



**REQUEST FOR PROPOSALS**

**PROPOSED CASINO DEVELOPMENT TO BE LOCATED WITHIN TWO MILES OF THE CITY LIMITS  
OF THE CITY OF RUSSELLVILLE, ARKANSAS**

**TABLE OF CONTENTS**

<b>Section 1.</b>		<b>3</b>
	<b>A. Introduction</b>	<b>3</b>
	<b>B. City Background</b>	<b>4</b>
	<b>C. Potential Project Sites</b>	<b>5</b>
	<b>D. Selection Criteria</b>	<b>6</b>
	<b>E. Timetable</b>	<b>7</b>
<b>Section 2.</b>		<b>8</b>
	<b>A. Specific Submittal Requirements</b>	<b>8</b>
	<b>B. General Submission Instructions</b>	<b>14</b>
<b>Section 3.</b>		<b>14</b>
	<b>A. Compliance with Submission Instructions</b>	<b>14</b>
	<b>B. Evaluation of Responses</b>	<b>14</b>
	<b>C. Clarifications</b>	<b>14</b>
<b>Section 4.</b>		<b>15</b>
	<b>A. Dissemination of RFP</b>	<b>15</b>
	<b>B. Dedicated City Webpage</b>	<b>15</b>
	<b>C. Communications</b>	<b>15</b>
	<b>D. RFP Questions</b>	<b>16</b>
	<b>E. Amendment or Withdrawal of RFP</b>	<b>16</b>
	<b>F. Costs</b>	<b>16</b>
	<b>G. Public Records</b>	<b>16</b>
	<b>H. Reservation of Rights</b>	<b>17</b>
	<b>I. Variances</b>	<b>18</b>
	<b>J. Verification of Responses</b>	<b>18</b>
	<b>K. Information from Other Sources</b>	<b>18</b>
	<b>L. Criminal History and Background Investigation</b>	<b>18</b>
	<b>M. Applicable Law</b>	<b>18</b>
	<b>N. No Guaranty</b>	<b>18</b>
	<b>O. Duty to Disclose Changes in Information included in a Response</b>	<b>19</b>
	<b>P. Casino Applicants Agree to all Terms and Conditions of this RFP</b>	<b>19</b>
	<b>Q. Ineligibility</b>	<b>19</b>
<b>EXHIBIT A CONSENT AND RELEASE</b>		<b>20</b>

## Section 1.

### A. Introduction

Through this Request for Proposals (RFP), and in accordance with the authority granted pursuant to Resolution No. 1769 of the City of Russellville, Arkansas (the "City") adopted on the 5th day of September, 2019, the Community Gaming and Evaluation Committee (herein "the Committee") seeks to review and evaluate each and every gaming proposal of a corporation, partnership, association, or other entity (herein "Casino Applicant") desiring to obtain a license issued by the Arkansas Racing Commission (herein "Casino License") to conduct casino gaming at a casino to be located within two miles of the city limits of the City in accordance with Section 4(k) of Amendment 100 to the Arkansas Constitution (herein "Amendment 100"). The purpose of the review and evaluation is to assist the City in issuing its recommendation to the Pope County Quorum Court of a Casino Applicant and, if appropriate, a letter of support to the **Arkansas Racing Commission** for the development, construction and operation of a casino within the City limits (the "Project"). A letter of support from the City is required for the complete proposal submission to the **Arkansas Racing Commission** per **Section 4 of Amendment 100** in addition to other requirements for any Casino proposed to be located within the City limits.

Since the passage of Amendment 100 there has not been a uniform or coordinated selection process that creates: (1) the necessary transparency as to the comprehensive information related to the Project for our community';(2) a clear path for Casino Applicants seeking to obtain either the recommendation of the City to the Pope County Quorum Court or a letter of support from the Mayor of the City; and (3) a process which treated each casino operator fairly and equally. As such, the Russellville City Council adopted the aforementioned resolution establishing the Committee and tasked it with reviewing and evaluating every gaming proposal for the Project to understand the impact on the City and help determine which proposal is best for the City.

