



State of New York
Franchise Oversight Board
State Capitol
Albany, NY 12224

Resolution No. 12-06

WHEREAS, Chapter 18 of the Laws of 2008 (i) established the Franchise Oversight Board (the "FOB") to represent the interests of the People of the State of New York as owner of the Aqueduct Racetrack, Belmont Park Racetrack, and Saratoga Race Course (the "Franchised Racetracks"), and (ii) conferred upon The New York Racing Association, Inc. ("NYRA") the right and responsibility to, among other things, operate all functions at the Franchised Racetracks; and

WHEREAS, pursuant to Racing, Pari-Mutuel Wagering and Breeding Law § 212(8)(a)(iv), the FOB is required to evaluate, review and approve NYRA's selection of a vendor to provide totalizator services; and

WHEREAS, pursuant to Section 2.7 of the Franchise Agreement among NYRA, the State of New York, and the FOB dated as of September 12, 2008 (the "Franchise Agreement"), NYRA has the right to select a vendor to provide totalizator services subject to the review and approval by the FOB of any agreement in connection therewith, and, in reviewing and approving any such agreement, the FOB shall consider a proposed vendor's ability to reduce totalizator expenses and the general development and production costs of any internet wagering platform of NYRA and any authorized off-track betting corporation; and

WHEREAS, NYRA has issued a request for proposals (the "RFP") to select a vendor to provide totalizator services for a 10-year period and completed its review of the proposals in response to the RFP but is affording review of the process by the NYRA reorganization board, which was recently established pursuant to Chapter 457 of the Laws of 2012, prior to requesting FOB approval of NYRA's selection of a provider of totalizator services; and

WHEREAS, the existing agreement between NYRA and United Tote Company for the provision of totalizator services (the "United Tote Agreement") was due to expire on October 28, 2012, and the FOB approved, at its October 19, 2012 meeting, the Fifth Amendment to the United Tote Agreement, which extended the term of the United Tote Agreement by 30 days; and

WHEREAS, the United Tote Agreement is now set to expire on November 27, 2012, and NYRA and United Tote Company have executed a Sixth Amendment to the United Tote Agreement, which provides an extension through the end of the Saratoga Race Course meet in 2013 but makes no other changes to the terms and conditions of the United Tote Agreement, and NYRA has requested that the FOB approve the Sixth Amendment to the United Tote Agreement.

NOW, THEREFORE, be it resolved that the FOB hereby approves the Sixth Amendment to the United Tote Agreement.

VOTES:

<u>Member</u>	<u>Aye</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Robert Williams, Chair	x			
John Crotty	x			
Richard Aurelio				x
Steven Newman	x			

Adopted by the affirmative vote of a majority of the members at a duly constituted meeting of the Franchise Oversight Board on November 26, 2012.



Robert Williams
Chair
Franchise Oversight Board

November 26, 2012