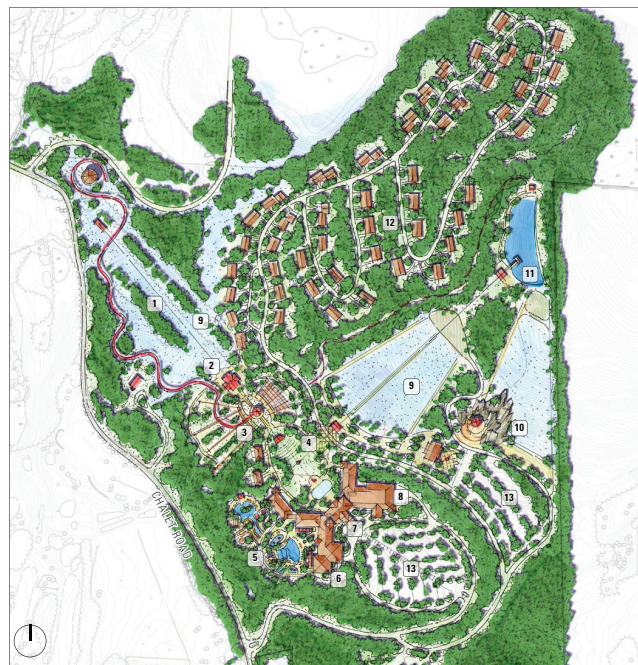
Entertainment Village

The Entertainment Village will be comprised of a cinema and complementary destination retail and dining venues. The Entertainment Village is designed to encourage attendance at the bustling Resort Core of the Gaming Facility. In concert with this destination experience, the Entertainment Village’s diverse open space program is designed to enable a variety of community and lifestyle activities that are connected by a network of pedestrian and shared-surface streets, linking key amenities such as the casino, the market square, the cinema and the native forest setting. This pedestrian approach is not only part of the current market trend, it is sustainably wise and sets the tone for the development as a small town atmosphere characteristic of the Catskills. Attachment VIII.C.4.a.-3, pages 1 and 2, provides detailed site plans and layouts of the Entertainment Village.

Indoor Waterpark Lodge

Indoor Waterpark Lodge
Waterpark/Conference Center

LEGEND	
1	Chairlift or Tube Pull
	Hilltop —
2	Center for skiing/boarding, tubing, mountain biking; restaurant
3	Action Area - Mountain Coaster, Ropes Course, Zip Lines
4	Lawn — skating rink; croquet lawn; amphitheater; event area
5	Outdoor Waterpark — pools; waterslides; spa; lazy river; pool bar
6	Indoor Waterpark
7	Indoor Waterpark Lodge - 400 rooms
8	Conference Center
9	Tubing
10	Terrain Park
11	Fishing Pond
12	Lodge Cottages
13	Parking



The Indoor Waterpark Lodge will provide an opportunity for a large, family-focused resort hotel with a four-season indoor waterpark, a conference center and other hospitality attractions. Adjacent to the Indoor Waterpark Lodge will be a variety of outdoor recreation options, including a ski and tubing hill, all as accessory features for guests. Situated on the hilltop at the northeastern edge of the Gaming Facility, the Indoor Waterpark Lodge will offer experientially-based hospitality in the

rural setting of the Catskills, while still being proximate to the excitement of the Resort Core. Attachment VIII.C.4.a.-3, page 3, provides a detailed site plan and layout of the Indoor Waterpark Lodge.

