

Minutes of the April 5, 2010 Special Meeting

The special meeting was called to order at 3:30 p.m. by Chairman Waybright. Present were all Supervisors; Flo Ford, Attorney Melissa Dively, Carol Merryman, Bernie Yannetti and Scot Pitzer from the Gettysburg Times. The meeting was tape recorded.

Chairman Waybright stated that there is one item on the agenda for this meeting being a Resolution authorizing the Board of Supervisors to enter into a Memorandum of Understanding (MOU) with Mason-Dixon Resorts, L.P. He added that about a week ago, the Board asked the Township's Solicitor to draw up a document to address the concerns of the Board regarding the proposed resort and he asked Attorney Dively to speak to this.

Attorney Dively reported that on March 23, 2010, her firm received a proposed Memorandum of Understanding from Mason-Dixon's legal counsel and they contacted Chairman Waybright for his authorization for them to review it and possibly propose some revisions to the original MOU. She added that the MOU memorializes certain obligations that are being offered to the Township in exchange for the Township's support of their pending application to be filed on April 7, 2010. She added that the negotiations were very lengthy and the developer has already executed the MOU. Attorney Dively reviewed the MOU provision by provision (full document attached.) Some of the items highlighted by Attorney Dively were:

- Mason-Dixon will be required to execute a developer's agreement and the Township's SALDO does not require this so this is a very important item
- The minimum guaranteed payment of One Million Dollars (\$1,000,000.00) will be due by February 1st of every calendar year which is very important to the Township's cash flow during the first quarter and is offering more than is statutorily required
- Mason-Dixon readily agreed to establishing two scholarship funds through Dollars for Scholars and HACC, both for township residents

At 4:00 p.m., Chairman Waybright adjourned the meeting for an Executive Session to address pending litigation.

At 4:10 p.m., Chairman Waybright reconvened the meeting.

Mr. Shealer made a motion to adopt Resolution 14-2010 seconded by Mrs. Underwood and carried. Mrs. Golden abstained.

A RESOLUTION OF CUMBERLAND TOWNSHIP, ADAMS COUNTY, PENNSYLVANIA, AUTHORIZING THE BOARD OF SUPERVISORS TO ENTER INTO A MEMORANDUM OF UNDERSTANDING WITH MASON-DIXON RESORTS, L.P.

Mr. Phiel made a motion to approve the Agreement and Memorandum of Understanding between Cumberland Township and Mason-Dixon Resorts, L. P. addressing their gaming facility and he stated that he is endorsing the agreement because the Township now has a written guarantee for the minimum payment that was promised, plan submittal and developer's agreement, thus making it stronger than Conditional Use along with the Gaming Commission's stipulation and rules and provisions to the applicant. The motion was seconded by Mrs. Underwood and carried. Mrs. Golden abstained.

Being no further business the meeting was adjourned at 4:10 p.m. by motion of Mrs. Golden seconded by Mr. Shealer and carried.

Carol A. Merryman, Asst. Secretary

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