
Exhibit VIII.D.1.a - Full Description of Proposed Internal Controls, Electronic Surveillance Systems and Security Systems for the proposed gaming facility and related facility.

1. Overview. The proposed manager of the new gaming facility, a subsidiary of Seneca Gaming Corporation (hereinafter referred to as “the Manager”) currently operates through its other subsidiaries three (3) gaming facilities in Western New York pursuant to the Seneca Nation of Indians-New York State Compact. In accordance with the requirements of said Compact, the Manager has implemented detailed written internal control policies and procedures governing all aspects of the gaming facility operation. These internal control procedures have been formally approved by the Seneca Gaming Authority, the agency having primary regulatory authority over the Manager’s current gaming facility operations. The Internal Control and corporate governance process is overseen by a Director of Compliance who reports directly to the Manager’s Senior Vice President and General Counsel. The Manager proposes to adapt its existing internal control policies and procedures to the new gaming facility operation, subject to any adjustments to those policies and procedures made necessary by differing requirements that may be set forth in administrative regulations ultimately adopted by the New York State Gaming Commission (hereinafter referred to as “NYSGC”), by the uniqueness of the operation, or by capabilities of the computer systems that are ultimately selected to support the gaming operation.

2. System of Internal and Accounting Controls. The Manager’s system of internal controls which it proposes to adapt to the operation of the new gaming facility includes detailed policies and procedures in the following areas:
 - a. Credit - Approval and issuance of casino credit is governed in detail by the 1120 series of policies and procedures. This series is attached hereto as Exhibit VIII.D.1.a.(1).
 - b. Cage - Cage operations are governed by the 1400 series of policies and procedures. This series is attached hereto as Exhibit VIII.D.1.a.(2). Please note that each property Cage Dept. is headed by a Cage Manager who reports directly to the Manager’s Director of Finance, who reports directly to Manager’s Chief Financial Officer.
 - c. Drop and Count (Slots and Table Games) - Policies and procedures governing collection of proceeds from gaming devices and table games in the casino and counting thereof are set forth at series 1500. This series is attached herto as Exhibit VIII.D.1.a.(3).
 - d. Casino Accounting (often referred to as “Income Audit”) - These policies and procedures (designated as the 6310 series) form the core of the Manager’s system of checks and balances with respect to casino revenues and certain expenses, such as complimentary services and items given to gaming patrons. These policies and

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procedures notably include Currency Transaction Reporting, a requirement of compliance with Title 31 of the federal Bank Secrecy Act to which all U.S. casinos are subject. The 6310 series is attached hereto as Exhibit VIII.D.1.a.(4). Please note that the Casino Accounting Dept. is headed by a Casino Controller, who reports directly to the Manger's Chief Financial Officer.

3. Surveillance And Security Systems.

a. Overview of the Surveillance and Security System.

The system design intent is to provide "state of the art", IP based Surveillance- Security CCTV system, Security Intrusion/Panic Alarm- Access Control and Security Mantrap systems.

The Surveillance-Security CCTV system will be comprised of one (1) video display, control, and recording system for the monitoring of both gaming and non-gaming areas, monitored and controlled from one or multiple monitor rooms. Gaming surveillance and non-gaming security CCTV may be programmed to prevent any non-gaming monitors from selecting and viewing gaming cameras, but will still allow gaming surveillance to view all system cameras. Additionally, all cameras on the system will be recorded 24 hours per day and stored on hard drive arrays for a predetermined number of days and at predetermined images per second, resolution levels and bit rates, as prescribed by regulation.

The monitoring consoles will consist of multiple operator positions, based on Owner requirements, each containing a minimum of two (2) 22" color LCD monitors capable of selecting any of the video systems inputs from the positions system control keypads. Video displayed on these monitors is automatically stored at real-time, on the digital recording system, allowing immediate review of multiple camera selections at the display without the need to search multiple video input streams. Also located in the console will be space for CCTV system control terminals per operator, slot data system terminal and an alarm system terminal. Located on the walls opposite the monitoring consoles will be large screen video displays capable of displaying any of the system's video inputs, in formats from one (1) to sixteen (16) video streams per display, simultaneously.

Casino spaces will include "industry standard" gaming coverage utilizing pan-zoom-tilt (PTZ) and fixed views of all slot areas, fixed and PTZ views of all Gaming Tables, fixed view of all cage transaction windows, including separate view for patron identification, overall fixed and PTZ views of all cage areas and funds storage and

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movement and all general public and back of house areas of the gaming floor.

The facilities podium level will include CCTV and alarm coverage of all entrances and exits to the casino facility, all public and back-of-house (BOH) corridors and common areas, all risk management areas such as escalators and elevators, all restaurant and retail point-of sale (POS)/cash locations operated by the owner, all loading dock, receiving, and material storage areas, including any location where alcoholic beverages are stored or dispensed, any self or valet surface or structured parking facilities, valet drop-off and pick-up areas, and Porte Cochere and building exterior perimeter.

Security Panic-Intrusion Alarm system will include door monitor alarms at all facility front-of-house (FOH)/BOH entrance and exit doors, all facility "secured" storage doors, all Casino Cage entrance and exit doors, and any location deemed necessary by Owner/Operations team. Security panic alarms will be included at all Casino Cage transaction windows, all facility POS cash locations, and any facility location where cash or cash equivalent transactions take place.

Security Access Control is intended to include any Security related area where documentation and control of employees is required. These areas normally include: Surveillance and Security office entrances; IT office and Data room entrances; Casino Cage; Count Room; and Armored Car Bay mantrap entrance-exits. The mantrap card readers will be designed to provide identification and documentation of employees only, and will not control door lock functions. Actual release of doors will require Surveillance or Security personnel interaction for outer mantrap doors, and Cage interaction for inner mantrap doors.

