

**MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION**

BE IT REMEMBERED that the Mississippi Gaming Commission met for a special interim meeting at 9:00 a.m. on Friday, December 3, 1993 at the State Capitol, Ways and Means Room, Jackson, MS.

Staff in Attendance:

Stuart C. Irby, Jr., Chairman, MS Gaming Commission
Captain Robert C. Engram, Commissioner, MS Gaming Commission
W. W. Gresham, Jr., Commissioner, MS Gaming Commission
General Paul Harvey, Executive Director, MS Gaming Commission
Chuck Patton, Deputy Director, MS Gaming Commission
Clara Wright-Spann, Secretary Confidential, MS Gaming Commission
Carole Edds, Special Assistant, Attorney General's Office

The meeting was called to order at 9:00 a.m. by Stuart C. Irby, Jr., Chairman.

ITEM I. INVOCATION by W. W. Gresham, Commissioner.

ITEM II. GAMING MATTERS, A. Site Assessments, 1. Pine Hills Development Partnership d/b/a Gold Strike Resort and Casino.
B. Site Assessments, 2. Lone Star Casino Corporation, Pine Hills Site.

Commissioner Engram: Made motion to close the meeting to determine if the Commission needs to go into executive session.

General Harvey: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

Chairman Irby closed the meeting.

General Harvey opened the meeting to the public.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "I move to go into executive session to receive legal advice and to discuss; one, the effect this decision will have on Ladner versus Mississippi Gaming commission, pending litigation in the Circuit Court of Hancock County, Mississippi; two, the location of Gold Strike and Lone Star; and three, the possible expansion of gaming industry in Hancock and Harrison Counties."

Louise Taylor, Reporter, Sun Herald Newspaper, objected to this motion.

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

Chairman Irby closed the meeting.

Chairman Irby opened the meeting to the public.

MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION
Page Two

EXECUTIVE DIRECTOR'S RECOMMENDATION: "I would like to make the recommendation to you that today we take today's two briefings we received from Gold Strike and Lone Star and make that a matter of record at this time. We defer any siting pending the 16 December public session that we have an opinion on this particular issue and we will address siting at the 16 December monthly meeting, public hearing."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE: Chairman Irby Yes
 Commissioner Gresham Yes
 Commissioner Engram Yes

ITEM II. GAMING MATTERS, B. Site Briefings, 1. Trump Ocean Club Casino.

(For presentation purposes only).

ITEM II. GAMING MATTERS, B. Site Briefings, 2. Lady Luck - Gulfport.

(For presentation purposes only).

ITEM II. GAMING MATTERS, C. Application for Findings of Suitability - Bally's Tunica, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "Having reviewed the investigation, I am recommending to the Commission that the following principals be found suitable to be associated with a gaming license per the Mississippi Gaming Control Act:

1. Arthur Goldberg;
2. Lee S. Hillman;
3. John Dwyer; and
4. Wallace Barr."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE: Chairman Irby Yes
 Commissioner Gresham Yes
 Commissioner Engram Yes

ITEM II. GAMING MATTERS, D. Recommendation for Licensure - Bally's Tunica, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "In that all key personnel of Bally's Tunica, Inc. have been found suitable, I am recommending that they be granted a gaming license to conduct business in the State of Mississippi subject to the following conditions:

- 1)The license will be issued for a two-year period;
- 2)Licensee will continue to comply with the laws of Mississippi and particularly the Mississippi Gaming Control Act;
- 3)Licensee will continue to comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission;

**MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION
Page Three**

4) Licensee's casino will comply with the Attorney General's Opinion on Navigable Waters; and

5) Licensee will not be allowed to open their door to the public or conduct gaming until an inspection of the vessel and infrastructure is completed; and a review of the licensee file is completed; and Commission approval is granted."

Commissioner Gresham: Moved to adopt recommendation.
Commissioner Engram: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, E. Continuous Approval for Involvement in Foreign Gaming - Bally's Tunica, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that the Mississippi Gaming Commission waive the requirements of Mississippi Code Ann. sections 75-76-269 through 75-76-277 of the Gaming Control Act, as consistent with public policy of the State of Mississippi concerning gaming, for Bally Manufacturing Corporation, Bally's Casino Holdings, Inc. and Bally's Intermediate Holdings, Inc. and any related "licensee", as defined in section 75-76-269(b), to be involved in foreign gaming in the following jurisdictions:

1. New Jersey;
2. Nevada; and
3. Louisiana."

Commissioner Gresham: Moved to adopt recommendation.
Commissioner Engram: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, F. Registration of Holding Companies -Bally Manufacturing Corporation, Bally's Casino Holdings, Inc., and Bally's Intermediate Holdings, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that the Commission accept the registration of Bally Manufacturing Corporation as a holding company of Bally Tunica, Inc. and Bally's Casino Holdings, Inc. and Bally's Intermediate Holdings, Inc. as intermediary companies of Bally Tunica, Inc. I further request that the Commission accept the registration of Bally Manufacturing Corporation as a publicly traded corporation."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, G. Continuous approval of public offerings for Bally's.

MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION
Page Four

EXECUTIVE DIRECTOR'S RECOMMENDATION: "I recommend that the Mississippi Gaming Commission exempt Bally's Casino Holdings, Incorporated, a publicly traded corporation, from the requirement to obtain prior approval of a continuous public offering of its securities for a period of one year. The Mississippi Gaming Commission should grant the Executive Director the power to issue an interlocutory stop order.

An application for approval shall be submitted two weeks prior to any public offering of any securities of Bally Manufacturing Corporation or related corporation of which the proceeds are to be used as defined in Regulation II (H) (b) of the Mississippi Gaming Commission. The Executive Director may shorten the two week period upon written agreement with the applicant. This recommendation for exemption is conditioned on compliance the laws of the State of Mississippi and the regulations of the Mississippi Gaming Commission.

This action is not to be relied upon as a finding by the Mississippi Gaming Commission of the truth or accuracy of any statements contained in documents submitted to the Mississippi Gaming Commission. The Mississippi Gaming Commission, its officers and employees disclaim any liability in respect to such public offerings of securities."

Commissioner Gresham: Moved to adopt recommendation.
Commissioner Engram: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, H. Approval to Open - Bally Tunica, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that, subject to a final inspection conducted by the Executive Director, Bally Tunica, Inc. be authorized to begin a "soft" opening on December 6, 1993, and, subject to meeting all requirements of the Mississippi Gaming Commission, be allowed to open permanently on December 10, 1993."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, I. Recommendation for Licensure - Lady Luck - Biloxi.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "In that Lady Luck Biloxi has an approved gaming site and all key personnel have been found suitable, I am recommending that they be granted a gaming license to conduct business in the State of Mississippi subject to the following conditions:

- 1)The license will be issued for a two-year period;
- 2)Licensee will continue to comply with the laws of Mississippi and particularly the Mississippi Gaming Control Act;
- 3)Licensee will continue to comply with all the policies, rules and regulations adopted by the Mississippi Gaming Commission; and

MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION
Page Five

4) Licensee will not be allowed to open their door to the public or conduct gaming until an inspection of the vessel and infrastructure is completed; and a review of the licensee file is completed; and Commission approval is granted."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, J. Continuous Approval for Involvement in Foreign Gaming - Lady Luck Biloxi.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that approval to conduct foreign gaming previously granted by the Commission to Lady Luck be extended to Lady Luck Biloxi, Inc. in the following jurisdictions:

1. Nevada; and
2. Colorado."

Commissioner Gresham: Moved to adopt recommendation.
Commissioner Engram: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, K. Registration of Holding Company - Lady Luck.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that the Commission recognize Lady Luck Gaming Corporation as a Registered Holding Company."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

ITEM II. GAMING MATTERS, L. Approval to Open - Lady Luck Biloxi, Inc.

EXECUTIVE DIRECTOR'S RECOMMENDATION: "It is recommended that, subject to a final inspection conducted by the Executive Director, Lady Luck Biloxi, Inc. be authorized to begin a "soft" opening after meeting all the requirements of the Mississippi Gaming Commission."

Commissioner Engram: Moved to adopt recommendation.
Commissioner Gresham: Second.

RECORDED VOTE:	Chairman Irby	Yes
	Commissioner Gresham	Yes
	Commissioner Engram	Yes

**MINUTES
DECEMBER 3, 1993
SPECIAL INTERIM COMMISSION MEETING
MISSISSIPPI GAMING COMMISSION
Page Six**

ITEM III. PUBLIC COMMENTS. None.

ITEM IV. ADJOURNMENT. There being no further business, the meeting was adjourned.

Chairman
Stuart C. Irby, Jr.

Commissioner
W. W. Gresham, Jr.

Commissioner
Robert C. Engram

Executive Director
Paul A. Harvey