

**Exhibit VII.A.15.a**  
**Past Similar Applicant/Manager Experience**

*Submit as Exhibit VIII.A.15.a, a description of the Applicant's and, if applicable, the Manager's experience, training and expertise in developing, constructing and operating casinos and related facilities (e.g., hotels, restaurants and entertainment facilities). For each such project, include the name and location, the total dollar investment, number of gaming devices, number of hotel rooms, amenities, total gaming revenues for the last three (3) years, number of full-time employees, and approximate size of the site on which the project is located. For any such project no longer owned or operated, include a description of the disposition of the project or termination of its operations.*

As discussed in Exhibit VI.G, Rush Street Gaming, LLC ("RSG") is a market leading gaming company with extensive experience in developing, financing and operating successful entertainment and gaming destinations. See Exhibit VI.F for an RSG organizational chart, and see Exhibit VI.G for resumes of the RSG team. Further, see its website at [www.rushstreetgaming.com](http://www.rushstreetgaming.com).

As way of background, Neil Bluhm, Chairman, and Greg Carlin, Chief Executive Officer, co-founded RSG in 2009, but RSG's history goes back to 1996, when Neil Bluhm and Greg Carlin partnered with Hyatt Gaming, Inc. to form Falls Management Company ("FMC") to pursue an RFP for a Niagara Falls casino in Ontario. Neil Bluhm is Chairman of FMC and Greg Carlin is a board member. In 1998, FMC entered into an agreement with the Province of Ontario to develop Fallsview Casino Resort (an approximately C\$1 billion integrated resort) and manage the pre-existing Casino Niagara. Fallsview Casino Resort opened in June 2004 and is Canada's largest and most successful casino. Fallsview Casino Resort has been voted Ontario's Favorite Casino for six consecutive years as part of the Toronto Sun Readers' Choice Awards, and it is a top tourist attraction in Canada.

Mr. Bluhm and Mr. Carlin proceeded to develop four additional casinos:

- Rivers Casino, Des Plaines, IL (Chicago area) – opened July 2011
- Sugarhouse Casino, Philadelphia, PA – opened September 2010
- Rivers Casino, Pittsburg, PA – opened August 2009<sup>1</sup>
- Riverwalk Casino & Hotel, Vicksburg, MS – opened October 2008<sup>2</sup>

See Attachment "A" for pictures of RSG related casinos.

RSG has extensive and recent development experience. It is important to note that the above projects were ground-up developments – the same as what will be required in New York. Mr. Bluhm and Mr. Carlin have been one of the most active developers of ground-up casino projects during and since the 2008/2009 recession, developing four casinos since the start of the

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<sup>1</sup> The Pittsburgh license initially was awarded to another party, but when the original owner was unable to close construction financing to complete the project in 2008 (after construction had started), an RSG related entity and others took over the project, completed construction and rescued the project from severe financial distress.

<sup>2</sup> Riverwalk Casino & Hotel was sold in October 2012.

recession. They have proven their ability to raise capital and successfully complete projects in extremely difficult financial markets. All four casinos were completed on/ahead of time and on/below budget, and Rivers Casino in Des Plaines is the first LEED Gold certified casino in the world.

RSG has extensive experience in and a track record of success with casino financings and greenfield casino financings in particular. Due to RSG's history of developing highly successful projects on-time and on-budget, RSG has earned a great reputation in the financing markets and built quality relationships with lenders. In terms of greenfield casino financings, RSG affiliates closed \$1.1 billion of project-specific financings across the four successful developments discussed above which opened from October 2008 to July 2011, all of which were financed in very difficult markets. In fact, SugarHouse Casino in Philadelphia, PA was the first new casino financed after the Great Recession and Rivers Casino in Des Plaines, IL was the second. Having opened four new casinos from 2008 through 2011, RSG and its affiliates were the unrivaled leader in U.S. casino development during that difficult time. Further, equity support to these projects has been impressive. As discussed in Exhibit VIII.A.6.c, the equity and operational support provided to our affiliated SugarHouse and Rivers Casino – Pittsburgh projects was exceptional. Additionally, RSG has been highly successful in replacing expensive construction financing with dramatically cheaper financing following stabilization of earnings at the projects. RSG affiliates have refinanced over \$2.2 billion of debt over several transactions since 2011.