Monster Golf Course

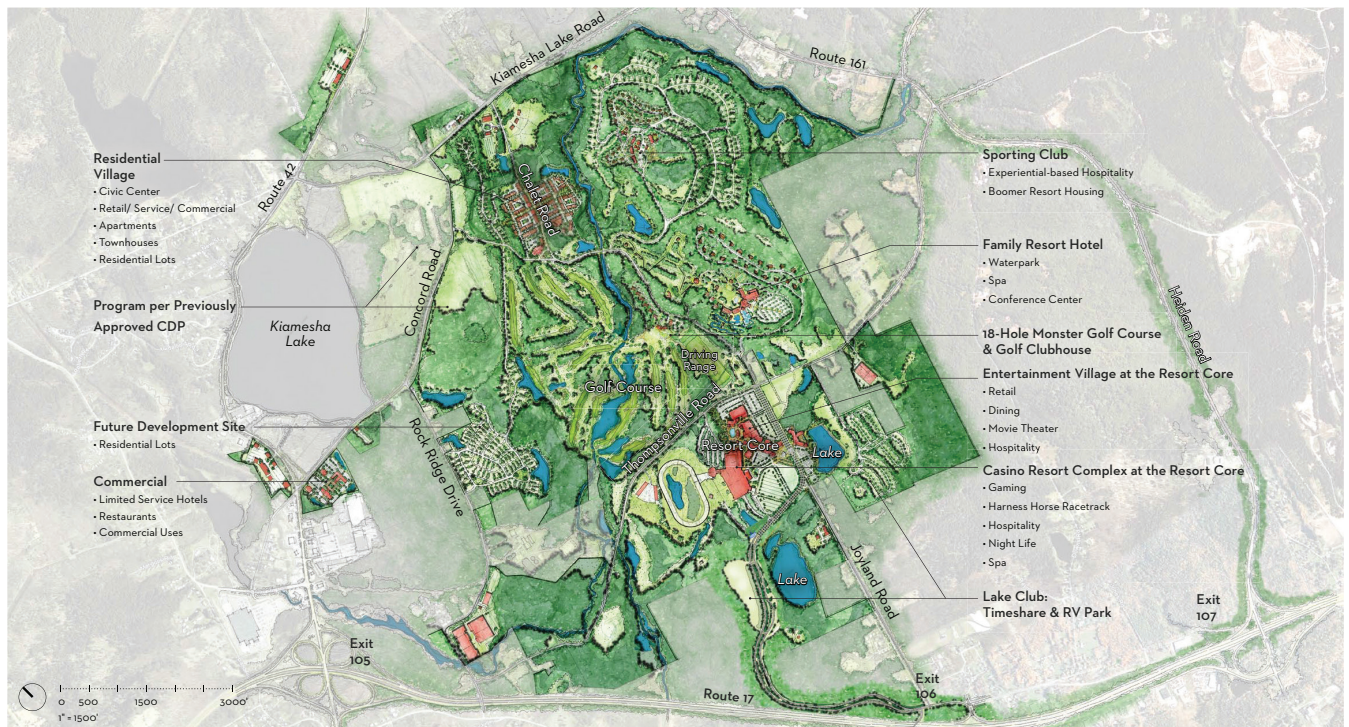
The 18-hole Monster Golf Course will be redesigned by Rees Jones, “the Open Doctor,” to allow for fair, yet challenging play, and will enable the repair and remediation of the current flooding issues found in areas of the existing course. A new golf clubhouse will also be constructed adjacent to the course, and provide services and professional support for a golf school. Attachment VIII.C.4.a.-3, pages 4 and 5, provide conceptual site plans and layouts of portions of the Monster Golf Course and the new golf clubhouse.

Provide a phasing plan for the proposed components of the master plan, if applicable.

Adelaar’s master plan provides for and envisions additional phases of development for the Project Site. Beyond the Gaming Facility, additional development has been contemplated based on demand. Along Chalet Road near Kiamesha Lake Road, the master plan allows for a mix of real estate offerings that will appeal to a wide range of potential buyers. The Residential Village will contain a Civic or Community Center to generate local activity. If future market trends demonstrate the need, additional residential development is outlined in the CDP. A series of trails and open spaces are also part of the overall plan for Adelaar. Attachment VIII.C.4.a.-4 illustrates proposed sequencing for developments and additional developments under the CDP, while Attachment VIII.C.4.a.-5 illustrates the various trails and paths that encompass Adelaar, and also describes the various uses and developments envisioned under the master plan.

