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STATE OF NEW JERSEY

CASINO CONTROL COMMISSION

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PUBLIC MEETING NO. 16-06-15

- - - - -

Wednesday, June 15, 2016

Atlantic City Commission Offices

Joseph P. Lordi Public Meeting Room - First Floor

Tennessee Avenue and Boardwalk

Atlantic City, New Jersey 08401

10:28 a.m. to 11:01 a.m.

Certified Court Reporter: Darlene Sillitoe

GUY J. RENZI & ASSOCIATES, INC.

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TRENTON, NEW JERSEY 08690

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1 B E F O R E :

2 CASINO CONTROL COMMISSION:

MATTHEW B. LEVINSON, CHAIR

3 ALISA COOPER, VICE CHAIR

SHARON ANNE HARRINGTON, COMMISSIONER

4

PRESENT FOR THE CASINO CONTROL COMMISSION:

5 DARYL W. NANCE, ADMINISTRATIVE ANALYST

DANIEL J. HENEGHAN, PUBLIC INFORMATION OFFICER

6

OFFICE OF THE GENERAL COUNSEL:

7 DIANNA W. FAUNTLEROY, GENERAL COUNSEL/EXECUTIVE
SECRETARY

8 TERESA M. PIMPINELLI, SENIOR COUNSEL

ELIZABETH F. CASEY, SENIOR COUNSEL

9

10 OFFICE OF REGULATORY AFFAIRS:

GLENN T. MacFADDEN, SUPERVISOR, LICENSING

11

DIVISION OF GAMING ENFORCEMENT:

12 DEPUTY ATTORNEYS GENERAL

SARA BEN-DAVID, DEPUTY ATTORNEY GENERAL

13 BRIAN C. BISCIEGLIA, DEPUTY ATTORNEY GENERAL

TRACY E. RICHARDSON, DEPUTY ATTORNEY GENERAL

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1 A P P E A R A N C E S :

2 ITEM NO. 10 ELIZABETH F. CASEY, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 3 GENERAL
 BROWNSTEIN, HYATT, FARBER, SCHRECK
 4 PAUL M. O'GARA, ESQ.
 FOR: CAESARS ENTERTAINMENT CORPORATION,
 5 HARRAH'S ATLANTIC CITY OPERATING COMPANY,
 LLC, BALLY'S PARK PLACE, INC., BOARDWALK
 6 REGENCY CORPORATION AND CAESARS
 INTERACTIVE ENTERTAINMENT NEW JERSEY, LLC
 7

8 ITEM NO. 11 ELIZABETH F. CASEY, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 9 BROWNSTEIN, HYATT, FARBER, SCHRECK
 PAUL M. O'GARA, ESQ.
 10 FOR: CAESARS ENTERTAINMENT CORPORATION,
 HARRAH'S ATLANTIC CITY OPERATING COMPANY,
 11 LLC, BALLY'S PARK PLACE, INC., BOARDWALK
 REGENCY CORPORATION AND CAESARS
 12 INTERACTIVE ENTERTAINMENT NEW JERSEY, LLC
 13

14 ITEM NO. 13 TERESA PIMPINELLI, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 15 FOX ROTHSCHILD
 NICHOLAS CASIELLI, JR., ESQ.
 FOR: MGM RESORTS INTERNATIONAL
 16

17 ITEM NO. 14 TERESA PIMPINELLI, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 18 FOX ROTHSCHILD
 NICHOLAS CASIELLI, JR., ESQ.
 19 FOR: MGM RESORTS INTERNATIONAL, MAC CORP
 AND MIRAGE RESORTS INCORPORATED
 20

21 ITEM NO. 15 TERESA PIMPINELLI, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 22 FOX ROTHSCHILD
 NICHOLAS CASIELLI, JR., ESQ.
 23 PATRICK MADAMBA, JR., ESQ.
 FOR: MGM INTERNATIONAL AND MGM GROWTH
 24 PROPERTIES, LLC
 25

PUBLIC MEETING NO. 16-06-15 June 15, 2016

	AGENDA		
	PUBLIC MEETING NO. 16-06-15		
	JUNE 15, 2016, 10:28 a.m.		
ITEM		PAGE	VOTE
1	1 Ratification of the minutes of the May 12, 2016, public meeting	8	9
2	2 Applications for initial casino key employee licenses:		
3	a) John M. Carr	9	10
4	b) David Davidson, Jr.	10	11
5	c) Patti L. Snow	9	10
6	d) Steven Yanoff		
7	3 Applications for resubmitted casino key employee licenses:	11	12
8	a) John M. Barkoff, III		
9	b) Angelo Concepcion, Jr.		
10	c) Laura D. Cone		
11	d) Kevin Heffron		
12	e) Michael J. Librone		
13	f) Paul R. Madden		
14	g) Octavio Mendez		
15	h) Divakar Nethagani		
16	i) William F. Rowe		
17	j) Jorge H. Torres		
18	k) Robert F. Wagner		
19	4 Approvals through Delegation of Authority between May 10, 2016, and June 13, 2016	13	
20	5 Requests for inactivation of casino key employee licenses:	13	14
21	a) Joseph C. Anselmo		
22	b) Lewis I. Bonham		
23	c) Daniel J. Brockdorf		
24	d) Donald G. Karrer		
25	e) Emmanuel O. Udoh		
26	f) John J. Zell		
27	6 Consideration of the lapse of casino key employee licenses:	14	16
28	a) Christina R. Brown		
29	b) William J. Cooney		
30	c) Patrick J. Emmel		
31	d) Amanda N. Farenga		
32	e) Jacqueline S. Grace-Pope		
33	f) Scott K. Hummel		
34	g) Lorri D. Lee		
35	h) Jerome B. Manuel		
36	i) Israel W. Marrero		
37	j) John W. Meuse		
38	k) Vitali J. Neumiarzhytshki		
39	l) Mohammed S. Rahman		