Importantly, because all of the above gaming establishments were new gaming establishments, Mr. Bluhm, Mr. Carlin and the RSG team possess the full suite of knowledge, talents and experience necessary to develop, finance, open and operate a new facility. They have a proven track record in:

- Development
- Financing
- Hiring and training an entire team of new employees
- Implementing internal controls, systems and procedures at a new property
- Launching a new gaming facility
- Ongoing operations

In addition to Mr. Bluhm and Mr. Carlin, RSG has a very experienced team of industry veterans. Please see Exhibit VI.F for the RSG organizational chart and Exhibit VI.G for resumes of team members. RSG works closely with the management teams of its affiliated casinos and provides services and oversight, including with respect to strategy, operations, marketing, analysis, capital expenditures and financing.

With respect to the three properties currently in the RSG portfolio (Rivers Casino in Des Plaines, IL; SugarHouse Casino in Philadelphia, PA; and Rivers Casino in Pittsburgh, PA), which were developed and are operated by RSG related entities, these three facilities cost in aggregate approximately \$1.6 billion to develop. They generated more than \$1 billion in gaming revenues in 2013 and employ approximately 4,500 employees in aggregate.

All three RSG related casinos have won many awards, some of which are highlighted below:

- Rivers Casino – Des Plaines, IL (opened July 2011)
  - Best Casino in 2012 and 2013 (Chicago Reader)
  - One of Chicago’s Top 20 Workplaces in 2012 and 2013 (Chicago Tribune)
  - Chicago Commercial Real Estate Special Achievement Award in 2012 (sponsored by the Greater Chicago Food Depository)
  - First LEED Gold casino in the world
  
- SugarHouse Casino – Philadelphia, PA (opened September 2010)
  - Top Three for Best Places to Work in 2011, 2012, and 2013 – Extra-Large Company category (Philadelphia Business Journal)
  - One of Philadelphia’s Top 20 Workplaces in 2011, 2012, and 2013 – Large-Company category (Philadelphia Inquirer and Daily News)
  
- Rivers Casino – Pittsburgh, PA (opened August 2009)
  - Best overall gaming resort in Pennsylvania for four years in a row (Casino Player Magazine)
  - Best overall casino in Pennsylvania for four years in a row (Strictly Slots Magazine)
  - Recipient of over one hundred “Best Of” awards

See Attachment “B” for a more comprehensive list of awards.

As evidence of the success of RSG properties, each RSG property operates at a substantial market share premium to its fair share based on number of gaming positions in their respective markets. In Des Plaines, Rivers Casino has approximately the same number of gaming positions (1,200<sup>[1]</sup>) as the other nine Illinois casinos, yet generated \$423M in LTM gaming revenues through May 2014, more than 2.1x its nearest competitor. In the Philadelphia market, SugarHouse Casino has 19.3% (not including poker) of the bankable table game positions but generated 29.6% of LTM table game revenue through May 2014 for a premium of 53.4%. Further, SugarHouse has 19.2% of slot positions yet generated 21.4% of slot revenue, for a premium of 11.5%. Finally, in the Pittsburgh market, Rivers Casino (versus its main competitor) enjoys a fair share premium of 22.5% for slots based on LTM through May 2014—57.8% share with 47.2% of the positions. Rivers Casino also has a fair share premium of 19.8% for bankable table games—68.9% share with 57.5% of the positions.

Further, RSG casinos and their team members have established a reputation as outstanding corporate citizens. They have created award-winning work environments, contributed millions of dollars in financial support and thousands of hours of volunteer resources to local charities and organizations, and have established successful local vendor programs. In addition, they are members of local chambers of commerce and sponsors of local events, helping with tourism and economic development.

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<sup>[1]</sup> Position count based on and calculated according to Illinois Gaming Board regulations.

See Attachment “C” for examples of RSG casinos’ community involvement.

In addition, refer to exhibits throughout this RFA response with respect to RSG’s experience with respect to operations, marketing, recruiting and training practices, employee engagement, problem gambling policies, partnerships with local businesses, tourism, and many other important topics related to RSG’s experiences in operating award-winning gaming facilities.

## **Project Descriptions**

Below are two tables with information about the five ground-up gaming facilities that RSG, its affiliates, and its principals have developed.

1) Rivers Casino in Des Plaines, IL is located in the Chicago area near O'Hare Airport, is the first LEED Gold certified casino in the world, is the highest grossing casino in Illinois by more than a 2:1 margin to its closest competitor, has been voted best casino in the Chicago market by Chicago Reader during both full years of operations, and offers award-winning F&B and entertainment venues.

