

# AMENDMENT #1 – June 22, 2011

## REQUEST FOR PROPOSALS (RFP)

### VIDEO LOTTERY OPERATION LICENSE IN BALTIMORE CITY (#2012-0101)

This Amendment #1 is being issued to amend and clarify certain information contained in the above referenced RFP. All information contained herein is binding on all Applicants who respond to this RFP. Specific parts of the RFP have been amended. The following changes/additions are listed below; new language has been double underlined and marked in bold (i.e., **word**), and language deleted has been marked with a strikethrough (i.e., ~~word~~).

#### **1. REVISE: Section 2.10 LICENSE AND APPLICATION FEES; Sub-Section 2.10.1.2 Disposition - Refunds; Pages 18 - 19.**

##### **2.10.1.2 Disposition – Refunds'**

Unsuccessful Applicants: The Initial License Fee will be refunded to an unsuccessful Applicant, provided that Applicant has properly fulfilled all requirements of the RFP process and paid all License and application fees and background investigation costs incurred by the State, within forty-five (45) days after the award of a License to another Applicant, unless the Applicant challenges the award of the License as stated in Section 2.2.3. Any interest earned thereon will be retained by the State.

**Revocation after 365 Days: If, after 365 days following Deadline for Receipt of Proposals, the Location Commission has not made an award, and the Applicant revokes its Proposal under Section 2.11 of this RFP, the Initial License Fee shall be refunded in accordance with the procedure for refunding the Initial License Fee to an unsuccessful Applicant.**

Failure to Be Issued License: The Initial License Fee will be refunded, in the sole discretion of the Location Commission, to an Awardee who fails to be issued a License in spite of all good faith efforts by the Awardee to comply with the conditions for issuance of the License. Any interest earned thereon will be retained by the State.

#### **2. REVISE: Section 3.1.6 Applicant's Response to RFP Requirements; Sub-Section 3.1.6.1 Site and Facility; Paragraphs C. and E.; Pages 31 - 34.**

C. Zoning and Permit Approvals and/or Status: ~~Provide copies of current local zoning and any rezoning or variances that are required and any land use approvals or a detailed explanation of the status of the request with copies of all filings, including a specific schedule of applications for zoning~~

approvals and anticipated approval dates.

(1) Zoning and Permits

- (a) Attachment #A to Amendment #1 is a copy of the Baltimore City Zoning Code showing VLTs as an allowable use. Ordinance 09-0330 was enacted for the purpose of allowing a VLT facility as a permitted use in B-2 or M-2 as long as the land fits the State criteria.

Attachment #B to Amendment #1 is the map amendment to the URP showing that the offered properties are B-2 or M-2.

Attachment #C to Amendment #1 is a copy of Ordinance 08-0023, which was enacted for the purpose of amending the URP for Carroll Camden and waives height limitations within that area. The maximum building height reverts back to the Floor Area Ratio ("FAR"). 1411 Warner and 701 Ostend are zoned M-2-3 which features an FAR of 8. The balance of the sites are zoned B-2-3 featuring an FAR of 5. There are no height restrictions for any of the available City-owned sites.

All of the available City-owned sites (which does not include Site B in Exhibit 4A of the RFP and Attachment B of this Amendment #1) are appropriately zoned for a VLT facility in the current zoning code and the comprehensive revision of the zoning code that is currently underway. Accommodations have also been made in the Urban Renewal Plan (URP) and Planned Unit Development (PUD) for these areas. Describe the applicable zoning designation for the Facility site;

- (b) List any local zoning or special use permits, including liquor sales permits, that the applicant must obtain for the Facility site, and for such permits describe:

(i) The procedure by which the Applicant shall obtain the permits,

(ii) What conditions, if any, are likely to be placed on the permits,

(iii) The estimated dates by which the Applicant will obtain the permits; and

(iv) Applicant should state whether it expects to sell liquor beyond 2:00 a.m. If so, Applicant shall acknowledge that current law provides that a VLT Facility may be open between 8 a.m. and 2 a.m. Under Chapter 240 of 2011, a VLT Facility may stay open until 4 a.m. on weekends. Changes to State and Baltimore City law will be necessary to provide for liquor sales at a VLT Facility after 2:00 a.m. on weekends.