PUBLIC MEETING NO. 16-06-15 June 15, 2016

1	CONTINUED	AGENDA		
2		PUBLIC MEETING NO. 16-06-15		
3		JUNE 15, 2016, 10:28 a.m.		
4	ITEM		PAGE	VOTE
5	6	m) Scott E. Rhoad n) Mary E. Rosenbauer	14	16
6	7	o) Sandra H. Strickland p) Daniel L. Walling, Jr. q) Peter R. Yood		
7	8	Application of Renee M. Fleifel for a casino key employee license and for plenary qualification to serve as Assistant Vice President, Food and Beverage of Tropicana Atlantic City Corporation (d/b/a Tropicana Casino and Resort) (DTK 16-0006-CK)	17	20
8	9	8 Consideration of the application of Denise G. Ciccarone (a/k/a Denise Maier, aka Denise Cohen) for a casino key employee license (DTK 16-0005-CK)	20	22
9	10	9 Consideration of the resubmitted application of David S. Helveston for a casino key employee license (DTK 15-0011-CR)	22	24
10	11	10 Petition of Caesars Entertainment Corporation, Harrah's Atlantic City Operating Company, LLC, Bally's Park Place, Inc., Boardwalk Regency Corporation and Caesars Interactive Entertainment New Jersey, LLC, requesting permission for Benjamin J. Floyd to assume the duties and exercise the powers of Senior Vice President and AML Officer of Caesars Entertainment Corporation pending plenary qualification (PRN 1471602)	24	28
11	12	11 Petition of Caesars Entertainment Corporation, Harrah's Atlantic City Operating Company, LLC, Bally's Park Place, Inc., Boardwalk Regency Corporation and Caesars Interactive Entertainment New Jersey, LLC, requesting permission for Susan Carletta to assume the duties and exercise the powers of Vice President and Deputy Chief Regulatory and Compliance Officer of Caesars Entertainment Corporation pending plenary qualification (PRN 1471603)	28	32
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PUBLIC MEETING NO. 16-06-15 June 15, 2016

6	<p>1 CONTINUED AGENDA PUBLIC MEETING NO. 16-06-15 2 JUNE 15, 2016, 10:28 a.m. 3 ITEM PAGE VOTE 4 12 Petition of Caesars Entertainment adj. Corporation, Harrah's Atlantic City 5 Operating Company, LLC, Bally's Park 6 Place, Inc., Boardwalk Regency 7 Corporation and Caesars Interactive 8 Entertainment New Jersey, LLC, 9 requesting permission for Thomas B. Thaxton to assume the duties and 10 exercise the powers of IT Cyber 11 Security/Chief Information Security 12 Officer of Caesars Entertainment 13 Corporation pending plenary 14 qualification 33 36 15 13 Petition of MGM Resorts International 33 36 16 requesting permission for Stephen L. 17 Martino to assume the duties and 18 exercise the powers of Senior Vice 19 President and Chief Compliance Officer 20 of MGM Resorts International pending 21 plenary qualification (PRN 1381602) 22 14 Joint Petition of MGM Resorts 36 39 23 Internation, MAC CORP. and Mirage 24 Resorts, Incorporated, requesting 25 permission for Michael Carlotti to assume the duties and exercise the powers of Senior Vice President and Treasurer of MGM Resorts International; and Treasurer of MAC CORP. and Mirage Resort, Incorporated pending plenary qualification (PRN 1331602) 15 15 Joint petition of MGM International 39 47 16 and MGM Growth Properties, LLC, for a 17 declaratory ruling pursuant to NJAC 18 19:4A-3.7 determining the licensing 19 status of certain subsidiaries to 20 serve as the Landlord and Sublandlord 21 of Marina District Development 22 Company, LLC (PRN 1531601) 23 24 25</p>	8	<p>1 ITEM NO. 1 2 Allegiance. 3 (The Flag Salute was recited.) 4 MS. FAUNTLEROY: Good morning. 5 Please answer to your name when I call 6 it for the record, please. 7 Commissioner Cooper? 8 COMMISSIONER COOPER: Here. 9 MS. FAUNTLEROY: Vice Chair Harrington? 10 VICE CHAIR HARRINGTON: Here. 11 MS. FAUNTLEROY: And Chairman Levinson. 12 CHAIRMAN LEVINSON: Here. 13 MS. FAUNTLEROY: Thank you. 14 The matters discussed in closed session 15 this morning included key license applications 16 and a litigation update in the matter of 17 Edwards versus CCC, et al. 18 The first matter for your consideration 19 is the ratification of the minutes of the 20 public portion of the May 12, 2016, meeting. 21 CHAIRMAN LEVINSON: Thank you. 22 Is there a motion for the minutes? 23 VICE CHAIR HARRINGTON: So moved. 24 CHAIRMAN LEVINSON: Second? 25 COMMISSIONER COOPER: I'll second that.</p>
7	<p>1 (Public Meeting 15-06-15 was commenced 2 at 10:28 a.m.) 3 MR. NANCE: Good morning. I'd like to 4 read an opening statement: 5 This is to advise the general public 6 that in compliance with Chapter 231 of the 7 public laws of 1975 entitled "Senator Bryon M. 8 Baer Open Public Meeting Act," the New Jersey 9 Casino Control Commission on December 4th, 10 2015, filed with the Secretary of State at the 11 State House in Trenton an annual meeting 12 schedule. On December 9, 2015, copies were 13 mailed to subscribers. 14 Members of the press will be permitted 15 to take photographs. We ask that this be done 16 in a manner which is not disruptive or 17 distracting to the Commission. 18 The use of cell phones in the public 19 meeting room while the Commission is in session 20 is prohibited. 21 Any member of the public who wish to 22 address the Commission will be given the 23 opportunity to do so before the Commission 24 adjourns for the day. 25 Please stand for the Pledge of</p>	9	<p>1 ITEM NO. 2 2 CHAIRMAN LEVINSON: Any discussion? 3 (No response.) 4 CHAIR LEVINSON: All those in favor? 5 (Ayes.) 6 CHAIR LEVINSON: Opposed? 7 (No response.) 8 Chairman LEVINSON: Motion carries. 9 MS. FAUNTLEROY: Thank you. 10 Item No. 2 are applications for 11 resubmitted casino key employee licenses. You 12 have matters 3a through k on the agenda. 13 Item B, David Davidson, Jr., will be 14 called separately. The others, there are no 15 objections and request that you grant those 16 licenses. 17 CHAIRMAN LEVINSON: Thank you. 18 I'll entertain a motion. 19 COMMISSIONER COOPER: I move to grant 20 the three initial casino key employee licenses. 21 CHAIRMAN LEVINSON: Thank you. 22 A second? 23 VICE CHAIR HARRINGTON: I'll second. 24 CHAIRMAN LEVINSON: Any discussion on 25 them?</p>