2) SugarHouse Casino in Philadelphia, PA, while smaller than its primary competitors, has become part of the fabric of Philadelphia and exceeds its fair share of gaming revenue. It consistently has been voted one of the best places to work by two local publications and a majority of its senior executives, including its General Manager, are women. It has started construction on a significant expansion, which will more than double its square footage and further expand its appeal to a broader customer base.

3) Rivers Casino in Pittsburgh, PA is an award-winning casino which has been voted best casino or gaming resort in Pennsylvania by two leading gaming publications for four consecutive years each, offers F&B and entertainment venues far superior to its competition, and has successfully positioned itself as a very popular entertainment option in the Pittsburgh market.

4) Fallsview Casino Resort<sup>3</sup> is almost a \$1 billion integrated resort with a large gaming floor, a 374-room hotel, a 1,500-seat live entertainment theater, a retail galleria and approximately 20 food & beverage venues. Fallsview Casino Resort opened in June 2004 and is Canada's largest and most successful casino. Fallsview Casino Resort has been voted Ontario's Favorite Casino for six consecutive years as part of the Toronto Sun Readers' Choice Awards, and it is a top tourist attraction in Canada.

5) Riverwalk Casino & Hotel is the newest casino in the Vicksburg, MS market. It has an 80-room hotel, and several food and beverage venues. Riverwalk Casino & Hotel was sold in October 2012.

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<sup>3</sup> Fallsview Casino Resort was developed and is operated by Falls Management Company (FMC) on behalf of the Province of Ontario. Neil Bluhm and Greg Carlin are board members and indirect principals of FMC, and Neil Bluhm is Chairman of FMC.

Project:	<b><u>Rivers Casino</u></b>	<b><u>SugarHouse Casino</u></b>	<b><u>Rivers Casino</u></b>
Location:	Des Plaines, IL	Philadelphia, PA	Pittsburgh, PA
Opening Date:	July 2011	September 2010	August 2009
Approximate Project Cost:	[REDACTED]		
No. of Slot Machines <sup>5</sup> :	1,044	1,602	2,955
No. of Table Games:	48	56	116
Non-Gaming Amenities:	<ul style="list-style-type: none"> <li>• Hugo’s Frog Bar and Chop House (steak and seafood)</li> <li>• Canopy (buffet)</li> <li>• Flipt (burger joint)</li> <li>• Mian (Asian cuisine)</li> <li>• Cube (entertainment venue)</li> <li>• Coffee Spot (coffee shop)</li> <li>• Lotus (center bar and lounge)</li> <li>• Ten Lounge (high limit lounge)</li> <li>• The Shop (sundry retail)</li> </ul>	<ul style="list-style-type: none"> <li>• The Refinery (full service casual; also venue for live performances)</li> <li>• Asian Fare at the Refinery (specialty Asian menu)</li> <li>• Jack Sandwiches &amp; Sweets (grab-and-go)</li> <li>• Lucky Red (casino bar)</li> <li>• The Cherry Lounge (high limit lounge)</li> </ul>	<ul style="list-style-type: none"> <li>• Andrew’s Steak and Seafood (steak and seafood)</li> <li>• Ciao (quick casual, coffee shop)</li> <li>• Grand View Buffet (buffet)</li> <li>• West End Café (quick casual)</li> <li>• Wheelhouse Bar &amp; Grill (sports bar and grill)</li> <li>• Drum Bar (bar and lounge)</li> <li>• Levels (casino bar and lounge)</li> <li>• Spiral Bar (casino bar)</li> <li>• Banquet Room (banquets and</li> </ul>

<sup>4</sup> SugarHouse Casino has started construction on a significant expansion, which will more than double its square footage and further expand its appeal to a broader customer base. Figures above do not include the expansion.

<sup>5</sup> Number of electronic games and live table games are approximate and are subject to change.

			live performances) <ul style="list-style-type: none"> <li>• 446 Club (high limit lounge)</li> <li>• Gift shop (sundry retail)</li> </ul>
Gaming Revenues (\$M) <sup>6</sup> :	2011: Partial Yr. 2012: \$416.7 2013: \$418.9	2011: \$245.2 2012: \$274.1 2013: \$265.6	2011: \$341.4 2012: \$351.8 2013: \$352.0
Non-Gaming Amenity Revenues (\$M) <sup>7</sup> :	[REDACTED]		
Number of Full-Time Employees:	[REDACTED]	[REDACTED]	[REDACTED]
Approximate Size of Site:	20 acres	20 acres	13 acres

The above gaming establishments do not have attached hotels. Nevertheless:

- The two examples provided in the below table, Fallsview Casino Resort and Riverwalk Casino & Hotel, each have attached hotels.
- The Galesi Group, the largest developer in the Capital Region, is developing the hotel which will be part of the Gaming Facility in Schenectady, and BBL Hospitality, a highly respected hotel builder and operator in the Capital Region, will be operating the hotel on behalf of Galesi. Please see [Exhibit VIII.C.7.c](#) for background information about BBL Hospitality.