~~(c) State whether a variance is required for the height of the Facility.~~

E. Access and Transportation. **The Applicant does not need to submit a traffic flow study with its Proposal. The City has previously engaged a consultant to conduct a traffic study, a summary of which is provided as Attachment #D to Amendment #1. The Applicant/Awardee shall acknowledge that it will be responsible for the cost of the completion of this study after License award. The contact information for the consultant is:**

**Whitman, Regardt & Associates, LLP**  
**Attn: Robert Klasen**  
**801 South Caroline Street**  
**Baltimore, MD 21231**  
**410-235-3450**

**Additional information regarding the traffic study is available in Attachment #E to Amendment #1.**

- ~~(1) Submit a traffic flow study prepared by a traffic engineer containing a:~~
- ~~(a) Statement, in miles, of the distance of the Facility site from the center of the nearest population center;~~
  - ~~(b) Description and map of the roadway access to the Facility site;~~
  - ~~(c) Photograph of each roadway that will be used to access the Facility site;~~
  - ~~(d) Description of the transportation facilities that serve the population center; and~~
  - ~~(e) Description of the transportation facilities that will serve the Facility site.~~
- ~~(2) Include a statement of the experience and qualifications of the traffic engineer who prepared the study.~~
- ~~(3) The traffic flow study shall be submitted to the Maryland State Highway Administration for review and comment. Provide evidence of this submission with the Proposal.~~

**3. REVISE: Section 3.1.6 Applicant's Response to RFP Requirements; Sub-Section 3.1.6.3 Capital Proposal; Page 36.**

The Applicant shall describe its:

- A. Proposed direct investment at VLT Facility (specify timeframe for spending the required minimum \$25 million per 500 VLTs). The Applicant may include the Fair Market Value ("FMV") of the ground lease as part of the direct investment and shall include in its Proposal a calculation of the FMV of the lease and the methodology used by the Applicant in determining that calculation, including the discount rate used;
- B. VLT Facility and capital development proposal and timeline;
- C. Analysis of competitiveness of proposed VLT Facility with other gaming facilities;
- D. Proposed investment in other (ancillary) facilities in addition to the VLT Facility; and
- E. The capital development Proposal timeline for any facilities other than the VLT Facility.

**4. REVISE: Section 3.2 BACKGROUND INVESTIGATION APPLICATION PROCESS; Sub-Section 3.2.1 Required Applications; Page 43.**

A. All Applicants for a Video Lottery Operation License shall submit Form 1001 – Operation License Application Form, in the form provided on the Lottery Commission’s website: <http://slots.mdlottery.com/licensing/>

B. If the proposed operator of the facility is a different entity than the Applicant for the Video Lottery Operation License, the Applicant shall submit on behalf of the proposed operator Form 1020 – Contractor Application Form, in the form provided on the Lottery Commission’s website: <http://slots.mdlottery.com/licensing/>

~~BC.~~ To the extent that the Applicant knows the identity of its Principal Employees or the Principal Employees of the proposed operator of the facility (where different than the Applicant), the All officers, directors, partners and trustees of an Applicant for a Video Lottery Operation License shall submit Form 1004 – Principal Employee Application Form (or, if applicable, Form 1007 – Principal Employee Waiver Form), in the form provided on the Lottery Commission’s website: <http://slots.mdlottery.com/licensing/>

~~CD.~~ All individuals and entities having ~~an~~ a beneficial or proprietary interest of 5% or more in an Applicant for a Video Lottery Operation License (and, where different than the Applicant, in the proposed operator of the facility) shall submit Form 1006 – Principal Entity Disclosure Form (~~or Form 1008 – Principal Entity Waiver Form~~) in the form provided on the Lottery Commission’s website: <http://slots.mdlottery.com/licensing/>

E. Where applicable, Applicants may submit Form 1009 – Institutional Investor Waiver Form, in the form provided on the Lottery Commission’s

website: : <http://slots.mdlottery.com/licensing/>

**F. A list of revised and integrated definitions for use in completing all forms shall be posted on the Lottery Commission's website and should be used by all Applicants.**

**5. ALL NEW: List of Attachments to Amendment #1**

**Attachment #A - Baltimore City Zoning Code (available on website)**

**Attachment #B – URP Map Amendment (available on website)**

**Attachment #C – Ordinance 08-0023 (available on website)**

**Attachment #D – Summary of Traffic Plan Status (attached)**

**Attachment #E – Traffic Plan/Partially Completed (available on website)**

**Except as expressly amended herein, all other terms, provisions and conditions in the RFP remain unchanged and in full effect.**

## Attachment #D

### Summary of Traffic Plan Status

Whitman, Requardt & Associates, LLP ("WR&A") began analysis in 2009 for the proposed VLT Facility in Baltimore City, Maryland, which was to include 3,750 video lottery terminals ("VLTs"). WR&A stopped its analysis when the project was put on hold due to rejection of the application by the Baltimore City Entertainment Group.