The Committee requires any and all proposals be based on the criteria set forth herein in writing for presentment to the Committee in a forum and venue open to the general public (See the attached letter for deliverable dates).

Generally, preferred responses will propose a casino project which:

- (i) makes a significant and lasting contribution to the City, increasing sustainable economic benefits from tourism and conventions;
- (ii) is a catalyst for additional economic development in the City;
- (iii) maximizes the economic impact of the Project by including hotel(s) and additional site development;
- (iv) creates well-paying jobs and new employment opportunities for City residents;
- (v) supports utilization and participation of local and small business suppliers and vendors, including minorities, women, persons with a disability, and veterans business enterprises;
- (vi) adds to and supports existing City entertainment venues;
- (vii) mitigates any adverse impacts of the Project on the City and surrounding communities;
- (viii) provides revenue to non-profit entities or foundations in Pope County and Russellville that provide services, scholarships or grants that benefit Russellville residents; and
- (ix) provides additional revenues for the City and County such as the taxes and fees defined in **Amendment 100**.

## **B. City Background**

The City of Russellville is located along the Arkansas River in west central Arkansas approximately 75 miles west of downtown Little Rock, 110 miles southwest of Northwest Arkansas which includes cities such as Fayetteville, Springdale and Bentonville. Russellville is approximately the 15th largest city in the State of Arkansas with a population of **[25,000]** (2017 U.S. Census Bureau estimate).

**The City of Russellville municipality has a mayor-aldermanic form of government that provides citizens with police, fire, building regulation, community development, human services, public library, water, and public works services. Russellville also serves as the county seat of Pope County.**

**Additional information on the region is available at:**

- **City of Russellville - [www.russellvillearkansas.org](http://www.russellvillearkansas.org)**
- **Russellville Regional Economic Development Alliance - [www.russellvillechamber.com](http://www.russellvillechamber.com)**
- **Russellville Advertising and Promotions Commission –**

**C. Potential Project Sites**

In accordance with Amendment 100 the Project must be located within two miles of the city limits of the City. Any proposed locations for the Project should consider potential impacts on and compatibility with the area surrounding the Project and will be subject to local zoning and special use issues that may require public hearings and to investigate entitlements on specific parcels under consideration.

**D. Selection Criteria**

Each proposal submitted in response to the RFP will be evaluated by the Committee based upon the quality of the Casino Applicant's response to the following criteria (such criteria are not necessarily listed in order of importance) with respect to the Project the Casino Applicant offers to develop:

- Background, character, reputation, and expertise of the Casino Applicant in designing, developing and operating casino complexes and resorts similar to the Project proposed to be located in or within two miles of the City;
- Financial strength of the Casino Applicant and the Casino Applicant's ability to provide or obtain financing commitments sufficient to construct and operate the Project in or within two miles of the City;
- Fiscal and other benefits to be provided by the Casino Applicant to the County/City including the types of, and the duration of such benefits;
- Degree to which the Casino Applicant's proposed permanent location will provide a positive impact to the region, including the creation of jobs and the generation of tax revenue.
- Extent to which ownership of the Casino Applicant reflects the diversity of the County/City by including minority persons, women, persons with disabilities, and military veterans.
- Ability of the Casino Applicant to meet or exceed the criteria and objectives for obtaining a license from the Arkansas Gaming Commission;
- Location, concept, and design of, and construction budget for the Project;
- Estimates of revenues, expenses, and income from the operation of the Project;
- Economic development expected from the Casino Applicant's Project including, without limitation, direct and indirect benefits to the County/City in the areas of employment, use of union labor, tourism,

- and other areas;
- Opportunities for local minority persons, women, persons with disabilities and veteran-owned businesses;
- Job training and apprenticeship programs to be provided by the Casino Applicant;
- Casino Applicant's plans for mitigating adverse impacts of the Project on the County/City and surrounding communities as well as the citizens thereof, and on the City's infrastructure and services including, without limitation, plans for mitigating traffic, increased demands on the City's water system and demands on the City's police, fire and public works services;
- Casino Applicant's plans for mitigating social issues associated with gaming such as compulsive gaming behavior;
- Casino Applicant's plans for promoting the City, local entertainment venues, and other attractions in the City;
- Casino Applicant's plan for marketing the Project within and outside the region;
- Accessibility of the Casino Applicant's Project to highways and major thoroughfares; and
- Compatibility of the Casino Applicant's Project with adjacent and neighboring landowners and businesses.

