

Exhibit F

BARCLAY DAMON^{LLP}

David G. Burch, Jr.
Partner

December 28, 2023

VIA OVERNIGHT MAIL

Edmund Burns
General Counsel
New York State Gaming Commission
One Broadway Center
Schenectady, New York 12305

Re: Cayuga Nation—Cease and Desist Regarding Lottery Terminals Within
64,015 acre Reservation

Mr. Burns:

We represent the Cayuga Nation. We wrote previously on November 22, 2023, demanding that the New York State Gaming Commission cease its violations of Federal law and the Nation's sovereignty caused by (a) the presence of lottery terminals throughout the Nation's Reservation, and (b) the approval of Jackpocket Inc.'s mobile lottery sales without geofencing to exclude the Reservation. Enclosed for your reference is a copy of our prior letter. To date, we have received no response. We write as a final effort to avoid litigation and a report to Federal regulators.

As explained in detail in our November 22, 2023 letter, New York State lottery terminals are operating within the Nation's 64,015 acre Reservation¹ in violation of federal and Nation law. We also explained that the NYS Gaming Commission's issuance of a Lottery Courier Service License to Jackpocket on March 31, 2023, which Jackpocket is using as authority to permit mobile gaming throughout New York State and within the Nation's Reservation, is a further violation of federal law and the Nation's sovereignty.

Despite bringing these issues to your attention over a month ago, we have received no response. The Nation will not abandon these concerns and is prepared to commence litigation to protect its sovereign right to exclusively regulate gaming in the Reservation and cause the NYS Gaming Commission to cease its blatant violation of the federal Indian Gaming Rights Act. 25 U.S.C. § 2701, et seq.

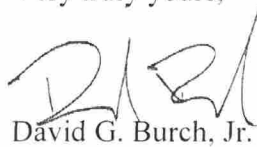
The Nation would expect, at a minimum, a government-to-government consultation on

¹ The Nation's Reservation encircles the entire north end of Cayuga Lake, including large portions of Seneca and Cayuga counties.

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General Counsel
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these issues and the lack of even a response in an affront to the Nation's sovereignty. If the Nation does not hear from the NYS Gaming Commission by January 15, 2024, the Nation will pursue its rights and remedies.

Very truly yours,



David G. Burch, Jr.

DGB

BARCLAY DAMON^{LLP}

David G. Burch, Jr.
Partner

November 22, 2023

Edmund Burns
General Counsel, Division of Lottery
New York State Gaming Commission
One Broadway Center
Schenectady, New York 12305

Re: Cayuga Nation—Cease and Desist Regarding Lottery Terminals Within
64,015 acre Reservation

Mr. Burns,

We represent the Cayuga Nation. It has come to the Nation's attention that New York State lottery terminals are operating within the Nation's 64,015 acre Reservation¹ in violation of federal and Nation law. The Nation hereby demands that the NYS Gaming Commission take all necessary steps to remove those terminals immediately.

The Nation also understands that the NYS Gaming Commission issued a Lottery Courier Service License to Jackpocket Inc. on March 31, 2023, and that Jackpocket is now operating on mobile devices throughout New York State and within the Nation's Reservation. As the license issued to Jackpocket does not exclude the Nation's Reservation, it violates federal law and is a nullity within the Reservation. The Nation, hereby, demands that the NYS Gaming Commission take separate action to restrict Jackpocket's operations to exclude Indian lands as discussed further below.

Federal law preempts New York's attempts to game on the Nation's Reservation. Gaming on Indian lands is regulated exclusively by the provisions of the Indian Gaming Regulatory Act ("IGRA"). 25 U.S.C. § 2701, et seq. All gaming under IGRA is limited to "Indian lands," and "[a]n Indian tribe may engage in, or license and regulate, class II gaming on Indian lands within such tribe's jurisdiction." 25 U.S.C. § 2710 (b)(1). IGRA mandates that "the Indian tribe will have the sole proprietary interest and responsibility for the conduct of any gaming activity." *Id.* at § 2710 (b)(2)(A); *see also* 25 C.F.R. § 522.4 (b)(6) ("A tribe shall issue a separate license to each place, facility, or location on Indian lands where a tribe elects to allow class II gaming.");

¹ The Nation's Reservation encircles the entire north end of Cayuga Lake, including large portions of Seneca and Cayuga counties.

