

MINUTES OF THE MISSISSIPPI GAMING COMMISSION

Regular Monthly Meeting
September 28, 2017

The regular monthly meeting of the Mississippi Gaming Commission was held at 9:00 a.m., Thursday, September 28, 2017, at the offices of the Mississippi Gaming Commission, 620 North Street, Suite 200, Jackson, Mississippi 39202. Staff attending:

Major General (R) Al Hopkins, Chairman, MS Gaming Commission
Jerry Griffith, Commissioner, MS Gaming Commission
Tom Gresham, Commissioner, MS Gaming Commission
Allen Godfrey, Executive Director, MS Gaming Commission
Jay McDaniel, Deputy Director, MS Gaming Commission
Eddie Williams, Deputy Director, MS Gaming Commission
Stephanie Sills, Director, Compliance, MS Gaming Commission
Johnny George, Director, Investigations, MS Gaming Commission
Ed Wong, Director, Work Permits, MS Gaming Commission
Sonny Weathersby, Director, Charitable, Gaming, MS Gaming Commission
Louis P. Frascogna, Special Assistant Attorney General

The meeting was called to order at 9:05 a.m. Daphne Barney gave the invocation and Chairman Al Hopkins led the Pledge of Allegiance.

Chairman Hopkins welcomed everyone to the meeting and stated that the Commissioners had a good meeting with the Choctaw Gaming Commission and was pleased to meet with them as always. The Chairman then asked Executive Director Godfrey to provide the Administrative Update.

ITEM I.

- A. Administrative Update: Allen Godfrey made the following administrative announcements:
- A. The next regular meeting of the Mississippi Gaming Commission will be held on Thursday, October 19, 2017, at the Jackson offices of the Mississippi Gaming Commission beginning at 9:00 a.m. The deadline for submission of agenda items for this meeting is September 29, 2017.
 - B. Announcement of the Quarterly Meeting between the Mississippi Gaming Commission and the Choctaw Gaming Commission.

ITEM II.

APPROVAL OF MINUTES

- A. August 17, 2017 - Regular Monthly Meeting

EXECUTIVE DIRECTOR'S RECOMMENDATION: The Executive Director recommends approval of the Minutes of the August 17, 2017 Regular Monthly Meeting.

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE:
Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

ITEM III.

GAMING MATTERS

A. Recommendation for Licensure as an Operator – Boyd Biloxi, LLC d/b/a IP Casino Resort Spa

Thomas B. Shepherd, III, Esquire, of Jones Walker, presented this item to the Commission. Brian Larson, General Counsel for Boyd Gaming and Duncan McKenzie, General Manager, IP Casino, were available to answer any questions.

EXECUTIVE DIRECTOR'S RECOMMENDATION: With past Commission action, key principals of the company have been found suitable. The Executive Director recommends that Boyd Biloxi, LLC, be granted an operator's license to conduct business in the State of Mississippi subject to the following conditions:

- (1) The license will be issued for a three-year period, effective October 4, 2017, through October 3, 2020;
- (2) Licensee shall maintain a compliance review and reporting system, which shall include a compliance committee. Licensee shall maintain a written compliance review and reporting plan that meets the requirements of 13 Mississippi Administrative Code Part 2 Rule 1.7 and such other conditions as may be required by the Executive Director;
- (3) Licensee will comply with all federal, state and local laws, including the laws of the State of Mississippi and particularly the Mississippi Gaming Control Act;
- (4) Licensee will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
- (5) Licensee will comply with and does hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi; and

- (6) The license is based on the licensee's ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

- B. Request for Approval of the Transfer of Equity Interests or Securities of Majestic Holdco, LLC – Majestic Mississippi, LLC d/b/a Fitz Casino and Hotel

Thomas B. Shepherd, III, Esquire, of Jones Walker, presented this item to the Commission.