In addition, the Committee may consider any and all relevant information about the Casino Applicant known to the Committee.

**E. Timetable**

Unless otherwise specified, the time of day for the following events shall be between 8:00 a.m. and 8:00 p.m. Central Time. The Committee may adjust this schedule as it deems necessary. Notification of any adjustment to the timetable will be made by addendum distributed to all known Casino Applicants and posted on the City's Website.

There will not be a public opening of RFP responses.

Action	Proposed Date
RFP Issued	September 17, 2019
RFP's received at City Hall no later than 12:00 noon.	October 2, 2019
Committee conference call to decide Public Proposal venue at 9:00 am.	October 4, 2019

Public Proposal Presentation by casino applicants at 6:00 pm, venue TBA.	October 7, 2019
Casino Committee applicant selection meeting at 6:00 pm, City Hall downstairs.	October 14, 2019
Selection of Committee placed on Council Agenda for approval.	October 17, 2019

**Section 2.**

**A. Specific Submittal Requirements**

Provide the following information with respect to the Casino Applicant, any partner entities, project developer, or management company Casino Applicant intends to manage the Project.

(1) The name, business address and business telephone number of any Casino Applicant.

(2) An identification of every person or entity having a greater than 1% direct or indirect pecuniary interest in the Project or casino operation. Please identify which type of business entity the casino applicant is. If the Casino Applicant is an individual then provide the names and addresses for all stakeholders. If the Casino Applicant is LLC, then list the names and addresses of all partners. If Casino Applicant is a partnership then list all general and limited partners and their addresses. If Casino Applicant is a trust, list all beneficiaries and their trustees, as well as their addresses. If a Casino Applicant has a pending registration statement filed with the Securities and Exchange Commission (“SEC”) or is currently registered in a capacity with the SEC, only the names of those persons or entities holding interest of 5% or more must be provided.

(3) An identification of any business, including, if applicable, the state of incorporation or registration, in which Casino Applicant has an equity interest of one percent (1%) or more. This information need not be provided by a corporation, partnership or other business entity that has a pending registration statement filed with the Securities and Exchange Commission.

(4) Whether any individual listed herein has been indicted, convicted, pleaded guilty or nolo contendere, or forfeited bail concerning any criminal offense under the laws of any jurisdiction,

either felony or misdemeanor (except for traffic violations), including the date, the name and location of the court, arresting agency and prosecuting agency, the case number, the offense, the disposition and the location and length of incarceration.

(5) Whether any individual or entity listed herein has ever filed or had filed against it a proceeding in bankruptcy or has ever been involved in any formal process to adjust, defer, suspend or otherwise work out the payment of any debt including the date of filing, the name and location of the court, the case and number of the disposition.

(6) Whether any individual or entity listed herein has filed, or been served with a complaint or other notice filed with any public body, regarding the delinquency in the payment of, or a dispute over the filings concerning the payment of, any taxes required under federal, State or local law, including the amount, type of tax, the taxing agency and time periods involved.

(7) A statement listing the names and titles of all public officials or officers of any unit of government, and relatives of said public officials or officers who, directly or indirectly, own any financial interest in, have any beneficial interest in, are the creditors of or hold any debt instrument issued by, or hold or have any interest in any contractual or service relationship with, the Casino Applicant, partner entities, project developer, or management company, if applicable.

(8) Whether any individual or entity listed herein has made, directly or indirectly, any political contribution, or any loans, donations or other payments, to any candidate or office holder in the State of Arkansas, within two (2) years from the date of filing the application, including the amount and the method of payment.