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10	<p>1 ITEM NO. 2</p> <p>2 (No response.)</p> <p>3 CHAIR LEVINSON: All those in favor?</p> <p>4 (Ayes.)</p> <p>5 CHAIR LEVINSON: Opposed?</p> <p>6 (No response.)</p> <p>7 CHAIRMAN LEVINSON: Motion carries.</p> <p>8 MS. FAUNTLEROY: Wait one second. Let</p> <p>9 me double back one.</p> <p>10 CHAIRMAN LEVINSON: Yeah.</p> <p>11 VICE CHAIR HARRINGTON: Yeah. That was</p> <p>12 2.</p> <p>13 MS. FAUNTLEROY: It should be ten.</p> <p>14 VICE CHAIR HARRINGTON: No. 2?</p> <p>15 MS. FAUNTLEROY: Not --</p> <p>16 CHAIRMAN LEVINSON: No. 2 you skipped.</p> <p>17 COMMISSIONER COOPER: Two.</p> <p>18 MR. NANCE: No. 2.</p> <p>19 MS. FAUNTLEROY: Never mind. Thank you.</p> <p>20 Item 2b, David Davidson, Jr., there is</p> <p>21 an objection from the Division, and staff</p> <p>22 concurs with that objection. Request the</p> <p>23 matter be remanded to a hearing.</p> <p>24 CHAIRMAN LEVINSON: Thank you.</p> <p>25 Any questions on this?</p>	12
11	<p>1 ITEM NO. 3</p> <p>2 (No response.)</p> <p>3 CHAIRMAN LEVINSON: I'll entertain a</p> <p>4 motion.</p> <p>5 COMMISSIONER COOPER: I'll move to</p> <p>6 remand for a hearing the initial casino key</p> <p>7 employee license of David Davidson, Jr.</p> <p>8 CHAIRMAN LEVINSON: Thank you.</p> <p>9 Is there a second?</p> <p>10 VICE CHAIR HARRINGTON: Second.</p> <p>11 CHAIRMAN LEVINSON: Any discussion?</p> <p>12 (No response.)</p> <p>13 CHAIR LEVINSON: All those in favor?</p> <p>14 (Ayes.)</p> <p>15 CHAIR LEVINSON: Opposed?</p> <p>16 (No response.)</p> <p>17 CHAIRMAN LEVINSON: Motion carries.</p> <p>18 MS. FAUNTLEROY: Okay. Now Item No.</p> <p>19 3 --</p> <p>20 CHAIRMAN LEVINSON: There you go.</p> <p>21 MS. FAUNTLEROY: -- for your</p> <p>22 consideration are Items 3a through k on the</p> <p>23 agenda to which there are no objections.</p> <p>24 CHAIRMAN LEVINSON: Thank you.</p> <p>25 Commissioners, any questions on these?</p>	13
	<p>1 ITEM NO. 4</p> <p>2 VICE CHAIR HARRINGTON: Not a one.</p> <p>3 CHAIRMAN LEVINSON: Hearing none, is</p> <p>4 there a motion?</p> <p>5 VICE CHAIR HARRINGTON: I move that we</p> <p>6 grant the 11 resubmitted casino key employee</p> <p>7 licenses.</p> <p>8 CHAIRMAN LEVINSON: Thank you.</p> <p>9 A second?</p> <p>10 COMMISSIONER COOPER: I second that.</p> <p>11 CHAIRMAN LEVINSON: Any further</p> <p>12 discussion?</p> <p>13 (No response.)</p> <p>14 CHAIR LEVINSON: All in favor?</p> <p>15 (Ayes.)</p> <p>16 CHAIR LEVINSON: Opposed?</p> <p>17 (No response.)</p> <p>18 CHAIRMAN LEVINSON: Motion carries.</p> <p>19 MS. FAUNTLEROY: Thank you.</p> <p>20 Item No. 4 for your consideration are</p> <p>21 approvals through Delegation of Authority for</p> <p>22 actions between May 10, 2016, and June 13,</p> <p>23 2016.</p> <p>24 There is no action that is required of</p> <p>25 you at this time. However, Mr. MacFadden will</p>	

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14	<p>1 ITEM NO. 6</p> <p>2 list not to exceed five years.</p> <p>3 Staff recommends granting the requested</p> <p>4 relief.</p> <p>5 CHAIRMAN LEVINSON: Thank you.</p> <p>6 Any questions?</p> <p>7 VICE CHAIR HARRINGTON: No.</p> <p>8 CHAIRMAN LEVINSON: I'll entertain a</p> <p>9 motion.</p> <p>10 VICE CHAIR HARRINGTON: I move that we</p> <p>11 grant the requested relief and order that the</p> <p>12 six casino key employee licenses be</p> <p>13 inactivated.</p> <p>14 CHAIRMAN LEVINSON: Thank you.</p> <p>15 Is there a second?</p> <p>16 COMMISSIONER COOPER: I'll second that.</p> <p>17 CHAIRMAN LEVINSON: Any discussion?</p> <p>18 (No response.)</p> <p>19 CHAIR LEVINSON: All those in favor?</p> <p>20 (Ayes.)</p> <p>21 CHAIR LEVINSON: Opposed?</p> <p>22 (No response.)</p> <p>23 CHAIRMAN LEVINSON: Motion carries.</p> <p>24 MS. FAUNTLEROY: Item No. 6 for your</p> <p>25 consideration are casino key employee license</p>	16	<p>1 ITEM NO. 6</p> <p>2 Racing under company's casino service industry</p> <p>3 license.</p> <p>4 Consequently, staff recommends that the</p> <p>5 casino key employee license of these 17</p> <p>6 individuals be allowed to lapse.</p> <p>7 CHAIRMAN LEVINSON: Thank you.</p> <p>8 Commissioners, any questions on that?</p> <p>9 (No response.)</p> <p>10 CHAIRMAN LEVINSON: If not, I'll</p> <p>11 entertain a motion on these 17.</p> <p>12 COMMISSIONER COOPER: Mr. Chairman, I</p> <p>13 move to find that the 17 casino key employee</p> <p>14 licenses lapsed pursuant to NJAC 19:41A-6.1(f)</p> <p>15 of the regulation.</p> <p>16 CHAIRMAN LEVINSON: Thank you.</p> <p>17 Is there a second?</p> <p>18 VICE CHAIR HARRINGTON: I'll second.</p> <p>19 CHAIR LEVINSON: All those in favor?</p> <p>20 (Ayes.)</p> <p>21 CHAIR LEVINSON: Opposed?</p> <p>22 (No response.)</p> <p>23 CHAIRMAN LEVINSON: Motion carries.</p> <p>24 MR. MacFADDEN: Thank you.</p> <p>25 CHAIRMAN LEVINSON: Thank you, Glenn.</p>
15	<p>1 ITEM NO. 6</p> <p>2 lapses. They are identified as Items 6a</p> <p>3 through q.</p> <p>4 Mr. MacFadden will review those with you</p> <p>5 as well.</p> <p>6 MR. MacFADDEN: Thank you.</p> <p>7 Item 6 consists of 17 individuals whose</p> <p>8 casino key employee review deadline has passed</p> <p>9 and have neither filed the required</p> <p>10 resubmission paperwork nor requested to be</p> <p>11 placed on the inactive list.</p> <p>12 Those individuals are listed as Item 6a</p> <p>13 through 6q.</p> <p>14 However, Mary Rosenbauer, Item 6n, had</p> <p>15 her employee license resubmission deadline on</p> <p>16 May 11, 2016, and she didn't apply to go on the</p> <p>17 inactive list in a timely matter. However,</p> <p>18 based on 2011 changes to the Casino Control</p> <p>19 Act, Section NJAC 13:69M-6.3 and discussion</p> <p>20 between Commission Staff, Division, and counsel</p> <p>21 for Sportech, it was determined that placement</p> <p>22 on the inactive list would not be appropriate.</p> <p>23 Instead, staff recommends that her casino key</p> <p>24 employee be allowed to lapse. She will remain</p> <p>25 a qualifier as Compliance Manager for Sportech</p>	17	<p>1 ITEM NO. 7</p> <p>2 MS. FAUNTLEROY: Okay. Item No. 7 for</p> <p>3 your consideration is the application of Renee</p> <p>4 Fleifel for a casino key employee license and</p> <p>5 for plenary qualification as Vice President --</p> <p>6 Assistant Vice President, Food and Beverage,</p> <p>7 Tropicana, Atlantic City Corporation.</p> <p>8 Senior Counsel Liz Casey will review</p> <p>9 that matter with you.</p> <p>10 CHAIRMAN LEVINSON: Thank you.</p> <p>11 MS. CASEY: Thank you. Good morning,</p> <p>12 Chairman and Commissioners.</p> <p>13 CHAIRMAN LEVINSON: Good morning.</p> <p>14 MS. CASEY: As Miss Fauntleroy stated,</p> <p>15 for your consideration is the plenary</p> <p>16 qualification and licensure of Renee Fleifel.</p> <p>17 She was temporary -- issued a temporary key</p> <p>18 September 28th, 2015, and temporary qualified</p> <p>19 January 13th of this year.</p> <p>20 Objections were raised during the</p> <p>21 Division's investigation, and the matter was</p> <p>22 referred to the contested case process. But</p> <p>23 prior to the prehearing conference, Miss</p> <p>24 Fleifel addressed all the issues raised by the</p> <p>25 Division, and the Division withdrew their</p>