- b. Surveillance. The Manager does not currently operate CCTV surveillance systems in its casinos, such being the responsibility under the Compact of the Seneca Gaming Authority. The Manager proposes, however, that casino and related surveillance at the new gaming facility be under the direct supervision of a Director of Surveillance who, for purposes of authority, responsibility and terms and conditions of employment, will report to the Audit Committee of the Board of Directors of either the Manager or the Owner, and for routine day to day matters to the property General Manager. The Manager proposes general surveillance requirements, practices and standards As set forth at Exhibit VIII.D.1.a.(5). These represent modified and updated standards from the

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existing Seneca Nation of Indians-New York State Compact, Appendix B, Section 7.

c. Security. The Manager currently employs at each of its three existing gaming facilities a private unarmed Security force, whose responsibilities include: (1) the physical safeguarding of assets transported within the gaming facility and cashier's cage departments; (2) the recording of any and all unusual occurrences within the gaming facility for which the assignment of a Security Dept. employee is made; (3) the physical safety of patrons and other employees and their property while on the gaming facility premises; (4) the detection of persons under the legal age attempting to enter casino areas and prevention of such entry; and (5) the CCTV surveillance of non-casino areas. Each property's Security Department is overseen by a director of Security. The Manager's Security personnel are trained on a regular and continuing basis. Training The Manager proposes to adapt its existing Security Dept. operations to the new gaming facility and to any administrative regulations that may be formally adopted by the New York State Gaming Commission. The Security Dept. Training Manual, which governs and describes the use of the private Security force, is attached hereto as Exhibit VIII.D.1.a.(6)

4. Internal and External Audits. Currently the Manager maintains an Internal Audit Dept. (consisting of a total of six staff auditors) headed by a Director of Internal Audit, who reports directly to the Audit Committee of the Manager's Board of Directors. Areas of audit typically include Procurement and Accounts Payable, Payroll, Construction and Fixed Assets, Information Technology Controls, Marketing Promotions, Database Marketing, Slot Operations, and Segregation of Duties.

For the new gaming facility, the Manager proposes, in addition to the above described areas, to include in its internal audits those areas presently handled by the gaming authority's auditors, being:

- a. Appraisal of the adequacy of the system of internal controls;
- b. Compliance with the approved system of internal controls;
- c. Reporting of instance of non-compliance with the approved system of internal controls to the appropriate regulatory authority;
- d. Reporting of any material weaknesses in the approved system of internal controls;
- e. Recommendation of procedures to eliminate any material weaknesses in the approved system of internal controls.

In addition, the Manager, in accordance with Appendix B, Section 25(b) of the Nation-State Compact, retains an outside independent public accounting firm (currently Ernst and Young) for the purpose of auditing

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the Manager's annual financial statements.¹ Furthermore, the Audit Committee of the Manager's Board of Directors from time to time retains an outside independent public accounting firm to perform specialty reviews, for example Information Technology and Segregation of Duties audits. The Manager proposes to adapt its current internal and external audit policies and procedures to the new gaming facility, subject to any adjustments that may be necessitated either by the uniqueness of the operation or administrative regulations that may be adopted by the NYSGC.

5. Risk Management. The Manager currently maintains a Risk Management Dept. headed by an Executive Director of Risk Management (with an additional staff of 5) who reports directly to the Manager's Senior Vice President and General Counsel. The Risk Management Dept. is responsible for insurance, property safety, business interruption planning, workers compensation, and general liability claims adjustment. The Manager proposes to adapt its existing Risk Management function to the new gaming facility, subject to any adjustments that may be necessitated by the uniqueness of the operation or administrative regulations that may be adopted by NYSGC.
6. Conclusion. The Manager for the last ten years has operated multiple casino operations regulated by both the State of New York and Tribal gaming authority. As such, it has existing policies, procedures and systems that can readily be adapted to the new gaming facility operation. These systems, as required by Compact Appendix B, Section 1(a) ensure that:
- a. Assets of the gaming facility are safeguarded;
 - b. Financial records of the gaming facility are accurate and reliable;
 - c. Transactions are performed in accordance with regulatory requirements;
 - d. Accountability for assets is maintained in accordance with generally accepted accounting principles;
 - e. Only authorized personnel have access to assets;
 - f. Recorded accountability for assets is compared with actual assets at reasonable intervals and appropriate action is taken with respect to any discrepancies;
 - g. The functions, duties and responsibilities are appropriately segregated and performed in accordance with sound practices by competent, qualified personnel and that no employee is in a position to perpetuate and conceal errors or irregularities in the normal course of the employee's duties;
 - h. Gaming is conducted with integrity and in accordance with regulatory requirements.

¹ This firm is also retained to provide annual "agreed upon procedures" reports on behalf of the Manager to be filed with the Nation Indian Gaming Commission and to conduct annual gaming device testing.

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The Manager believes that it has demonstrated consistently that its systems are more than adequate to ensure compliance with applicable laws, including but not limited to the Nation-State Compact, regulations of the National Indian Gaming Commission and Title 31 Bank Secrecy Act.

List of Attachments

Exhibit #	Description
VIII.D.1.a.(1)	1120 Series Internal Controls (Credit)
VIII.D.1.a.(2)	1400 Series Internal Controls (Cage)
VIII.D.1.a.(3)	Series 1500 Internal Controls (Drop and Count)
VIII.D.1.a.(4)	Series 6310 Internal Controls (Casino Accounting)
VIII.D.1.a.(5)	Proposed Surveillance Standards
VIII.D.1.a.(6)	Security Dept. Training Manual