(9) The name and business telephone number of the counsel representing the Casino Applicant or in matters related to the Project, preparation of response to this RFP, and matter before the Arkansas Racing Commission.

(10) Description of Casino Applicant's experience during the last ten (10) years in designing, developing and/or operating destination casino resort projects. For each such project, include the name and location, the total dollar investment, number of gaming devices, number of gaming positions, number and types of amenities including hotel

rooms, restaurants, convention centers, entertainment venues or other amenities, total gaming revenues for the last three (3) years, total non-gaming revenues for the last three (3) years, the number of full-time employees, and approximate size of the site on which the project is located.

(11) Has Casino Applicant been a party to any civil lawsuit during the past two (2) years. If so, identify the nature of the lawsuit, the style of the case, and venue and final disposition.

(12) Has any entity or person filed a lien against a Casino Applicant.

(13) If the entity developing the Project or its affiliate will not be managing the Project, provide the name of the management company and key personnel and a description of their experience in managing casinos. Such description must include the name and location of all projects managed, the number of gaming positions, number and types of amenities including hotel rooms, restaurants, convention centers, entertainment venues or other amenities, total gaming revenues for the last three (3) years, total non-gaming revenues for the last three (3) years and number of full-time employees. Include all ownership information for the management company that is required under paragraphs (1) through (10) herein.

(14) The history and success of the Casino Applicant and each person and entity disclosed herein in developing tourism facilities ancillary to gaming, if applicable.

(15) A description of the project location, concept, and design for the Project, including but not limited to:

- (a) a description of and site plan for the Project site, including any off-site ancillary property to be used by Casino Applicant in connection with the Project, and a further description of how Casino Applicant controls or expects to obtain control of the real property comprising the Project Site and any off-site assemblage;
- (b) a description of the proposed casino, including the approximate number of square feet of gaming space and the number of gaming positions, types of gaming devices, and allocation of gaming devices among gaming positions;
- (c) a description of the proposed restaurants, including the approximate number, sizes, types and themes and the identity of any restaurateurs the Casino Applicant reasonably anticipates will

- operate the restaurants;
  - (d) a description of the proposed hotel or hotels, including the brand (if known), related amenities and approximate number, type and size of the hotel rooms;
  - (e) a description of proposed lounges and bars, including the approximate number, sizes and types;
  - (f) a description of proposed retail space, including the approximate number, sizes and types of retail shops and how such retail development will serve the general community;
  - (g) a description of any proposed ancillary entertainment or recreational facilities, including approximate number, sizes and types;
  - (h) a description of any convention, meeting and other public space, including the approximate number, size and types of such spaces;
  - (i) a description of any other proposed and related facilities or amenities;
  - (j) a description of Casino Applicant's ability to expand the proposed casino and hotel or add other related facilities or amenities on the permanent Project site at a future date;
  - (k) a description of how the Project will complement and be compatible with the County/City's culture and how the Project will showcase, stimulate and improve the use of existing and future attractions, including tourism and convention facilities;
  - (l) a description of how the Project will be "outward looking" to engage pedestrians and provide linkages to the City's existing restaurants, bars, hotels, entertainment venues and/or other attractions;
  - (m) a description of how the Project will stimulate the development of general retail activity in the area adjacent to the Project.
- (16) Expected economic benefit to the community, including anticipated number of quality living wage jobs and permanent, full-time jobs for residents of Russellville and surrounding communities. Include the projected number of jobs that would be created at the Project (including construction) and the projected number of new employees at the casino.
- (17) The record, if any, of the Casino Applicant, developer, and anticipated managing entity, if applicable, in meeting commitments to local agencies, community-based organizations, and employees at other locations. (If the Casino Applicant and its affiliates have no such record, provide the Casino Applicant's plan for compliance.)

(18) Identification of adverse effects that might be caused by the proposed facility where gambling operation, including the costs of meeting increased demand for public health care, childcare, public transportation, public safety, infrastructure, affordable housing, and social services, and a plan to mitigate those adverse effects.