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18	<p>1 ITEM NO. 7 2 objection to her plenary licensure and 3 qualification. 4 Accordingly, the staff recommends that 5 she be issued a key and plenary qualified. 6 A resolution to that effect has been 7 circulated to the parties. 8 CHAIRMAN LEVINSON: Thank you. 9 Counsel, can you just make your 10 appearance? 11 MS. BEN-DAVID: Sara Ben-David appearing 12 on behalf of the Division of Gaming 13 Enforcement. 14 CHAIRMAN LEVINSON: Thank you. 15 MS. FLEIFEL: Hi. I'm Renee Fleifel. 16 CHAIRMAN LEVINSON: Thank you. 17 I guess the Division would like to go. 18 MS. BEN-DAVID: As indicated by Miss 19 Casey, we have filed a supplemental report 20 recommending that Miss Fleifel be granted a 21 casino key employee license and be qualified to 22 serve as Assistant Vice President of Food and 23 Beverage for Tropicana. 24 I have reviewed the draft resolution as 25 indicated, and have no objection to it.</p>	20	<p>1 ITEM NO. 8 2 CHAIRMAN LEVINSON: Any discussion on 3 this? 4 (No response.) 5 CHAIRMAN LEVINSON: This is a roll call 6 vote. 7 MS. FAUNTLEROY: Commissioner Cooper? 8 COMMISSIONER COOPER: Yes. 9 MS. FAUNTLEROY: Vice Chair Harrington? 10 VICE CHAIR HARRINGTON: Yes. 11 MS. FAUNTLEROY: And Chairman Levinson? 12 CHAIRMAN LEVINSON: Yes. 13 MS. FAUNTLEROY: Thank you. 14 MS. FLEIFEL: Thank you. 15 CHAIRMAN LEVINSON: Congratulations. 16 MS. FLEIFEL: Thank you. 17 VICE CHAIR HARRINGTON: Thank you. 18 MS. FAUNTLEROY: Item No. 8 for your 19 consideration is the application of Dennis 20 [sic] G. Ciccarone, a/k/a, Dennis Maier, a/k/a, 21 Dennis -- Denise -- Denise Ciccarone for a 22 casino key employee license. 23 Senior Counsel Casey will take you 24 through that. 25 CHAIRMAN LEVINSON: Thank you.</p>
19	<p>1 ITEM NO. 7 2 Thank you. 3 CHAIRMAN LEVINSON: Thank you. 4 Miss Fleifel? Would you like to say 5 anything? 6 MS. FLEIFEL: No, thank you. 7 CHAIRMAN LEVINSON: Okay. 8 Commissioners, any question for counsel 9 or Miss Fleifel? 10 (No response.) 11 CHAIRMAN LEVINSON: Hearing none, I'll 12 entertain a motion on this matter. 13 VICE CHAIR HARRINGTON: Mr. Chairman, I 14 move that we adopt the draft resolution and: 15 A, issue a plenary casino key employee 16 license to Renee M. Fleifel pursuant to NJSA 17 5:12-89 a and b; 18 And, B, find Miss Fleifel qualified to 19 serve as Assistant Vice President, Food and 20 Beverage, for Tropicana Atlantic City 21 Corporation in accordance with NJSA 5:12-85.1a, 22 NJSA 5:12-89b(1) and (2), and NJAC 13:69C-2.6. 23 CHAIRMAN LEVINSON: Thank you. 24 Is there a second? 25 COMMISSIONER COOPER: I'll second that.</p>	21	<p>1 ITEM NO. 8 2 MS. CASEY: Again, thank you. 3 This is an application for a key 4 employee license. Miss Ciccarone during the 5 application, some objections were raised to her 6 application by the Division. At the prehearing 7 conference, she brought proof addressing all of 8 the issues raised by the Division. 9 Staff received an amended report from 10 Mr. Bisciegli of the Division withdrawing any 11 objection to her key licensure; therefore, 12 staff recommends that she be licensed. 13 CHAIRMAN LEVINSON: Thank you. 14 MR. BISCIEGLIA: Thank you, as Miss 15 Casey stated, and as in our letter report of 16 June 8th, 2016, Miss Ciccarone provided 17 evidence that she satisfied the outstanding tax 18 liability that had led the Division to object 19 to her licensure in the first place. So the 20 Division now has no objection to her licensure. 21 CHAIRMAN LEVINSON: Thank you very much. 22 Commissioners, any questions for 23 counsel? 24 Now, is there a motion? 25 COMMISSIONER COOPER: Mr. Chairman, I</p>