EXECUTIVE DIRECTOR'S RECOMMENDATION: With past Commission action, key principals of the company have been found suitable. The Executive Director recommends that:

1. The Mississippi Gaming Commission grant prior approval for the transfer of 26,050 Class A Units of Majestic Holdco, LLC to Brigade Distressed Value Master Fund Ltd. from the following entities:

<u>Entity</u>	<u># of Shares</u>
Merrill Lynch, Pierce, Fenner & Smith Incorporated	16,244
Aviary Associates LP	<u>9,806</u>
Total	<u>26,050</u>

2. The Mississippi Gaming Commission grant prior approval for the transfer of 293,800 Class A Units of Majestic Holdco, LLC to Brigade Leveraged Capital Structures Fund Ltd. from the following entities:

<u>Entity</u>	<u># of Shares</u>
Merrill Lynch, Pierce, Fenner & Smith Incorporated	183,856
Aviary Associates LP	<u>109,944</u>
Total	<u>293,800</u>

Commissioner Griffith: Motion to adopt recommendation
 Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

C. Request for Approval of the Transfer of Equity Interests or Securities of Majestic Holdco, LLC – Majestic Mississippi, LLC d/b/a Fitz Casino and Hotel

Thomas B. Shepherd, III, Esquire, of Jones Walker, presented this item to the Commission.

EXECUTIVE DIRECTOR’S RECOMMENDATION: With past Commission action, key principals of the company have been found suitable. The Executive Director recommends that:

1. The Mississippi Gaming Commission grant prior approval for the transfer of 200,100 Class A Units of Majestic Holdco, LLC to Merrill Lynch, Pierce, Fenner & Smith Incorporated from the following entities:

<u>Entity</u>	<u># of Shares</u>
Credit Suisse High Yield Bond Fund	55,100
Atrium III Segregated Portfolio of CIG Special Purpose SPC	29,000
Credit Suisse Asset Management Income Fund, Inc.	36,250
CSAM Funding III Segregated Portfolio of CIG Special Purpose SPC	14,500
Credit Suisse (Lux) High Yield USD Bond Fund	5,800
Bentham Wholesale High Yield Fund Segregated Portfolio of CIG Special Purpose SPC	5,800
Credit Suisse Floating Rate High Income Fund	10,150

CSAM Funding II Segregated Portfolio of CIG Special Purpose SPC	<u>43,500</u>
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Total	<u>200,100</u>
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Commissioner Gresham:	Motion to adopt recommendation
Commissioner Griffith:	Second

RECORDED VOTE:	Chairman Hopkins:	YES
	Commissioner Griffith:	YES
	Commissioner Gresham:	YES

D. APPLICATION FOR FINDINGS OF SUITABILITY – (The United States Playing Card Company)

1. Mr. Ralph J. Nicoletti – Chief Financial Officer (Newell Brands, Inc.)
2. Mr. Bradford R. Turner – Treasurer, Secretary and Director (Newell Brands, Inc.)

Thomas B. Shepherd, III, Esquire, of Jones Walker, introduced Mr. Nicoletti and Mr. Turner to the Commission and each provided a brief personal history.

EXECUTIVE DIRECTOR'S RECOMMENDATION: Based upon the investigative reports, the Executive Director recommends that Mr. Ralph J. Nicoletti and Mr. Bradford R. Turner, be found suitable to be associated with a gaming license granted under the Mississippi Gaming Control Act subject to the following:

1. The findings of suitability are valid for a period of nine (9) years, beginning September 28, 2017;
2. Applicants shall file an annual report as required by 13 Mississippi Administrative Code Part 2, R.1.3(e);
3. Applicants will comply with all federal and state laws, including the laws of Mississippi and particularly the Mississippi Gaming Control Act;
4. Applicants will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Applicants will comply with and do hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensees agree to adjudicate all legal proceedings (both state and federal) relative to said licenses in the courts located in the State of Mississippi; and

6. The findings of suitability are based on the applicants' ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

E. APPLICATION FOR FINDING OF SUITABILITY – (PNK Vicksburg, LLC d/b/a Ameristar Casino Vicksburg)

1. Mr. Neil E. Walkoff – Executive Vice President of Operations (Pinnacle Entertainment, Inc.)

Thomas B. Shepherd, III, Esquire, of Jones Walker, introduced Mr. Walkoff to the Commission and he provided a brief personal history.

