



State of New Jersey

PHIL MURPHY
Governor

SHEILA OLIVER
Lt. Governor

CASINO CONTROL COMMISSION
TENNESSEE AVENUE AND BOARDWALK
Atlantic City, New Jersey 08401

JAMES T. PLOUSIS
Chairman

ALISA BETH COOPER
Commissioner

MINUTES - PUBLIC MEETING NO. 20-07-15

(609) 441-3422

Via Remote Technology

July 15, 16 and 17, 2020 - 10:30 a.m.

New Jersey Casino Control Commission
Joseph P. Lordi Public Meeting Room - First Floor
Tennessee Avenue & Boardwalk
Atlantic City, New Jersey

PRESIDING: Chairman James T. Plousis

PRESENT: Commissioner Alisa B. Cooper

In furtherance of Governor Philip D. Murphy's Executive Order 103 (2020), the Casino Control Commissions' meeting was held via remote technology. The public listened telephonically by calling the telephone number and access number provided on the Commission's website, as well as through our YouTube channel and public comments were accepted via e-mail.

Subsequent to the reading of a statement of compliance with the notice requirements of the Open Public Meetings Act, the Commission considered and took formal action on the following matters:

Chairman Plousis, on behalf of the Commission, acknowledged our neighbors who work in this industry and in vital hospitality jobs in our region. Welcoming back many and looking forward to the reopening of all the Casino Properties at full capacity.

Governor Murphy, the State of New Jersey and Atlantic City have worked hard to provide a safe environment for the industry employees to work and visitors to take advantage of leisure activities once again.

Finally, The Chairman thanked Commission staff, the Division of Gaming Enforcement and all meeting participants for their willingness to be flexible so that this meeting could move forward. (July 15 - transcript pages 9-11).

1. By a vote of 2-0, ratified the minutes of June 10, 2020 (July 15 - transcript pages 11-12).
2. By a vote of 2-0, granted the initial applications of William S. Kosturko and Kayla M. O'Connor, for casino key employee licenses (Exhibit EL-2*) (July 15 - transcript pages 12-13);

By a vote of 2-0, remanded the initial application of Eileen G. O'Pray for casino key employee license to a hearing (Exhibit EL-2*) (July 15 - transcript pages 13-14)

3. Considered the initial application of Andre E. Harvey, for a casino key employee license and issued the following ruling:

By a vote of 2-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Andre E. Harvey; and granted the initial application of Mr. Harvey, for a casino key employee license, subject to compliance with the terms and conditions as provided for in the stipulation (DTK 20-0013-CK) (Ruling number 20-07-15-03) (July 15 - transcript pages 14-16).

4. Considered the initial application of Edward Machinski, for a casino key employee license and issued the following ruling:

By a vote of 2-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Edward Machinski; and granted the initial application of Mr. Machinski, for a casino key employee license, subject to compliance with the terms and conditions as provided for in the stipulation (DTK 20-0014-CK) (Ruling number 20-07-15-04) (July 15 - transcript pages 16-18).

5. Considered the initial application of Matthew Madensky, for a casino key employee license and issued the following ruling:

By a vote of 2-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Matthew Madensky; and granted the initial application of Mr. Madensky, for a casino key employee license, subject to compliance with the terms and conditions as provided for in the stipulation (DTK 20-0016-CK) (Ruling number 20-07-15-05) (July 15 - transcript pages 18-20).

6. Considered the initial application of Ryan M. Rothstein for a casino key employee license and issued the following ruling:

By a vote of 2-0, found Ryan M. Rothstein, disqualified, pursuant to N.J.S.A. 5:12-80 (b), N.J.S.A. 5:12-80 (d), N.J.S.A. 5:12-86, N.J.S.A. 5:12-89; and denied his initial application for a casino key employee license (DKT 19-0046-CK) (Ruling number 20-07-15-06) (July 15 - transcript pages 20-22).
7. Considered the initial application of Robert H. Pattillo, Jr., for a casino key employee license and issued the following ruling:

By a vote of 2-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Robert H. Pattillo, Jr.; and granted the initial application of Mr. Pattillo, for a casino key employee license, subject to compliance with the terms and conditions as provided for in the stipulation (20-0015-CK) (Ruling number 20-07-15-07) (July 15 - transcript pages 22-23).
8. By a vote of 2-0, granted the initial application of Sadia Rasifzaman (*a/k/a* Sadia Khald), for a casino key employee license (DTK 16-0008-CK) (Ruling number 20-07-15-08) (July 15 - transcript pages 23-25).
9. Considered the Stipulation of Settlement in the initial application of Joanna Martinez, for a casino key employee license and issued the following ruling:

By a vote of 2-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Joanna Martinez; and granted the initial application of Ms. Martinez, for a casino key employee license, subject to compliance with the terms and conditions as provided for in the stipulation (DKT 19-0043-CK) (Ruling number 20-07-15-09) (July 15 - transcript pages 25-27).
10. By a vote of 2-0, granted the initial application of Nelson Velez, for a casino key employee license (DTK 19-0051-CK) (Ruling number 20-07-15-10) (July 15 - transcript pages 27-29).
11. Considered the joint petition of Marina District Development Company, LLC and MGM Resorts International, and issued the following ruling:

By a vote of 2-0, adopted the draft resolution and authorized Scott Wessel, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise the powers of Senior Vice President, Technology & Digital Solutions of MGM Resorts International, pending plenary qualification, subject to the conditions contained in N.J.S.A. 5:12-85.1c and N.J.A.C. 13:69C-2.7 of the Act (PRN 1902002) (Ruling number 20-07-15-11) (July 15 - transcript pages 29-32).

12. Considered the joint petition of Harrah's Atlantic City Operating Company, LLC; Boardwalk Regency Corporation, LLC and Bally's Park Place, LLC and issued the following ruling:

By a vote of 2-0, adopted the resolution and issued a casino key employee license to Jennifer L. Galle with a multi casino endorsement,, pursuant to N.J.S.A. 5:12-89(b)4, N.J.S.A. 5:12-89(e), N.J.S.A. 5:12-91.1 and N.J.A.C. 19:41A-5.3; and found Ms. Galle qualified to serve as Regional Vice President of Marketing, Corporate for Harrah's Atlantic City Operating Company, LLC; Boardwalk Regency, LLC and Bally's Park Place, LLC, in accordance with N.J.S.A. 5:12-85.1c; N.J.S.A. 5:12-89b(1), N.J.S.A. 5:12-89b(2), N.J.A.C. 13:69C-2.6 and N.J.A.C. 13:69C-2.7 (PRN 2831901) (Ruling number 20-06-10-12) (July 15 - transcript pages 32-34).

13. Considered the petition of Caesars Interactive Entertainment, LLC and issued the following ruling:

By a vote of 2-0, adopted the resolution and issued a casino key employee license to Melanie R. Gross, pursuant to N.J.S.A. 5:12-89(b)4, N.J.S.A. 5:12-89(e) and N.J.A.C. 19:41A-5.3; and found Ms. Gross qualified to serve as Vice President, Online Casino and Sports of Caesars Interactive Entertainment, LLC and Caesars Interactive Entertainment New Jersey, LLC, in accordance with N.J.S.A. 5:12-85.1c; N.J.S.A. 5:12-89b(1), N.J.S.A. 5:12-89b(2), and N.J.A.C. 13:69C-2.7 (PRN 3251902) (Ruling number 20-07-15-13) (July 15 - transcript pages 34-37).

14. Considered the joint petition of Caesars Entertainment Corporation, CEOC, LLC, Caesars Growth Partners, LLC, Caesars Resorts Collections, Caesars Interactive Entertainment New Jersey, LLC, Harrah's Atlantic City Operating company, LLC, Bally's Park Place, LLC, Boardwalk Regency, LLC, Eldorado Resorts, Inc. and Colt Merger sub, Inc. for Approval of: (I) The Merger of Caesars Entertainment Corporation with Colt Merger sub, Inc. and (II) The Qualification of the New Entity and Natural Person Qualifiers and (III) Other Declaratory Relief pursuant to N.J.S.A. 5:12-1. *et seq.*

The Commission received into evidence the following exhibits: D-1 to D-4 from the Division of Gaming Enforcement ("Division"); and P-1 to P-5 from Eldorado Resorts, Inc., et.al ("Petitioner").

By a vote of 2-0, granted petitioners' sealing request and redacted portions of exhibits D-1, D-2 and P-5 (July 15 - transcript pages 47-48).

The Commission received opening statements from Stephen Schrier, Esq., Counsel for Eldorado Resorts, Inc.; and Tracy Richardson, Deputy Attorney General, for The Division of Gaming Enforcement.