(19) The record, if any, of the Casino Applicant, developer, and managing entity regarding compliance with:

(a) federal, state, and local discrimination, wage and hour, disability, and occupational and environmental health and safety laws; and

(b) state and local labor relations and employment laws.

(c) Include all lawsuits involving complaints of discrimination, wage and hour, disability, occupational and environmental health and safety laws, or non-compliance with state and local labor relations and employment law for the previous five years.

(d) If the Casino Applicant and its affiliates have no such record, provide the Casino Applicant's plan for compliance.

(20) The Casino Applicant's record, if any, in dealing with its employees and their representatives at other locations.

(21) Certification that the permanent project location shall consist of buildings that are certified as meeting the U.S. Green Building Council's Leadership in Energy and Environmental Design standards.

(22) Detailed approximate total Project costs, showing hard costs (e.g., land acquisition, construction, site improvements, including infrastructure in direct relation to both construction and operations of the Project, furnishing and equipping), construction soft costs (e.g., architectural, consulting fees, insurance, contingency reserve), financial and other expenses (interest reserve, legal, financing fees) and pre-opening expenses (e.g., training, pre-opening marketing and initial working capital), license application fees and payments, and timing of such expenditures, together with a construction cash flow analysis.

(23) Detailed explanation of anticipated sources of financing for the Project. Provide written documentation of the availability of these anticipated sources of financing and details of the financing (i.e., terms, rates, security arrangements, etc.) and any additional third-party approvals that are necessary to obtain such financing. Indicate whether

local partners or investors will be required to contribute capital, the amount being required and their ability to fund such amounts. For any local partners or investors who are obligated to contribute capital or are otherwise subject to capital calls, specifically identify the source of such funds.

(24) Project construction schedule including major construction milestones and dates related thereto and any proposed phasing plan, the proposed sequence of any phases, whether any phases are dependent upon future events and the approximate dates of beginning and completion of each phase. Indicate anticipated street and sidewalk closures, plans for redirecting traffic, impacts on existing parking and plans for mitigating such impacts both during and following construction. Describe measures that will be taken to mitigate all other construction impacts on the local community.

(25) Detailed statement concerning the business plan for the Project, to include annual pro forma budgets and pro forma financial statements or the first five (5) years of operation.

(26) Describe the impact of the proposed location to the Russellville region, including the creation of jobs, the generation of tax revenue, or the direct and indirect benefits in employment, tourism, and redevelopment. (If an impact or market study of the proposed permanent location has been completed by or for the Casino Applicant, the Casino Applicant shall provide a copy. The Casino Applicant may designate all or any portion of this part of its response to this item as exempt from inspection and copying under FOIA as set forth in Section 4.G. below.)

(27) Detail the Casino Applicant's commitment to providing annual revenue to non-profit entities or foundations in the County/City that provide services, scholarships or grants that benefit City and County residents;

(28) Analysis of the proposed economic benefits to the County/City and community, including: (i) any proposed economic development fee; (ii) any proposed Community Development Grant; (iii) any proposed ongoing research and economic development support; (iv) a formula-based revenue sharing plan with a minimum annual payment to the City and County in addition to the taxes and fees described in **Amendment**

100.

## **B. General Submission Instructions**

The Casino Applicant must submit:

1. Ten (10) hard copies of its complete response.
2. One (1) electronic copy, sent to [cec@rsvlar.org](mailto:cec@rsvlar.org).
3. A fully executed consent and release in the form attached hereto as Exhibit A.
4. Any questions or correspondence should be sent to [cec@rsvlar.org](mailto:cec@rsvlar.org) or the city attorney.

All Casino Applicants shall familiarize themselves with the **Arkansas Freedom of Information Act located at Arkansas Code Annotated 25-19-101 et seq.** ("FOIA"). If any Casino Applicant desires to designate any portion of its response exempt from inspection and copying under FOIA, the Casino Applicant shall follow the instructions set forth in Section 4.G. below.

