

RESOLUTION No. 08-01

WHEREAS, the Franchise Oversight Board (FOB) is established pursuant to Chapter 18 of the Laws of 2008 to oversee the operations of the New York Racing Association, Inc. (New NYRA), which is authorized pursuant to Racing, Pari-Mutuel Wagering and Breeding (Racing) Law to conduct thoroughbred racing and pari-mutuel wagering at Aqueduct, Belmont and Saratoga Racetracks (Racetrack Properties); and

WHEREAS, Chapter 18 authorizes the FOB to monitor and enforce compliance with definitive documents that comprise the franchise agreement between New NYRA and the State which governs New NYRA's operation of thoroughbred racing and pari-mutuel wagering at the Racetrack Properties, as well as to oversee, monitor and review all significant transactions and operations of New NYRA; and

WHEREAS, Chapter 18 requires the FOB to act as lessor on behalf of the State to enter into certain leases with respect to the Racetrack Properties, and to act as licensor on behalf of the State to enter into a certain license agreement with respect to certain intellectual property rights, including simulcasting; and

WHEREAS, Chapter 18 requires the consummation of the New York Racing Association Inc.'s (Old NYRA) plan of reorganization under chapter 11 of the Bankruptcy Code (Chapter 11 Plan) and other actions to implement the terms thereof; and

WHEREAS, consummation of Old NYRA's Chapter 11 Plan and completion of the definitive documents that comprise the franchise agreement, including the real estate transaction involving transfer of the Racetrack Properties by Old NYRA to the State, require certain actions to implement the terms thereof; and

WHEREAS, the FOB finds that continued operation of racing and pari-mutuel wagering at the Racetrack Properties pending effectuation of the matters described above is important to the economy of New York State and to those directly involved in the thoroughbred industry, including operators, horsemen and breeders, and to the future of thoroughbred racing in New York State.

THEREFORE, THE FRANCHISE OVERSIGHT BOARD HEREBY RESOLVES THAT the Chairperson of the FOB is authorized on the FOB's behalf to be the signatory on all documents necessary for consummation of Old NYRA's Chapter 11 Plan and the definitive documents that comprise the franchise agreement to implement the terms thereof; and

THIS RESOLUTION SHALL BE EFFECTIVE IMMEDIATELY.

Adopted.



Laura Anglin,
Chairperson,
Franchise Oversight Board

9/12/08

Date