EXECUTIVE DIRECTOR'S RECOMMENDATION: Based upon the investigative report, the Executive Director recommends that Mr. Neil E. Walkoff, be found suitable to be associated with a gaming license granted under the Mississippi Gaming Control Act subject to the following:

1. The finding of suitability is valid for a period of nine (9) years, beginning September 28, 2017;
2. Applicant shall file an annual report as required by 13 Mississippi Administrative Code Part 2, R.1.3(e);
3. Applicant will comply with all federal and state laws, including the laws of Mississippi and particularly the Mississippi Gaming Control Act;
4. Applicant will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Applicant will comply with and does hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi; and
6. The finding of suitability is based on the applicant's ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

F. APPLICATION FOR FINDINGS OF SUITABILITY – (PDS Gaming – Mississippi, LLC; PDS Special Purpose I – Mississippi, LLC; PDS Special Purpose II – Mississippi, LLC; PDS Special Purpose III – Mississippi, LLC)

1. Mr. Johan P. Finley – Chief Executive Officer (PDS Gaming, LLC)
2. Mrs. Lona Mae Finley – Executive Vice President and Corporate Secretary (PDS Gaming, LLC)
3. Mr. Peter D. Cleary – President, Treasurer and Chief Financial Officer (PDS Gaming, LLC)

Dan M. McDaniel, Jr, Esquire, of Phelps Dunbar, introduced Mr. Finley, Mrs. Finley and Mr. Cleary to the Commission and each provided a brief personal history.

EXECUTIVE DIRECTOR’S RECOMMENDATION: Based upon the investigative reports, the Executive Director recommends that Mr. Ralph J. Nicoletti and Mr. Bradford R. Turner, be found suitable to be associated with a gaming license granted under the Mississippi Gaming Control Act subject to the following:

1. The findings of suitability are valid for a period of nine (9) years, beginning September 28, 2017;
2. Applicants shall file an annual report as required by 13 Mississippi Administrative Code Part 2, R.1.3(e);
3. Applicants will comply with all federal and state laws, including the laws of Mississippi and particularly the Mississippi Gaming Control Act;
4. Applicants will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Applicants will comply with and do hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensees agree to adjudicate all legal proceedings (both state and federal) relative to said licenses in the courts located in the State of Mississippi; and
6. The findings of suitability are based on the applicants’ ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

G. APPLICATION FOR FINDING OF SUITABILITY – (BSLO, LLC d/b/a Hollywood Casino Gulf Coast and BTN, LLC d/b/a Boomtown Casino Biloxi)

1. Mr. Michael D. Galle – Vice President and General Manager (Hollywood Casino Gulf Coast and Boomtown Casino Biloxi)

Mr. Galle introduced himself to the Commission and provided a brief personal history.

EXECUTIVE DIRECTOR’S RECOMMENDATION: Based upon the investigative report, the Executive Director recommends that Mr. Michael D. Galle, be found suitable to be associated with a gaming license granted under the Mississippi Gaming Control Act subject to the following:

1. The finding of suitability is valid for a period of nine (9) years, beginning September 28, 2017;
2. Applicant shall file an annual report as required by 13 Mississippi Administrative Code Part 2, R.1.3(e);
3. Applicant will comply with all federal and state laws, including the laws of Mississippi and particularly the Mississippi Gaming Control Act;
4. Applicant will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Applicant will comply with and does hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi; and
6. The finding of suitability is based on the applicant’s ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

H. APPLICATION FOR FINDING OF SUITABILITY – (Grand Casinos of Biloxi, LLC d/b/a Harrah’s Gulf Coast; Robinson Property Group Corp. d/b/a Horseshoe Casino and Hotel; Tunica Roadhouse Corporation d/b/a Tunica Roadhouse Casino & Hotel; and Casino Programming, Inc.)