## **Section 3.**

### **A. Compliance with Submission Instructions**

All responses will be reviewed by the Committee to determine compliance with the response submission instructions described in Section 2 hereof. Those responses that comply with the response submission instructions will then be evaluated by the Committee. The Committee reserves the right to reject a response at any time during the process if the response fails to demonstrate to the Committee's satisfaction that it meets all RFP requirements; or fails to submit all required information or otherwise satisfy all response requirements in Section 2.

### **B. Evaluation of Responses**

The responses will be evaluated based on the criteria described in Section 1. D. hereof.

### **C. Clarifications**

The Committee reserves the right to contact a Casino Applicant after the submission of a response for the purpose of clarifying a response to ensure

mutual understanding. This contact may include written questions, interviews, site visits, or requests for corrective pages in the response. Responses must be submitted to the Committee within the time specified in the request. Failure to comply with requests for additional information may result in rejection of the response as noncompliant.

#### **Section 4.**

##### **A. Dissemination of RFP**

The Committee anticipates disseminating this RFP to known interested parties as well as posting the RFP on the City's Purchasing website.

##### **B. Dedicated City Webpage**

The City has established a webpage located at [<https://Russellvillearkansas.org>] (the "Webpage"). The Webpage is dedicated to informing the City's residents, enterprises participating in the RFP process and other interested parties as to matters concerning the Project, the process for selecting one or more Casino Applicants with whom the City may negotiate.

The Committee will post all information concerning the RFP process on the Webpage including, without limitation, any addenda, the Committee's written responses to any Casino Applicant questions, or other documents or information relevant to the RFP process. It is each Casino Applicant's responsibility to check the Webpage for any such addenda or other documents and information.

##### **C. Communications**

Casino Applicants are prohibited from communicating directly with any other City employee regarding this RFP and no other City employee or representative is authorized to provide any information or respond to any question or inquiry concerning this RFP. The City Attorney may decline to respond to individual questions and may require that Casino Applicants submit written questions as indicated below.

Casino Applicants should note that any communication between an official of the Committee and any applicant for an owner's license concerning any matter relating in any way to gaming must be disclosed by the official, in writing, to the Arkansas Racing Commission within thirty (30) days after the communication. The Committee considers all Casino Applicants (as well as

any entities or individuals considering responding to this RFP) to be “applicants”.

#### **D. RFP Questions**

Casino Applicants may submit written questions concerning this RFP until no later than the date and time specified for doing so in the timeline contained in Section 1.E. Written inquiries must be sent by e-mail to [cec@rsvlar.org](mailto:cec@rsvlar.org). All e-mail inquiries shall state the following in the subject line: Committee, RFP Questions.

The Committee will review written inquiries received on or before the deadline for receipt of such questions and, at its discretion, prepare written responses to questions which Committee determines to be of general interest and that help to clarify the RFP. Written responses will be posted on the Webpage. Only written responses will be binding on the County/City.

#### **E. Amendment or Withdrawal of RFP**

The Committee reserves the right to amend or clarify the RFP at any time prior to the deadline for submission of responses and to terminate this process in whole or in part at any time before or after submission of responses if it is in the Committee's best interests to do so. Amendments and/or clarifications will be posted on the Webpage.

#### **F. Costs**

The City will not be responsible for any costs or expenses incurred by Casino Applicants preparing responses to this RFP.

#### **G. Public Records**

All responses and related documents submitted in response to this RFP shall be considered public records and as such will be subject to the **[Arkansas Freedom of Information Act, located at Arkansas Code Annotated 25-19-101 et seq.** (“FOIA”) and all other applicable laws and regulations. Any statements in submitted responses that are inconsistent with these statutes will be disregarded. Casino Applicants are encouraged to familiarize themselves with FOIA before submitting a response. If casino applicant claims an exemption to the FOIA on a document submitted, the specific exemption is to be sighted.

**Section 25-19-105(b) of the FOIA** provides certain exemptions from FOIA's inspection and copying requirements.

Any request for confidential treatment of information must be included in the response. The Casino Applicant must enumerate the specific grounds which support treatment of the material as exempt from inspection and copying under FOIA and explain why inspection and copying is not required by FOIA. The request for confidential treatment of information must also include the name, address, and telephone number of the person authorized by the Casino Applicant to respond to any inquiries by the Committee concerning the confidential status of the materials.