Prior to stopping their effort, WR&A performed the following tasks:

- Collected existing signal timing data
- Obtained information about similar facilities in the US and Canada to determine trip generation rates
- Analyzed market segments to determine trip distribution
- Assembled available mapping data from City records
- Obtained information on nearby developments to determine their future traffic impacts
- Performed queuing/delay studies on the day of a Ravens home game at intersections within three blocks of the proposed Casino location
- Observed operations on the day of a Ravens home game at all signalized count locations
- Observed pedestrian/bicycle activity on the day of a Ravens home game along the potential pedestrian routes serving the proposed Casino along Russell Street, Warner Street, Ridgely Street, Bush Street, Haines Street, Bayard Street, and Worcester Street within three blocks of the proposed Casino location, and along the connection between the Hamburg Street Light Rail Station and the Casino
- Observed transit activity on the day of a Ravens home game
- Directed subconsultant, RJM Engineering, to conduct Friday evening (5:00 – 7:00 PM), Saturday evening (5:00 – 7:00 PM), and Sunday afternoon (4:00 – 6:00 PM) traffic counts, as well as machine counts. Sunday counts were performed on days in which the Ravens played a regular season football game with a 1:00 PM start time
  - Collected Friday and Saturday counts at 13 of the 13 study intersections
  - Collected Sunday Ravens post-game counts at 12 of the 15 study intersections
  - Collected machine counts at all 6 of the study locations
- Developed existing Synchro networks for Friday, Saturday, and Ravens post-game peak hour scenarios and inputted existing signal timings, traffic counts and intersection geometrics
- Prepared for and attended 4 meetings with a combination of City/Development Team staff, Local Development Council (LDC), Maryland Stadium Authority, and Maryland Transportation Authority (MdTA)

In order to complete its analysis, WR&A must do the following:

- Review recent traffic trends to determine if a growth rate needs to be applied to the 2009 traffic counts
- Direct RJM Engineering to conduct Ravens post-game traffic counts at the 3 remaining intersections and conduct 13-hour traffic counts at up to two locations where signal warrant studies will be performed. The 13-hour counts are contingent upon findings as the study progresses.
- Perform network inventory, including truck route designations and restrictions, bicycle facility designations, bus stop locations, and geometric information of all intersections along all routes to be used by motor coaches serving the Casino and along all routes to be used by diverted trucks
- Observe pedestrian/bicycle activity on a Friday and/or Saturday and perform inventory of pedestrian accommodations/accessibility along potential pedestrian routes serving the proposed Casino along

Russell Street, Warner Street, Ridgely Street, Bush Street, Haines Street, Bayard Street, and Worchester Street within three blocks of the proposed Casino location, and along the connection between the Hamburg Street Light Rail Station and the Casino. The inventory will focus on pedestrian signals, crosswalks, sidewalks/ramps, and street lighting.

- Obtain updated signal timing data (Baltimore City is in the process of re-timing many of its signals, including signals in the study area)
- Update/complete existing Synchro networks for Friday, Saturday, and Ravens post-game peak hour scenarios
- Obtain most recent information on nearby developments
- Obtain site plan for the proposed Casino to determine land use as well as access point locations
- Perform signal warrant study at up to two locations
- Perform spot speed studies at up to two signal warrant study locations
- Perform sight distance studies at Russell Street/Worchester Street intersection
- Perform queuing/delay studies on a Friday and/or Saturday at intersections within three blocks of the proposed Casino location
- Observe operations on a Friday and/or Saturday at all signalized count locations
- Observe transit activity on a Friday and/or Saturday
- Assess current truck volumes and movements to/from the Carroll/Camden Industrial Park and identify/analyze potential rerouting solutions
- Assess the impacts of the Casino on Ravens game day traffic conditions, including the impacts of closing Warner Street, the operation of the Worchester Street/Russell Street intersection, and the need for any special signing or other traffic control devices
- Evaluate existing parking vacancies within ½ mile walking distance of the stadium to assess parking displacement options to mitigate the loss of Lot O and Warner, Ohler, and Eutaw Streets for event parking
- Assess access/egress options for the casino garage
- Develop future Synchro models (No-Build and Build) for Friday, Saturday, and Ravens post-game peak hour scenarios
- Perform HCS ramp analysis for existing and future (No-Build and Build) conditions for Friday, Saturday, and Ravens post-game peak hour scenarios
- Evaluate potential mitigation options where level of service is not acceptable or will not be acceptable with the development, and where intersection/roadway improvements would improve service to acceptable level of service 'D' or better
- Prepare report documenting the findings and recommendations for consideration by the Site Plan Review Committee. Revise the report in response to the City's comments and resubmit.
- Prepare for and attend meetings with a combination of City/Development Team staff, Local Development Council (LDC), Maryland Stadium Authority, Maryland Transportation Authority (MdTA), Parking Authority, and other stakeholders