



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

Resolution No. 13-01

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 (i) issued a request for proposals (the “RFP”) to select a vendor to provide totalizator services for a 10-year period, (ii) reviewed the proposals submitted by firms in response to the RFP, and (iii) selected AmTote International, Inc. (“AmTote”) as the firm with the best overall proposal; and

WHEREAS, NYRA has requested that the FOB approve its selection of AmTote as the provider of totalizator services and approve the Totalisator Services Agreement between AmTote and NYRA commencing as of September 3, 2013, which provides for a 5-year term with a right to up to five 1-year renewal terms.

NOW, THEREFORE, be it resolved that the FOB hereby approves NYRA’s selection of AmTote as the provider of totalizator services and hereby approves the Totalisator Services Agreement between AmTote and NYRA commencing as of September 3, 2013.

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 April 22, 2013.



Robert Williams
Chair
Franchise Oversight Board

April 22, 2013