The Commission heard the testimony of Thomas R. Reeg, CEO and Director, Eldorado Resorts, Inc.; Anthony L. Carano, President and Chief Operating Officer, Eldorado Resorts, Inc, Bret D. Yunker, Chief Financial Officer, Eldorado Resorts, Inc., Stephen Callender , Senior Vice President of Regional Operations, Eldorado Resorts, Inc. and Stephanie Lepori, Chief Administrative and Accounting Officer, Eldorado Resorts, Inc. (July 15 - transcript pages 60 -248).

Chairman Plousis recessed the public meeting at 4:26 p.m. until July 16, 2020. (transcript of July 15, 2020 – pages 1-250).

On July 16, 2020, Chairman Plousis reconvened the public meeting at 10:00 a.m., and heard the testimony of Dr. Timothy Watts, Expert Witness, Managing Director, National Economic Research Associates, Inc. and Dr. Martin K. Perry, Expert Witness, Professor of Economics and Head of the Department of Economics at the University of Illinois at Urbana-Champaign (July 16 - transcript pages 7-134).

The Commission received closing statements from Stephen Schrier, Esq., Counsel for Eldorado Resorts, Inc., et.al.; and Tracy Richardson, Deputy Attorney General, for the Division of Gaming Enforcement.

Considered the letter petition of Boardwalk 1000, LLC (*d/b/a* Hard Rock Casino) and AC Ocean Walk, LLC (*d/b/a* Ocean Casino Resorts) seeking permission to participate in joint petitions of Caesars Entertainment Corporation, et.al., Eldorado Resorts, Inc. and Colt Merger sub, Inc. for approval of the Merger and other relief (PRN 2481902), pursuant to N.J.A.C. 1.1-16.6.

The Commission heard presentations of Paul O’Gara, Counsel for Caesars Entertainment Corporation, and Related Entities; and Tracy E Richardson, Deputy Attorney General of the Division of Gaming Enforcement.

By a vote of 2-0 denied the petitions of Boardwalk 1000, LLC and AC Ocean Walk, to participate in Caesars Entertainment Corporation, et.al., Eldorado Resorts, Inc. and Colt Merger sub, Inc. Merger (July 16 - transcript pages 163-166).

Chairman Plousis recessed the public meeting at 4:09 p.m., until July 17, 2020. (transcript of July 16, 2020 – pages 1-169).

On July 17, 2020, beginning at 11:30 a.m.; the Commission reconvened with the joint petition of Caesars Entertainment Corporation, et.al., Eldorado Resorts, Inc. and Colt Merger sub, Inc. for approval of the Merger and other relief (PRN 2481902).

The Commission considered the petitions, written submissions, exhibits and oral arguments presented, and issued the following rulings:

By a vote of 2-0, adopted the draft Opinion and Order and based on the findings and rulings and subject to the conditions specified therein:

- a) Found that the Plan of Merger between Eldorado Resorts, Inc.; and Caesars Entertainment Corporation, will not result in undue economic concentration under the Casino Control Act;
- b) Approved the Plan of Merger;
- c) Found the entity and individual qualifiers qualified;
- d) Approved the Trust Agreement and found the Trustee, John Farmer qualified;
- e) Adopted the Division of Gaming Enforcement proposed conditions, identified as D-4, with the exception of Condition 37, in evidence;
- f) Required the Petitioners to provide, through their Counsel, copies of the Cap Ex Plan, any amendments, and all stipulated notices to James T. Plousis, Chairman; and
- g) Approved all related relief as set forth in the Opinion and Order;

All subject to the extent set forth in the findings and rulings, and subject to the conditions provided in the Opinion and Order (PRN 2481902) (Opinion and Order 20-07-15-14) (July 15 - transcript pages 38-249; July 16 - transcript pages 1-168; July 17 - transcript pages 9-23).

15. Considered the joint petition of Boardwalk Regency LLC, Bally's Park Place LLC, Harrah's Atlantic City Operating Company, LLC, Harrah's Atlantic City Propco, LLC, Eldorado Resorts, Inc., VICI Properties L.P., Harrah's Atlantic City LLC, Caesars Atlantic City LLC, and Bally's Atlantic City LLC; and issued the following rulings:

The Commission heard presentations of Stephen Schrier, Esq., Counsel for Eldorado Resorts, Inc; Michael Fabius, Esq., Counsel for VICI Properties, LP, Harrah's Atlantic City, LLC and Caesars Atlantic City and Bally's Atlantic City, LLC; and Tracy Richardson, Deputy Attorney General, for The Division of Gaming Enforcement.