1. Mr. Karl O. Stingily – Senior Vice President and Chief Audit Executive (Caesar’s Entertainment Corporation and Caesar’s Entertainment Operating Company, Inc.)

Parker Berry, Esquire, of Butler Snow, introduced Mr. Stingily to the Commission and provided a brief personal history.

EXECUTIVE DIRECTOR’S RECOMMENDATION: Based upon the investigative report, the Executive Director recommends that Mr. Karl O. Stingily, be found suitable to be associated with a gaming license granted under the Mississippi Gaming Control Act subject to the following:

1. The finding of suitability is valid for a period of nine (9) years, beginning September 28, 2017;
2. Applicant shall file an annual report as required by 13 Mississippi Administrative Code Part 2, R.1.3(e);
3. Applicant will comply with all federal and state laws, including the laws of Mississippi and particularly the Mississippi Gaming Control Act;
4. Applicant will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Applicant will comply with and does hereby agree to be bound by all laws, including the Gaming Control Act, of the State of Mississippi; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi; and
6. The finding of suitability is based on the applicant’s ability to maintain satisfactory results for all investigations and agency checks.

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

I. New Game Approval – Straw Poker

Ben Emerson, inventor and math teacher, introduced himself to the Commission and gave a brief explanation of the Straw Poker game.

EXECUTIVE DIRECTOR'S RECOMMENDATION: The Executive Director recommends that the game Straw Poker be approved for statewide play.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

J. Recommendations Regarding Work Permit Hearings Held and Decisions Rendered

(Documentation attached as Exhibit "1")

1. Chung Thanh Nguyen – Not Present
2. Elvin Antonio Frye – Not Present

HEARING EXAMINER'S RECOMMENDATION: The Commission accepts the Findings of Fact and Decision of the Hearing Examiner in the above-referenced matters. (Revoke)

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

ITEM IV.

PUBLIC COMMENT

None.

ITEM V.

CHARITABLE GAMING MATTERS

A. Recommendation for Approval of Licensure – Thirty-six months.

(Documentation attached as Exhibit "2")

CHARITABLE ORGANIZATION	ADDRESS
Gallant Heart Guide Dog Center	701 E. Jefferson Street, Kosciusko, MS.39090

EXECUTIVE DIRECTOR'S RECOMMENDATION: The Executive Director recommends that the previously identified organization be approved for licensure, subject to the following conditions:

1. The license will be issued for a thirty-six month period effective October 01, 2017 through September 30, 2020;
2. Licensee will comply with all federal and state laws, including the laws of Mississippi and particularly, the Mississippi Charitable Bingo Law;
3. Licensee will strictly comply with the Charitable Gaming Regulations and particularly, Regulation L. Authorized Expenditures, 13 Miss. Admin. Code, Pt. 10, R. 5.5 (m) & (n)(known as the 60/40 Rule and the 65/35 Rule);
4. Licensee will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
5. Licensee will comply with and does hereby agree to be bound by all laws, including the Mississippi Charitable Bingo Law; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi.
6. The contact person, supervisor, alternate supervisor and anyone assisting in the holding, operating, or conducting of a licensed bingo game are and continue to be suitable, in the discretion of the Mississippi Gaming Commission, to be so associated with charitable bingo.