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22	<p>1 ITEM NO. 9</p> <p>2 move to grant the application of Denise G.</p> <p>3 Ciccارنة for a casino key employee license.</p> <p>4 CHAIRMAN LEVINSON: Is there is second?</p> <p>5 VICE CHAIR HARRINGTON: I'll second it.</p> <p>6 CHAIRMAN LEVINSON: Any discussion?</p> <p>7 (No response.)</p> <p>8 CHAIR LEVINSON: All those in favor?</p> <p>9 (Ayes.)</p> <p>10 CHAIR LEVINSON: Opposed?</p> <p>11 (No response.)</p> <p>12 CHAIRMAN LEVINSON: Motion carries.</p> <p>13 MS. FAUNTLEROY: Item No. 9 is the</p> <p>14 resubmitted application of David S. Helveston</p> <p>15 for a casino key employee license.</p> <p>16 Again, Miss Casey will take you through</p> <p>17 that matter.</p> <p>18 CHAIRMAN LEVINSON: Thank you.</p> <p>19 MS. CASEY: Thank you.</p> <p>20 Similarly, David Helveston resubmitted</p> <p>21 his application for his casino key employee</p> <p>22 license. Issues were initially raised by the</p> <p>23 Division, and the matter was remanded to the</p> <p>24 contested case process.</p> <p>25 During his prehearing conference, Mr.</p>	24	<p>1 ITEM NO. 10</p> <p>2 CHAIRMAN LEVINSON: Hearing none, is</p> <p>3 there a motion?</p> <p>4 VICE CHAIR HARRINGTON: Mr. Chairman, I</p> <p>5 move that we grant the resubmitted application</p> <p>6 of David S. Helveston for casino key employee</p> <p>7 license.</p> <p>8 CHAIRMAN LEVINSON: Thank you.</p> <p>9 Is there a second?</p> <p>10 COMMISSIONER COOPER: I'll second that.</p> <p>11 CHAIRMAN LEVINSON: Any discussion on</p> <p>12 this?</p> <p>13 (No response.)</p> <p>14 CHAIR LEVINSON: All those in favor?</p> <p>15 (Ayes.)</p> <p>16 CHAIR LEVINSON: Opposed?</p> <p>17 (No response.)</p> <p>18 CHAIRMAN LEVINSON: Motion carries.</p> <p>19 MR. BISCIEGLIA: Thank you.</p> <p>20 CHAIRMAN LEVINSON: Thank you.</p> <p>21 MS. FAUNTLEROY: Thank you.</p> <p>22 Item No. 10 is the Petition of Caesars</p> <p>23 Entertainment Corporation, Harrah's Atlantic</p> <p>24 City Operating Company, LLC, Bally's Park</p> <p>25 Place, Inc., Boardwalk Regency Corporation, and</p>
23	<p>1 ITEM NO. 9</p> <p>2 Helveston provided proof that he had addressed</p> <p>3 all the issues raised by the Division, and we</p> <p>4 supplement -- we received a supplemental report</p> <p>5 from Mr. Bisciegliia from the Division</p> <p>6 withdrawing their objection to his licensure.</p> <p>7 CHAIRMAN LEVINSON: Thank you.</p> <p>8 MS. CASEY: Go ahead. No. It's fine.</p> <p>9 CHAIRMAN LEVINSON: Go ahead.</p> <p>10 MS. CASEY: I was just going to say,</p> <p>11 accordingly, staff recommends that he be</p> <p>12 licensed.</p> <p>13 CHAIRMAN LEVINSON: Thank you very much.</p> <p>14 Mr. Bisciegliia?</p> <p>15 MR. BISCIEGLIA: Thank you.</p> <p>16 In our May 25th, 2016, letter report, as</p> <p>17 stated, Mr. Helveston has presented amended</p> <p>18 Federal income tax returns that had led the</p> <p>19 Division to question his qualifications in the</p> <p>20 first place and paid all resulting liabilities,</p> <p>21 so the Division no longer objects.</p> <p>22 CHAIRMAN LEVINSON: Thank you very much.</p> <p>23 Commissioners, any questions for either</p> <p>24 counsel?</p> <p>25 (No response.)</p>	25	<p>1 ITEM NO. 10</p> <p>2 Caesars Interactive Entertainment, New Jersey,</p> <p>3 LLC, seeking permission for Benjamin J. Floyd</p> <p>4 to assume the duties and exercise the powers of</p> <p>5 Senior Vice President and AML officer of</p> <p>6 Caesars Entertainment Corp. pending plenary</p> <p>7 qualification.</p> <p>8 Again, Senior Counsel Casey will view</p> <p>9 that matter.</p> <p>10 CHAIRMAN LEVINSON: Thank you.</p> <p>11 MS. CASEY: Thank you.</p> <p>12 As was just stated, this is the</p> <p>13 application of -- or Petition of Caesars</p> <p>14 Entertainment Corporation for Benjamin J. Floyd</p> <p>15 to assume the duties and exercise the powers of</p> <p>16 Senior Vice President and Anti-Money Laundering</p> <p>17 Officer of Caesars Entertainment Corporation</p> <p>18 pending plenary qualification.</p> <p>19 The Commission has received the letter</p> <p>20 report from the Division and has no objection</p> <p>21 to Mr. Floyd being plenary -- or temporarily</p> <p>22 qualified.</p> <p>23 A draft resolution was submitted to the</p> <p>24 parties.</p> <p>25 CHAIRMAN LEVINSON: Thank you.</p>