The Commission considered the petition, written submissions, and oral arguments presented, and issued the following rulings:

By a vote of 2-0, adopted the draft resolution and issued the following rulings:

- a) Issued a declaratory ruling, pursuant to N.J.A.C. 19:40A-3.7 and determined that Harrah's Atlantic City, LLC, as a Casino Service Industry Enterprise, shall serve as the landlord of Harrah's Atlantic City Operating Company, LLC;

- b) Approved the sale of certain parcels of real property and the buildings and other improvements constructed thereon;
- c) Approved the lease, as amended, by and among Harrah's Atlantic City, Caesars Atlantic City LLC, and Bally's Atlantic City LLC, as Landlords, and Harrah's Opco, Boardwalk Regency LLC, and Bally's Park Place LLC, as Tenants; and
- d) approved the additional relief in accordance with the terms of the resolution.

All subject to the extent set forth in the findings and rulings, and subject to the conditions provided in the resolution (PRN 3571901) (ruling number 20-07-15-15) (July 17 - transcript pages 23-33).

16. Considered the petition of Caesars Entertainment Operating Company / Non-CPLV for approval of the amendments to the Master Lease.

The Commission heard presentations of Paul O'Gara, Esq., Counsel for the Caesars Entertainment Operating Company; and Tracy E Richardson, Deputy Attorney General of the Division of Gaming Enforcement.

The Commission considered the petition, written submissions, and oral arguments presented, and issued the following rulings:

By a vote of 2-0, adopted the draft resolution and granted the relief requested in the petition and:

- a) Approved the amendments to the Master Lease; pursuant to N.J.S.A. 5:12-82c; and
- b) Granted delegated authority to James T. Plousis, Chairman, to approve amendments to the Master Lease as specified;

subject to the extent set forth in the findings and rulings, and subject to the conditions provided in the resolution (PRN 1542001) (ruling number 20-07-15-16) (July 17 - transcript pages 33-36).

17. Considered the joint amended petition of Eldorado Resorts, Inc. and Caesars Entertainment Corporation for temporary casino key employee licensure and qualification of certain natural persons and issued the following rulings:

By votes of 2-0, adopted the resolution and issued a temporary casino key employee license to Kevin Fulmer, pursuant to N.J.S.A. 5:12-89(e) and N.J.A.C. 19:41A-5.3 (d); and permitted him to assume the duties and exercise the powers of Vice President Digital Sports for Caesars Interactive Entertainment New Jersey, LLC, pending plenary qualification. Further, granted the petitioners' request to waive the residency requirement, as provided for in N.J.S.A. 5:12-89(b) 4;

Authorized Keith Causey, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise powers of Senior Vice President Strategic Business Services and Information Technology for Caesars Entertainment, Inc., pursuant to N.J.S.A. 5:12-85.1c, N.J.S.A. 5:12-89b (1), N.J.S.A. 5:12-89b (2), N.J.A.C. 19:43-2.6 and N.J.A.C. 19:43-2.7.

Authorized Brandi Ellis, on a temporary basis and prior to her plenary qualification, to assume the duties and exercise powers of Senior Vice President VIP Marketing for Caesars Entertainment, Inc., pursuant to N.J.S.A. 5:12-85.1c, N.J.S.A. 5:12-89b (1), N.J.S.A. 5:12-89b (2), N.J.A.C. 19:43-2.6 and N.J.A.C. 19:43-2.7;

Authorized Eric Golebieski, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise powers of Vice President Security Operations for Caesars Entertainment, Inc., pursuant to N.J.S.A. 5:12-85.1c, N.J.S.A. 5:12-89b (1), N.J.S.A. 5:12-89b (2), N.J.A.C. 19:43-2.6 and N.J.A.C. 19:43-2.7;

Authorized Josh Jones, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise powers of Senior Vice President Operations for Caesars Entertainment, Inc., pursuant to N.J.S.A. 5:12-85.1c, N.J.S.A. 5:12-89b (1), N.J.S.A. 5:12-89b (2), N.J.A.C. 19:43-2.6 and N.J.A.C. 19:43-2.7; and

Authorized Gregg Klein, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise powers of Vice President Operations for Caesars Entertainment, Inc., pursuant to N.J.S.A. 5:12-85.1c, N.J.S.A. 5:12-89b (1), N.J.S.A. 5:12-89b (2), N.J.A.C. 19:43-2.6 and N.J.A.C. 19:43-2.7.