Any response submitted which contains confidential information must be conspicuously marked on the outside as containing confidential information, and each page upon which confidential information appears must be conspicuously marked as containing confidential information. Identification of the entire proposal as confidential may be deemed non-responsive and may disqualify the Casino Applicant. If the Casino Applicant designates any portion of the RFP as confidential, the Casino Applicant must submit one copy of the proposal from which the confidential information has been redacted. This redacted copy is in addition to the number of copies requested in Section 2.B. (General Submission Instructions) above. The confidential material must be redacted in such a way as to allow the public to determine the general nature of the material removed and to retain as much of the proposal as possible.

All determinations concerning whether responses and/or related documents submitted in response to this RFP are subject to disclosure under FOIA will be made by the Committee in its sole discretion. **All materials or documents submitted to the Committee are presumed under the FOIA to be public records and the burden is on the Casino Applicant seeking to keep material or a document exempt from public disclosure to cite the specific exemption under the FOIA.**

#### **H. Reservation of Rights**

The Committee reserves the right to reject all responses and to waive any defects. The Committee may seek clarification of the response from a Casino Applicant at any time, and failure to respond may be cause for rejection. Clarification is not an opportunity to change the response. The Committee may, in its discretion, extend any deadline imposed by this RFP. Submission of a proposal confers no rights other than the right to be

considered to be selected to participate in the RFP process. This process is for the Committee's benefit only and is to provide the Committee with competitive information to assist it in its certification process. All decisions on compliance, evaluation, terms and conditions shall be made solely at the Committee's discretion and made to favor the County/City.

**I. Variances**

The Committee reserves the right to waive or permit cure of variances in the proposal if it is in the Committee's best interest to do so.

**J. Verification of Responses**

Responses are subject to verification. Misleading or inaccurate responses may result in disqualification.

**K. Information from other Sources**

The Committee reserves the right to obtain and consider information from other sources concerning a Casino Applicant, such as, among other sources, the Casino Applicant's capability and performance under host community or development agreements with other jurisdictions.

**L. Criminal History and Background Investigation**

The County/City/Committee reserves the right, through local, state and federal agencies and/or through its consultants, to conduct criminal history and other background investigation of any Casino Applicant, its officers, directors, owners, shareholders or partners and managerial and supervisory personnel retained by the Casino Applicant.

**M. Applicable Law**

This RFP and the development agreement are to be governed by the laws of the State of Arkansas. Changes in applicable laws and rules may affect the selection process or the development agreement. Casino Applicants are responsible for ascertaining pertinent legal requirements and restrictions.

**N. No Guaranty**

This RFP does not constitute an offer of any nature or kind whatsoever to

any Casino Applicant or its agents. The certification of a Casino Applicant does not constitute a binding agreement nor mean that its responses are totally acceptable to the City in every respect or in the form submitted.

**O. Duty to Disclose Changes in Information included in a Response**

Each Casino Applicant is under a continuing duty to disclose promptly any changes in the information provided in its response or any related materials submitted in connection therewith.

**P. Casino Applicants Agree to all Terms and Conditions of this RFP**

By submitting a response to the RFP, a Casino Applicant is deemed to agree to abide by all of the terms, conditions, policies and rules of this RFP.