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26	<p>1 ITEM NO. 10</p> <p>2 Good?</p> <p>3 Counsel, please enter your appearance.</p> <p>4 MR. O'GARA: Yeah. Paul O'Gara,</p> <p>5 Brownstein, Hyatt, Farber, Schreck for Caesars</p> <p>6 Entertainment.</p> <p>7 I have reviewed the draft resolution and</p> <p>8 have no problems.</p> <p>9 Mr. Floyd joins as an AML officer after</p> <p>10 having been the AML officer for Walmart. And</p> <p>11 he oversees the entirety of the AML operation</p> <p>12 in a plan which the Division has reviewed. And</p> <p>13 their BA casino key license that he reports to</p> <p>14 him in New Jersey, along with certain AML</p> <p>15 staff. The balance of the national AML staff,</p> <p>16 which numbers about 90 people, is located in</p> <p>17 Nevada. Centralized as requested by FinCEN.</p> <p>18 CHAIRMAN LEVINSON: Thank you.</p> <p>19 MS. RICHARDSON: Good morning, Chairman</p> <p>20 and Commissioners. Tracy Richardson --</p> <p>21 CHAIRMAN LEVINSON: Good morning.</p> <p>22 MS. RICHARDSON: -- for the Division of</p> <p>23 Gaming Enforcement.</p> <p>24 As Miss Casey said, we filed a letter of</p> <p>25 no objection to Mr. Floyd's temporary</p>	28	<p>1 ITEM NO. 11</p> <p>2 (No response.)</p> <p>3 CHAIRMAN LEVINSON: This is a roll call</p> <p>4 vote.</p> <p>5 MS. FAUNTLEROY: Commissioner Cooper?</p> <p>6 COMMISSIONER COOPER: Yes.</p> <p>7 MS. FAUNTLEROY: Vice Chair Harrington?</p> <p>8 VICE CHAIR HARRINGTON: Yes.</p> <p>9 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>10 CHAIRMAN LEVINSON: Yes.</p> <p>11 MS. FAUNTLEROY: Thank you.</p> <p>12 Item No. 11 for your consideration is</p> <p>13 the Petition of Caesars Entertainment</p> <p>14 Corporation, Harrah's AC Operating Company,</p> <p>15 Bally's Park Place, Boardwalk Regency, and</p> <p>16 Caesars Interactive, seeking permission for</p> <p>17 Susan Carletta to assume the duties and</p> <p>18 exercise the powers of Vice President and</p> <p>19 Deputy Chief Regulatory and Compliance Officer</p> <p>20 of Caesars Entertainment Corporation.</p> <p>21 Again, Miss Casey will take you through</p> <p>22 that.</p> <p>23 CHAIRMAN LEVINSON: Thank you.</p> <p>24 MS. CASEY: Thank you.</p> <p>25 As was just stated, this is a petition</p>
27	<p>1 ITEM NO. 10</p> <p>2 qualification.</p> <p>3 We've also reviewed the draft resolution</p> <p>4 and have no objection.</p> <p>5 CHAIRMAN LEVINSON: Thank you very much.</p> <p>6 MS. RICHARDSON: Thank you.</p> <p>7 CHAIRMAN LEVINSON: Commissioners, any</p> <p>8 questions for counsel?</p> <p>9 (No response.)</p> <p>10 CHAIRMAN LEVINSON: I'll entertain a</p> <p>11 motion.</p> <p>12 COMMISSIONER COOPER: Mr. Chairman, I</p> <p>13 move to adopt the draft resolution and</p> <p>14 authorize Benjamin J. Floyd on a temporary</p> <p>15 basis and prior to his plenary qualification to</p> <p>16 assume the duties and exercise the powers of</p> <p>17 Senior Vice President and Anti-Money Laundering</p> <p>18 Officer for Caesars Entertainment Corporation</p> <p>19 subject to the conditions contained in NJSA</p> <p>20 5:12-85.1c and NJAC 13:69C-2.7.</p> <p>21 CHAIRMAN LEVINSON: Thank you.</p> <p>22 Is there a second?</p> <p>23 VICE CHAIR HARRINGTON: Second.</p> <p>24 CHAIRMAN LEVINSON: Any further</p> <p>25 discussion?</p>	29	<p>1 ITEM NO. 11</p> <p>2 of Caesars Entertainment Corporation for Susan</p> <p>3 Carletta to assume the duties and exercise the</p> <p>4 powers of Vice President and Deputy Chief</p> <p>5 Regulatory and Compliance Officer of Caesars</p> <p>6 Entertainment Corporation, pending plenary</p> <p>7 qualification.</p> <p>8 By letter report dated June 8th of this</p> <p>9 year, the Division stated that it did not have</p> <p>10 any objection to Ms. Carletta serving in this</p> <p>11 position.</p> <p>12 A proposed form of resolution was</p> <p>13 circulated to the parties.</p> <p>14 CHAIRMAN LEVINSON: Thank you very much.</p> <p>15 Mr. O'Gara?</p> <p>16 MR. O'GARA: We've reviewed the</p> <p>17 resolution and have no objection.</p> <p>18 I think -- I think, Chairman, you know</p> <p>19 Miss Carletta. Most of your staff does. And</p> <p>20 we'd ask that you temporarily qualify her.</p> <p>21 CHAIRMAN LEVINSON: Thank you very much.</p> <p>22 Miss Richardson?</p> <p>23 MS. RICHARDSON: Thank you again. Tracy</p> <p>24 Richardson for the Division of Gaming</p> <p>25 Enforcement.</p>