Commissioner Gresham: Motion to Adopt Recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

B. Recommendations for Approval of Licensure – Manufacturer - Twelve Months

(Documentation attached as Exhibit “3”)

1. Pacific Gaming LLC
2. Pollard Games, Inc. DBA American Games
3. VKGS, DBA Video King

EXECUTIVE DIRECTOR'S RECOMMENDATION: The Executive Director recommends that the previously identified organizations be approved for licensure, subject to the following conditions:

- 1) The licenses will be issued for a twelve month period effective October 01, 2017 through September 30, 2018;
- 2) Licensees will comply with all federal and state laws, including the laws of Mississippi and, particularly, the Mississippi Charitable Bingo Law;
- 3) Licensees will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
- 4) Licensees will comply with and do hereby agree to be bound by all laws, including the Mississippi Charitable Bingo Law; further, licensees agree to adjudicate all legal proceedings (both state and federal) relative to said licenses in the courts located in the State of Mississippi.

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
Commissioner Griffith: YES
Commissioner Gresham: YES

C. Recommendation for Approval of Licensure – Distributor - Twelve Months

(Documentation attached as Exhibit “4”)

1. Roy Bingo Supplies Inc.

EXECUTIVE DIRECTOR’S RECOMMENDATION: The Executive Director recommends that the previously identified organization be approved for licensure, subject to the following conditions:

- 1) The license will be issued for a twelve month period effective October 01, 2017 through September 30, 2018;
- 2) Licensee will comply with all federal and state laws, including the laws of Mississippi and, particularly, the Mississippi Charitable Bingo Law;
- 3) Licensee will comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;
- 4) Licensee will comply with and does hereby agree to be bound by all laws, including the Mississippi Charitable Bingo Law; further, licensee agrees to adjudicate all legal proceedings (both state and federal) relative to said license in the courts located in the State of Mississippi.

Commissioner Gresham: Motion to adopt recommendation
Commissioner Griffith: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

D. Notice of Proposed Rule Adoption – Public Notice

(Documentation attached as Exhibit “5”)

1. 13 Mississippi Administrative Code Pt. 10, R. 5.3 and 5.5
2. 13 Mississippi Administrative Code Pt. 12, R. 5.4 and 5.6

EXECUTIVE DIRECTOR’S RECOMMENDATION: The Executive Director recommends the Commission accept public comment for a period of twenty-five (25) days subsequent to the filing of the Administrative Procedures Filing Notice for: 13 Mississippi Administrative Code Pt. 10, R. 5.3 and 5.5; 13 Mississippi Administrative Code Pt. 12, R. 5.4 and 5.6.

Commissioner Griffith: Motion to adopt recommendation
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

ITEM VI.

PUBLIC COMMENT

None.

ITEM VII.

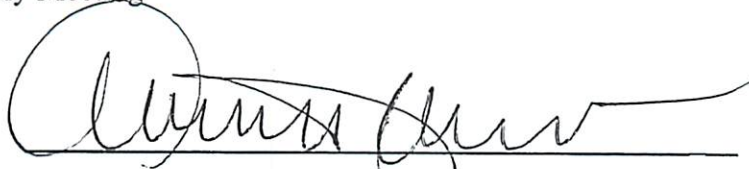
ADJOURNMENT

Chairman Hopkins asked for a motion to adjourn.

Commissioner Griffith: Motion to Adjourn
Commissioner Gresham: Second

RECORDED VOTE: Chairman Hopkins: YES
 Commissioner Griffith: YES
 Commissioner Gresham: YES

The meeting adjourned at 9:24 a.m.



MAJOR GENERAL (R) AL HOPKINS, CHAIRMAN



JERRY GRIFFITH, COMMISSIONER




TOM GRESHAM, COMMISSIONER



ALLEN GODFREY, EXECUTIVE DIRECTOR

ATTEST:



LOUIS P. FRASCOGNA, SPECIAL ASSISTANT ATTORNEY GENERAL
MISSISSIPPI GAMING COMMISSION COUNSEL

STATE OF MISSISSIPPI
MISSISSIPPI GAMING COMMISSION

I, TRIST EDWARDS, do hereby certify
that this is a true copy of document or record on file with
this office.

SIGNATURE: Trist Edwards
TITLE: LEGAL ASSISTANT
DATE: OCTOBER 19, 2017