**Q. Ineligibility**

**A person, firm or entity corporation is ineligible to receive an owners license and shall be ineligible to participate in the City's RFP process if: (1) the person has been convicted of a felony under the laws of this State, any other state, or the United States; (2) the person has been convicted of a crime involving dishonesty, fraud or misrepresentation, or substantially similar laws of any other jurisdiction; (3) the person has submitted an application for a license under the Act which contains false information; (4) the person is a member of the Arkansas Racing Commission; (5) a person defined in (1), (2), (3) or (4) is an officer, director or managerial employee of the entity firm or corporation; (6) the entity firm or corporation employs a person defined in (1), (2), (3) or (4) who participates in the management or operation of gambling operations authorized under the Act; (7) a license of the person or entity, firm or corporation issued under the Act, or a license to own or operate gambling facilities in any other jurisdiction, has been revoked.**

## EXHIBIT A

### CONSENT AND RELEASE

**[To be signed the Casino Applicant on behalf  
of itself, parent company and its affiliates]**

#### RECITALS

- A. The City of Russellville, Arkansas (the "City") is soliciting proposals and information regarding qualifications from enterprises (each, a "Casino Applicant") desirous of entering into a development agreement with the City in connection with the development, construction and operation of a destination casino resort project (a "Development Agreement") as set forth in this certain RFP dated September 18, 2019 issued by the Committee, together with all alterations, supplements or amendments thereto (collectively, the "RFP").
- B. To evaluate the personal, business and financial qualifications and professional capabilities and standing of each Casino Applicant and its affiliates (each, a "Releasor" and collectively, the "Releasors"), the Committee requires certain information about each Releasor which could be considered confidential and/or proprietary ("Information").
- C. The collection of Information by the Committees is essential to select the highest quality proposal for the City.
- D. Some of the Information may be collected directly or indirectly from the Releasor and/or other Releasors.
- E. Other Information will be collected directly or indirectly from others such as law enforcement agencies, courts, gaming and other regulatory bodies, former employees, and financial sources.

**NOW, THEREFORE**, the Releasor, in consideration of the Committee's accepting for review a proposal in which Releasor has an economic interest and other valuable consideration the sufficiency of which is hereby acknowledged, agree as follows:

- 1. The definitions contained in the RFP are incorporated herein by reference.
- 2. The Releasor hereby consents and agrees to abide by all of the Committee's terms, conditions, ordinances, rules, regulations and policies concerning the RFP.
- 3. The Releasor agrees that the Committee does not acknowledge or agree

that any of the Information is confidential and/or proprietary.

4. Information collected may be used in at least the following ways:
  - a. To evaluate Releasor's personal, financial and business history;
  - b. To evaluate Releasor's personal, financial and business integrity, and criminal history, if any;
  - c. To evaluate Releasor's professional qualifications and capabilities and demonstrated past performance; and
  - d. Such other uses as the City reasonably believes are necessary to evaluate the Casino Applicant and its response to the RFP.
5. The Committee may or may not use the Information in any decision with respect to involvement in gaming in the City and may provide this Information to the Commission.
6. Information may be shared with other state, local or federal government agencies, departments or advisors who may work with the Committee.
7. The Committee is subject to the federal law, the laws of the State of Arkansas and City ordinances. The Releasor acknowledges that such laws and ordinances may provide access by third parties to the Information regarding the Releasor.
8. The Releasor and its successors and assigns, and on behalf of its affiliates and their successors and assigns, hereby release: (a) the Committee and City including all departments, agencies and commissions thereof; and (b) their respective principals, agents, subcontractors, consultants, attorneys, advisors, employees, officers and directors (the "Releasees"), and hold each of them harmless from any damages, claims, rights, liabilities, or causes of action, which the Releasor ever had, now has, may have or claim to have, in law or in equity, against any or all of the Releasees, arising out of or directly or indirectly related to the (aa) RFP process and the selection and evaluation of proposals submitted in connection therewith; (bb) negotiation of a Development Agreement between the City and the Releasor; (cc) release or disclosure or any Information whether intentional or unintentional; or (dd) use, investigation of, or processing of the Information.
9. The undersigned (a) has read and understands this Consent and Release; (b) authorizes the direct and indirect collection of, and consents to the use and disclosure of the Information as described herein; and (c) represents and warrants that it has the authority to execute and deliver this Consent and Release on behalf of itself and its affiliates.

WITNESS, the Casino Applicant's signature as represented by its officer or agent with authority to sign on behalf of the Applicant.

Dated: \_\_\_\_\_

\_\_\_\_\_  
(Name of Proposing Enterprise)

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_