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<p style="text-align: right;">30</p> <p>1 ITEM NO. 11 2 As has already been stated, we have no 3 objection to the temporary qualification. 4 We've also reviewed the draft resolution 5 and have no objection. 6 The only additional thing I'll state, as 7 Mr. O'Gara had said, Miss Carletta has been 8 employed by Caesars Entertainment for quite 9 some time. And in these titles, it was only 10 some new responsibilities that she had taken on 11 with regard to the Anti-Money Laundering 12 program and other involvement with that that 13 the Director exercised discretion to designate 14 her as a qualifier. 15 Thank you. 16 CHAIRMAN LEVINSON: Thank you very much. 17 Commissioners, any questions for 18 counsel? 19 (No response.) 20 CHAIRMAN LEVINSON: I'll entertain a 21 motion. 22 MS. FAUNTLEROY: Commissioner Cooper? 23 I'm sorry. 24 CHAIRMAN LEVINSON: She can make the 25 motion.</p>	<p style="text-align: right;">32</p> <p>1 ITEM NO. 12 2 Deputy Chief Regulatory and Compliance Officer 3 for Caesars Entertainment Corporation, subject 4 to the conditions contained in NJSA 5:12-85.1c 5 and NJAC 13:69C-2.7. 6 CHAIRMAN LEVINSON: Thank you. 7 Now, do we have a second? 8 COMMISSIONER COOPER: I'll make that 9 second. 10 CHAIRMAN LEVINSON: All right. Any 11 discussion? 12 (No response.) 13 CHAIRMAN LEVINSON: This is a roll call 14 vote. 15 MS. FAUNTLEROY: Who are you? 16 Commissioner Cooper? 17 COMMISSIONER COOPER: Yes. 18 MS. FAUNTLEROY: Commissioner Cooper? 19 COMMISSIONER COOPER: Yes. 20 MS. FAUNTLEROY: Vice Chair Harrington? 21 VICE CHAIR HARRINGTON: Yes. 22 MS. FAUNTLEROY: And Chairman Levinson? 23 CHAIRMAN LEVINSON: Yes. 24 MS. FAUNTLEROY: Thank you. Thank you. 25 Item No. 12 for your consideration, that</p>
<p style="text-align: right;">31</p> <p>1 ITEM NO. 11 2 MS. FAUNTLEROY: It's -- I'm out of it 3 today. Not a good day for me. 4 COMMISSIONER COOPER: I could make it. 5 VICE CHAIR HARRINGTON: Do you have a 6 question? 7 COMMISSIONER COOPER: No. Go ahead. 8 CHAIRMAN LEVINSON: I'll entertain a 9 motion. 10 MS. FAUNTLEROY: This is not a good day. 11 CHAIRMAN LEVINSON: I'll entertain a 12 motion. Anybody? 13 VICE CHAIR HARRINGTON: I'll make the 14 motion. 15 CHAIRMAN LEVINSON: Okay. Very good. 16 Do I have a second? 17 VICE CHAIR HARRINGTON: No. No. No. I 18 moved. 19 CHAIRMAN LEVINSON: I'm sorry. Go 20 ahead. 21 VICE CHAIR HARRINGTON: I move that we 22 adopt the draft resolution and authorize Susan 23 Carletta on a temporary basis and prior to her 24 plenary qualification to assume the duties and 25 exercise the powers of Vice President and</p>	<p style="text-align: right;">33</p> <p>1 ITEM NO. 13 2 matter was adjourned and will be listed at the 3 next meeting. 4 MR. O'GARA: Thank you. 5 CHAIRMAN LEVINSON: Thank you. 6 MS. FAUNTLEROY: Number 13, Petition of 7 MGM Resorts International requesting permission 8 for Stephen Martino to assume the duties and 9 exercise the powers of Senior Vice President 10 and Chief Compliance Officer of MGM Resorts 11 International pending plenary qualification. 12 Senior Counsel Teresa Pimpinelli will 13 review that matter with you. 14 MS. PIMPINELLI: Good morning, Chairman 15 and Commissioners. 16 CHAIRMAN LEVINSON: Good morning. 17 MS. PIMPINELLI: As Miss Fauntleroy just 18 stated, this a petition of MGM Resorts 19 International seeking temporary qualification 20 for Mr. Martino so that he can perform the 21 powers of Chief Vice President and Chief 22 Compliance of on a MGM Resorts International. 23 I note that counsel is here on behalf of 24 Petitioners and the Division. 25 A draft resolution was circulated to</p>

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<p style="text-align: right;">34</p> <p>1 ITEM NO. 13 2 parties previously. 3 CHAIRMAN LEVINSON: Thank you. 4 Counsel, please enter your appearance. 5 MR. CASIELLO: Nick Casiello of Fox 6 Rothschild on a behalf of the Petitioner, MGM 7 Resorts International. 8 CHAIRMAN LEVINSON: Thank you. 9 MS. RICHARDSON: Tracy Richardson for 10 the Division of Gaming Enforcement. 11 CHAIRMAN LEVINSON: Thank you. 12 Mr. Casiello? 13 MR. CASIELLO: Just briefly, Mr. 14 Chairman, Commissioners. 15 Mr. Martino, in addition to currently -- 16 or we are seeking permission for him to serve 17 as Senior Vice President. But upon the 18 retirement of the current chief compliance 19 officer, he will also assume those duties. 20 Mr. Martino is the former Executive 21 Director of the Maryland Lottery and Gaming 22 Control Agency and eminently qualified for this 23 position. 24 We were provided a draft of the 25 resolution, and it is amenable to us in form</p>	<p style="text-align: right;">36</p> <p>1 ITEM NO. 14 2 International subject to the conditions 3 contained in NJSA 5:12-85.1c, NJSA 5:12-89b(1) 4 and (2), and NJAC 13:69C-2.7. 5 CHAIRMAN LEVINSON: Thank you. 6 Is there a second? 7 COMMISSIONER COOPER: I'll second that. 8 CHAIRMAN LEVINSON: Any discussion on 9 this? 10 (No response.) 11 CHAIRMAN LEVINSON: This is a roll call 12 vote. 13 MS. FAUNTLEROY: Commissioner Cooper? 14 COMMISSIONER COOPER: Yes. 15 MS. FAUNTLEROY: Vice Chair Harrington? 16 VICE CHAIR HARRINGTON: Yes. 17 MS. FAUNTLEROY: And Chairman Levinson? 18 CHAIRMAN LEVINSON: Yes. 19 MS. FAUNTLEROY: Thank you very much. 20 Item No. 4 [sic] for your consideration 21 is the Joint Petition of MGM Resorts 22 International, MAC CORP., and Mirage Resorts 23 requesting permission for Michael Carlotti to 24 assume the duties and exercise the powers of 25 Senior Vice President and Treasurer of MGM</p>
<p style="text-align: right;">35</p> <p>1 ITEM NO. 13 2 and substance. 3 Thank you. 4 CHAIRMAN LEVINSON: Thank you. 5 Miss Richardson? 6 MS. RICHARDSON: Thank you. 7 You have our letter of May 31st, with no 8 objection to Mr. Martino's temporary 9 qualification. 10 We have also reviewed the draft 11 resolution and have no objection. 12 Thank you. 13 CHAIRMAN LEVINSON: Thank you. 14 Commissioners, any questions on this 15 matter? 16 VICE CHAIR HARRINGTON: No. 17 CHAIRMAN LEVINSON: I'll entertainment a 18 motion. 19 VICE CHAIR HARRINGTON: Mr. Chairman, I 20 move that we draft -- we adopt the draft 21 resolution and authorize Stephen L. Martino on 22 a temporary basis and prior to his plenary 23 qualification to assume the duties and exercise 24 the powers of Senior Vice President and Chief 25 Compliance Officer for MGM Resorts</p>	<p style="text-align: right;">37</p> <p>1 ITEM NO. 14 2 Resorts International and Treasurer of MAC CORP 3 and Mirage Resorts, Inc., pending his plenary 4 qualification. 5 Again, Senior Counsel Pimpinelli will 6 review that for you. 7 CHAIRMAN LEVINSON: Thank you. 8 MS. PIMPINELLI: Chairman and 9 Commissioners, as Ms. Fauntleroy said, this is 10 the Joint Petition seeking temporary 11 qualification for Mr. Carlotti to assume those 12 duties. 13 Again, a draft resolution was circulated 14 to the parties. 15 I note the presence of counsel and ask 16 that they enter their appearance. 17 CHAIRMAN LEVINSON: Thank you very much. 18 MR. CASIELLO: Nick Casiello, Fox 19 Rothschild, behalf of all three petitioners. 20 CHAIRMAN LEVINSON: Thank you. 21 MS. RICHARDSON: Thank you again. Tracy 22 Richardson for the Division of Gaming 23 Enforcement. 24 CHAIRMAN LEVINSON: Thank you. 25 Mr. Casiello?</p>