Status of the Master Plan

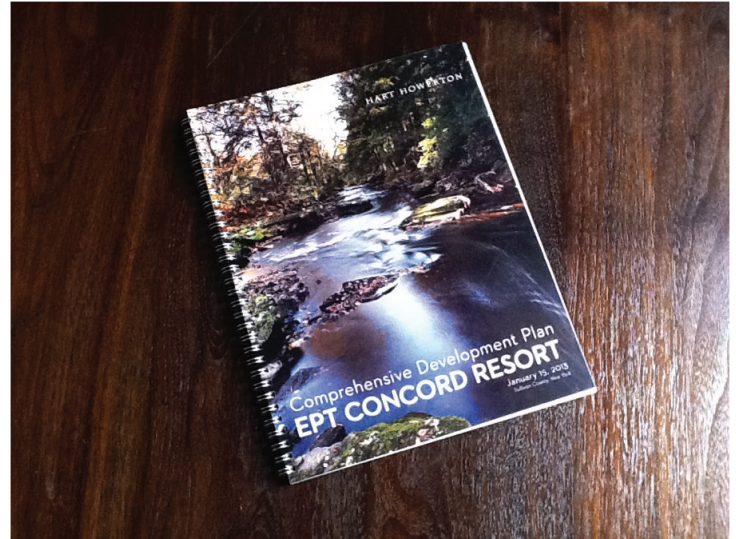
The master planning process is often a lengthy and complex process, but it is a process that Adelaar has already taken substantial steps towards completing. The Adelaar master plan has gone through several stages in development and approvals, which are clarified in detail below.



Under the master plan, Montreign and EPR plan to develop a destination gaming resort at the Project Site, which is proposed to include the Montreign Resort Casino; the fully redesigned and world famous 18-hole championship Monster Golf Course; a waterpark and the Indoor Waterpark Lodge; an Entertainment Village with a cinema and supporting retail (together, the “Gaming Facility”); a Residential Village with a mix of unit types, hotels, a Civic Center, including a diverse open space program, and a trail system (collectively, with the Gaming Facility, the “Project Site”). Montreign and EPR have been actively engaged in master planning, designing and seeking and obtaining approvals for the Project Site for over three (3) years.

SEQRA Process

To develop the Project Site, known as Adelaar, EPR and Empire (together, the “Developers”) initiated several actions, all of which were subject to environmental review under the State Environmental Quality Review Act (“SEQRA”). First, the Developers petitioned the Town of Thompson Town Board (“Town Board”) for an amendment to the Town of Thompson (“Town”) Planned Resort Development (“PRD”) section of the zoning law (Town Code 250-27.2) to enable the development of Adelaar. Second, the Developers sought approval from the Town Board for a new PRD Comprehensive Development Plan for Adelaar. The CDP proposes that the Developers develop a market driven, master planned, destination resort community on the Project Site. Lastly, the Developers sought Site Plan Approval from the Town of Thompson Planning Board (“Planning Board”) for the Montreign Resort Casino.



In moving through the permitting process to date, Adelaar and Montreign have finalized SEQRA approvals.

SEQRA review is required to be conducted prior to any agency decision regarding permits or approvals. The Town’s professional staff, outside professional engineering and planning consultants, attorneys and members of the Town Board and Planning Board spent approximately one-year analyzing the potentially significant environmental impacts associated with Adelaar, ensuring that the Developers and their consultants carefully analyzed these impacts, and also carefully reviewed comments on the various potential issues made by involved and interested government agencies, other experts and the public. This comprehensive environmental review was the result of hundreds, if not thousands of hours of examination of the potential environmental impacts of the project.

As part of the SEQRA review process, the Town Board, as lead agency, and/or the Developers:

- Assumed the role of lead agency under SEQRA, and issued a draft scoping outline that was subject to public review at a public hearing.

- Prepared a Draft Generic Environmental Impact Statement (“DGEIS”) and Draft Environmental Impact Statement (“DEIS”), analyzing both specific impacts of Adelaar for the Montreign Resort Casino development, as well as broad land use considerations and trends, and qualitative information for the full build out of the Project Site, which was deemed complete by the Town Board in July 2012.
- Held a public hearing in August 2012 and an extensive public comment period to accept oral and written comments on the DGEIS and DEIS.
- Circulated the DGEIS and DEIS, and in response to comments, prepared an FGEIS and an FEIS, which in addition to containing a comprehensive response to comments received on the DGEIS and DEIS, also contained revisions to the Proposed CDP and the site specific development of the Gaming Facility.
- Prepared clarifying and technical alterations to the proposed text amendments to the PRD and considered the same in the FGEIS and FEIS.
- Circulated the clarifying and technical alterations in the FGEIS and FEIS to the involved and interested agencies and the public, and accepted comments on the same.
- Revised the plan, following a careful review and analysis, and circulated a FGEIS and FEIS reflecting these revisions to the involved and interested agencies and the public. Comments on the FGEIS and FEIS were received from the public through January 14, 2013, and from other agencies.
- Concluded that the broad review of land use, community character, zoning, public policy, community services, geology, soils, topography, natural resources, surface water resources and wetlands, storm water management, water supply, sanitary sewer service, energy and telecommunications, traffic and transportation, air quality, noise, economic conditions, cultural resources, visual resources, hazardous waste materials, construction, alternatives, unavoidable adverse impacts, mitigation, irreversible and irretrievable commitment of resources, growth-inducing effects, and use and conservation of energy considerations were adequately undertaken and included in the DGEIS and DEIS.