(PRN 1882001) (ruling number 20-07-15-17) (July 17 - transcript pages 36-42).

18. Considered the petition of Tropicana Atlantic City for approval of the amendments to the Master Lease.

The Commission heard presentations of Stephen Schrier, Esq., Counsel for Tropicana Atlantic City; and Tracy E Richardson, Deputy Attorney General of the Division of Gaming Enforcement.

The Commission considered the petition, written submissions, and oral arguments presented, and issued the following rulings:

By a vote of 2-0, adopted the draft resolution and granted the relief requested in the petition and:

- a) Approved the amendments to the Master Lease; pursuant to N.J.S.A. 5:12-82c; and
- b) Granted delegated authority to James T. Plousis, Chairman, to approve amendments to the Master Lease as specified;

all subject to the extent set forth in the findings and rulings, and subject to the conditions provided in the resolution (PRN 1892001) (ruling number 20-07-15-18) (July 17 - transcript pages 42-45).

In accordance with Resolution No. 19-12-11-03, the next closed session of the Commission shall be held on Wednesday, August 12, 2020 at 9:30 a.m. in the Commission Offices (July 17 - transcript page 45).

The Public submitted comments to public.comments@ccc.state.nj.us from the beginning and anytime throughout the meeting, ending at the time of adjournment. During the public participation portion of the meeting the following comments were read into the record:

Mark Clayton: I am in favor of the Caesars Eldorado Merger and the removal of the Deed restrictions (July 15 - transcript pages 48-49);

Steven Pignatello: What are the general protocols for coronavirus testing for gaming employees? Will the Casino Control Commission require testing and if the results will be publicly disclosed (July 15 - transcript page 47);

John Nixon: Introduced a product to the Commission for consideration (July 15 - transcript page 48);

Mosheh Math: If the removal of the deed restrictions on Showboat, Claridge and Atlantic City hotel could be a condition for the approval of the Caesars Eldorado Merger (July 15 - transcript page 48);

Linda Smith: If the Caesars Properties were in a state of despair, why wasn't the Division concerned; and if the Division of Gaming Enforcement prior conditions had been met over the last 5-8 years (July 16 - transcript pages 49-50);

Pascal Forest: Inquired about the Public Meeting delay and requested an update (July 17 - transcript page 50); and

Ming Xu: Inquired about the Public Meeting delay and requested an update (July 17 - transcript page 50).

Chairman Plousis, on behalf of the Commission, addressed one of the public concerns with these comments:

The Industry has worked with AtlantiCare, the Division of Gaming Enforcement, and the Casino Control Commission, to apply all the safety protocols. These safety protocols include testing and where testing is provided. For example: United Here Local 54 has provided testing, as well as, free testing in Atlantic City.

The Industry has done its due diligence, as well as the Division of Gaming Enforcement, and the Casino Control Commission to make sure that everyone that works in the Casinos, as well as our Visitors, will be safe and secure. (July 17 - transcript page 48).

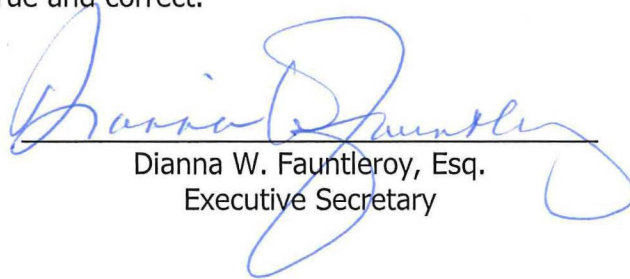
The meeting adjourned on July 17, 2020 at 12:16 p.m. (transcript of July 17, 2020 – pages 1-52).

*Lists of individuals acted upon at this meeting have been documented by exhibit number. Commission rulings are documented in orders or resolutions. These lists, rulings and official transcripts are available for public review at the Commission offices located at the corner of Tennessee Avenue and the Boardwalk, Atlantic City, New Jersey.

These minutes remain subject to amendment until such time as they are formally ratified by the New Jersey Casino Control Commission.

CERTIFICATION

I, Dianna W. Fauntleroy, Executive Secretary of the New Jersey Casino Control Commission, DO HEREBY CERTIFY that the foregoing Minutes of the Open Session conducted on July 15, 16 and 17, 2020, are true and correct.



Dianna W. Fauntleroy, Esq.
Executive Secretary