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Ordinance, § IV. “Indian Lands” is defined by federal law to include “all lands within the limits of any Indian reservation.” 25 USC § 2703(4)(A).

Before gaming can begin, IGRA requires that “the governing body of the Indian tribe adopts an ordinance or resolution which is approved by the Chairman.” 25 U.S.C. § 2710 (b)(1)(B). The Nation possesses a valid Gaming Ordinance, Ordinance No. CN-2018-1 (“Ordinance”), which the National Indian Gaming Commission approved,² and therefore is authorized to engage in Class II gaming on Nation lands. Class II gaming is defined under federal regulation to include lotto games such as those sold by New York State at its terminals. 25 CFR 502.3.

Federal and New York case law affirms that IGRA preempts any state regulation or control of Indian gaming. See McClanahan v. Ariz. State Tax Comm’n, 411 U.S. 164, 170-71 (1973) (holding that state laws are not applicable to tribal Indians on an Indian reservation except where Congress has expressly intended that state laws shall apply); Coeur d’Alene Tribe v. State, 842 F. Supp. 1268, (D. Idaho 1994), aff’d sub nom. 51 F.3d 876 (9th Cir. 1995); Gaming Corp. of America v. Dorsey & Whitney, 88 F.3d 536 (8th Cir. 1996); Dalton v. Pataki, 11 A.D.3d 62, 84 (3d Dep’t 2004) (the IGRA “preempts the field in the governance of gaming activities on Indian lands.”). IGRA wholly preempts New York law related to gaming except where the nation and the State enter into a compact. Dalton, at 84. (a compact “affords the state the opportunity to assert authority over gaming on Indian lands, a power that the state otherwise lacks.”). New York does not have a compact with the Nation, and therefore has no regulatory authority of gaming on the Nation’s lands.

The NIGC Office of General Counsel previously addressed the question of IGRA’s applicability to state sanctioned lottery on Indian lands:

We note that IGRA’s jurisdiction is not limited to gaming conducted by tribal entities or members. Rather, IGRA’s jurisdiction runs with the land and allows gaming, even by non-tribal entities, that is conducted on Indian Lands. 25 U.S.C. § 2710 (b)(4)(A) (“A tribal ordinance or resolution may provide for the licensing or regulation of class II gaming activities owned by any person or entity other than the Indian tribe and conduct on Indian lands, only if the tribal licensing requirements include the requirements described [below] ... and are at least as restrictive as those established by State law...”).

² All approved Indian Gaming Ordinances, including the Cayuga Nation Gaming Ordinance have long been publicly published by the National Indian Gaming Commission on its website. <https://www.nigc.gov/general-counsel/gaming-ordinances>

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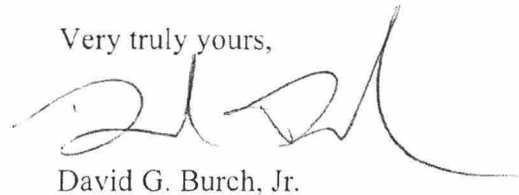
Because IGRA's applicability is determined by the character of the land on which gaming is conducted rather than by who is conducting the gaming, we note that the situation at hand is not governed by the line of cases analyzing whether tribes have jurisdiction over non-members on non-Indian owned fee land within the reservation ... Because Congress has made IGRA's application dependent on whether the gaming is conducted on Indian lands, not upon whether the gaming is conducted by Indian or non-Indian people, we need not engage in a jurisdiction analysis ...

NIGC Office of General Counsel, White Earth Legal Opinion at pp. 8-9 (March 14, 2005) (emphasis added).

As set forth above, the Nation has total and exclusive authority pursuant to IGRA to control gaming on the Nation's Reservation. New York has no legal authority over the conduct of Indian gaming on the Nation's Reservation. The Nation solely is responsible for licensing and regulating gaming operations and can choose not to license New York State to sell lottery games on its lands.

We trust the State will recognize the Nation's sovereignty on these issues and take the steps necessary to ensure lottery terminals are removed and Jackpocket Inc. excludes the Reservation from its mobile operations. The Nation will not hesitate to take legal action to enforce its rights.

Very truly yours,

A handwritten signature in black ink, appearing to read 'DGB', is written over the closing 'Very truly yours,'.

David G. Burch, Jr.

DGB