SEQRA review of Adelaar was completed as set forth in the Findings Statement adopted by the Town Board in January of 2013.

The Findings Statement, as well as the DGEIS/DEIS and FGEIS/FEIS, are separately bound and attached as part of Exhibit VIII.C.1.f.

Amendment of Town Zoning Code

After completion of SEQRA review, the Developers obtained approval from the Town Board to amend the Town’s zoning law (Town Code 250-27.2) to enable the development of Adelaar and the many uses proposed therein.



New Comprehensive Development Plan

After the Town zoning law was amended, the Developers obtained approval from the Town Board of a new CDP for the Project Site. The CDP sets forth the general plan for development of Adelaar and additional development regulations for all future development at Adelaar. The CDP is attached as Attachment VIII.C.3.a.-3 to Exhibit VIII.C.3.a.

Local Land Use Approvals

Once the SEQRA review was complete, the local zoning law was amended and the CDP was approved, the Developers prepared and submitted subdivision plats and approximately 200 engineering design drawings to support subdivision, lot improvement and consolidation, and preliminary site plan applications to the Planning Board. In April 2013, the Developers obtained preliminary subdivision, lot improvement and consolidation, and preliminary site plan approvals for the Montreign Resort Casino. In July 2013, the final site plan approval was granted to the Developers, conditioned upon receipt of other regulatory agency approvals, as discussed below.

Minor Modifications to the Site Plan – Minor Site Plan Amendment

While a hotel-casino is approved under the final site plan approval, a minor amendment to the approved site plan was prepared and submitted to the Planning Board and approved on July 11, 2014. This minor amendment will enable the construction of an expanded hotel-casino for Montreign if it is awarded a Gaming Facility License with no competition from Orange or Dutchess Counties.

Under the modified plan, while the footprint of the hotel-casino will remain essentially the same, the main hotel tower will be expanded upward to accommodate additional guests, an additional underground level will be added to the parking garage, the gaming floor space will be reconfigured to better accommodate gaming operations, and certain minor expansions will be made to better accommodate additional utilities.

Water Supply Agreement

It is anticipated that Montreign will require approximately 200,000 gallons per day of water. To accommodate this need, the Developers entered into a water supply agreement with the Village of Monticello ("Village") to secure the Village's excess water supply for the exclusive use by Adelaar. This water supply agreement, which was negotiated over some eighteen (18) months, guarantees 375,000 gallons per day of water supply for Adelaar (more than sufficient for the Montreign), and satisfies a significant condition of the Planning Board's site plan approval.

Other Agency Approvals and Agreements

Concurrent with the SEQRA review described above, the Developers initiated discussions with several other agencies whose approvals are required. In the twenty nine (29) months since the initial application was submitted to the Town in February 2012, applications for permits and approvals have been submitted to several agencies so that the details and terms of the approvals could be negotiated with the respective agencies in anticipation of a swift approval after the SEQRA process was complete.

Significantly, all of the agencies identified below were "involved agencies" during the SEQRA review process, which means that they are bound by the SEQRA determination of the Town. Accordingly, the

Developers are currently in the process of obtaining final approvals/permits from the Town (stripping of land permit, road improvement permit, minor site plan amendment), Sullivan County (roadway permits), New York State (Department of Conservation and Department of Health permits for final sewer and water hook up; Department of Transportation permits for final roadways; and State Historical Preservation review), the Delaware River Basin Commission (final sewer and water hook up), and the US Army Corps of Engineers (wetlands permits and concurrent review). Many of these agency approvals can take months, if not years to obtain. However, since the Developers made initial contacts with these respective agencies soon after the SEQRA process was initiated in the first quarter of 2012, the majority of the substantive agency review is complete and final approvals are expected in the near future.