<sup>6</sup> Partial-year figure for the opening year of Rivers Casino in Des Plaines, IL is not shown. Gaming revenue for Rivers Casino in Des Plaines, IL is gross revenue, before deducting any free play or other promotional expenses, consistent with the property's financial reporting and Illinois' reporting of revenues. Gaming revenue for SugarHouse Casino in Philadelphia, PA and Rivers Casino in Pittsburgh, PA is after free play and before other expenses, consistent with the property's financial reporting and Pennsylvania's reporting of revenues.

<sup>7</sup> Partial-year figure for the opening year of Rivers Casino in Des Plaines, IL is not shown. Non-gaming amenity revenues shown above include all gross revenues from food and beverage operations (including the retail value of complimentary offers), and exclude other non-gaming revenues from ATMs, parking, and the retail gift shop (if applicable).

- Neil Bluhm, Chairman of Rush Street Gaming, has been involved with the development of many hotels throughout his highly accomplished real estate development career.

Project:	<b><u>Fallsview Casino Resort</u></b> <sup>8</sup>	<b><u>Riverwalk Casino &amp; Hotel</u></b>
Location:	Niagara Falls, ON	Vicksburgh, MS
Opening Date:	June 2004	October 2008
Approximate Project Cost:		
No. of Slot Machines <sup>9</sup> :	3,065	744
No. of Table Games:	133	17
Hotel Rooms	374	80
Non-Gaming Amenities:	<ul style="list-style-type: none"> <li>• Avalon Theater (1,500-seat theater)</li> <li>• Retail Galleria</li> <li>• Ponte Vecchio (Italian)</li> <li>• 21 Club (steak and seafood)</li> <li>• Golden Lotus (authentic Asian cuisine)</li> <li>• Noodle Bar (authentic Asian noodle dishes)</li> <li>• Sushi &amp; Oyster Bar</li> <li>• Falls Deli</li> <li>• Grand Buffet</li> <li>• 365 Club (bar/lounge)</li> <li>• Breeze Bar (bar/lounge)</li> <li>• R5 (bar/lounge)</li> <li>• Splash Bar</li> </ul>	<ul style="list-style-type: none"> <li>• Rocky's (diner)</li> <li>• Magnolia Hill Buffet</li> </ul>

<sup>8</sup> Fallsview Casino Resort was developed and is operated by Falls Management Company (FMC) on behalf of the Province of Ontario. Nell Bluhm and Greg Carlin are board members and indirect principals of FMC, and Neil Bluhm is the Chairman of FMC.

<sup>9</sup> Number of electronic games and live table games are approximate and are subject to change.

	<ul style="list-style-type: none"> <li>• Dragonfly Nightclub</li> <li>• Shoeless Joe's (sports bar &amp; grill)</li> <li>• The Famous (24-hour diner)</li> <li>• Canyon Creek Chophouse (steak and seafood)</li> <li>• Starbucks</li> <li>• Second Cup (coffee/food)</li> <li>• Sweet Point (coffee/sweets)</li> <li>• Food Court (including Tim Hortons and Johnny Rockets)</li> </ul>	
Gaming Revenues (\$M) <sup>10</sup> :	FY2011: See footnote <sup>11</sup> FY2012: \$581.6 FY2013: \$590.9	Property sold in Oct. 2012
Non-Gaming Amenity Revenues (\$M):		
Number of Full-Time Employees:		Property sold in Oct. 2012
Approximate Size of Site:	23 acres	30 acres

<sup>10</sup> Fallsview Casino Resort revenues are reported on a consolidated basis with Casino Niagara, are based on a fiscal year and are reported in Canadian dollars.

<sup>11</sup> The Ontario Lottery Gaming Corporation (“OLG”) changed its reporting methodology from GAAP to IFRS between FY2011 and FY2012.