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<p>1 ITEM NO. 14</p> <p>2 MR. CASIELLO: We also received a draft</p> <p>3 of the resolution, and it is acceptable in form</p> <p>4 and substance.</p> <p>5 I would just note that Mr. Carlotti is</p> <p>6 assuming some of the titles currently held by</p> <p>7 the Chief Financial Officer of MGM, who is also</p> <p>8 a qualifier.</p> <p>9 CHAIRMAN LEVINSON: Okay. Thank you.</p> <p>10 Miss Richardson?</p> <p>11 MS. RICHARDSON: You have our letter of</p> <p>12 no objection to Mr. Carlotti's temporary</p> <p>13 qualification.</p> <p>14 We've also reviewed the draft</p> <p>15 resolution, and we have no objection.</p> <p>16 Thank you.</p> <p>17 CHAIRMAN LEVINSON: Thank you.</p> <p>18 Commissioners, any questions for either</p> <p>19 counsel?</p> <p>20 (No response.)</p> <p>21 CHAIRMAN LEVINSON: Hearing none, is</p> <p>22 there a motion?</p> <p>23 COMMISSIONER COOPER: Mr. Chairman, I</p> <p>24 move to adopt the draft resolution and</p> <p>25 authorize Michael Carlotti on a temporary basis</p>	<p>1 ITEM NO. 15</p> <p>2 certain subsidiaries to serve as the landlord</p> <p>3 and sublandlord of Marina District Development</p> <p>4 Company, LLC.</p> <p>5 Senior Counsel Pimpinelli will review</p> <p>6 that matter with you.</p> <p>7 MS. PIMPINELLI: Chairman and</p> <p>8 Commissioners, as Miss Fauntleroy indicated,</p> <p>9 this is the Joint Petition of MGM International</p> <p>10 and MGM Growth Properties, LLC. They are</p> <p>11 seeking a declaratory ruling from you which</p> <p>12 will determine the licensing status of MGP</p> <p>13 Lessor, LLC, and MGM Lessee, LLC.</p> <p>14 Again, a draft resolution was circulated</p> <p>15 to the parties.</p> <p>16 I note that counsel is here on behalf of</p> <p>17 both Petitioners, and the Division, and I would</p> <p>18 just ask that they enter their appearance.</p> <p>19 CHAIRMAN LEVINSON: Thank you.</p> <p>20 MR. CASIELLO: Nick Casiello, Pat</p> <p>21 Madamba of Fox Rothschild on behalf of</p> <p>22 Petitioners.</p> <p>23 CHAIRMAN LEVINSON: Thank you.</p> <p>24 MS. RICHARDSON: Tracy Richardson for</p> <p>25 the Division of Gaming Enforcement.</p>
39	41
<p>1 ITEM NO. 15</p> <p>2 and prior to his plenary qualification to</p> <p>3 assume the duties and exercise the powers of</p> <p>4 Senior Vice President and Treasurer for MGM</p> <p>5 Resorts International and Treasurer of MAC CORP</p> <p>6 and Mirage Resorts, Incorporated, subject to</p> <p>7 the conditions contained in NJSA 5:12-85.1(c),</p> <p>8 NJSA 5:12-89b (1) and (2), and NJAC 13:69C-2.7.</p> <p>9 CHAIRMAN LEVINSON: Is there a second?</p> <p>10 VICE CHAIR HARRINGTON: Second.</p> <p>11 CHAIRMAN LEVINSON: Any discussion?</p> <p>12 (No response.)</p> <p>13 CHAIRMAN LEVINSON: This is a roll call</p> <p>14 vote.</p> <p>15 MS. FAUNTLEROY: Commissioner Cooper?</p> <p>16 COMMISSIONER COOPER: Yes.</p> <p>17 MS. FAUNTLEROY: Vice Chair Harrington?</p> <p>18 VICE CHAIR HARRINGTON: Yes.</p> <p>19 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>20 CHAIRMAN LEVINSON: Yes.</p> <p>21 MS. FAUNTLEROY: Thank you.</p> <p>22 Item No. 15 is the Joint Petition of MGM</p> <p>23 International and MGM Growth Properties, LLC,</p> <p>24 for declaratory ruling pursuant to NJAC</p> <p>25 19:40A-3.7 determining the licensing status of</p>	<p>1 ITEM NO. 15</p> <p>2 CHAIRMAN LEVINSON: Thank you.</p> <p>3 MR. CASIELLO: Thank you, Mr. Chairman,</p> <p>4 Commissioners.</p> <p>5 This is the first of two petitions we</p> <p>6 plan on providing to you for hearing.</p> <p>7 As explained in detail in this petition,</p> <p>8 MGM currently owns 50 percent of Borgata, and</p> <p>9 Boyd owns the other 50 percent and is the</p> <p>10 manager. MGM has entered into an agreement to</p> <p>11 purchase from Boyd its remaining ownership</p> <p>12 interest in on Borgata, and as a result MGM</p> <p>13 will become the manager of that property.</p> <p>14 We formerly provided you with notice of</p> <p>15 the purchase of that equity in five days -- and</p> <p>16 five business days have now elapsed since we</p> <p>17 provided that notice. Upon purchasing of</p> <p>18 Boyd's interest, MGM's desire to transfer the</p> <p>19 Borgata real estate and improvements to a</p> <p>20 subsidiary of MGM Growth Properties, LLC, which</p> <p>21 here and after I will refer to as MGP.</p> <p>22 MGP is a real estate investment trust</p> <p>23 controlled by MGM. Subsequent to the sale of</p> <p>24 the real estate to a subsidiary of MGP, MGP</p> <p>25 will then lease the real estate to an entity</p>

42	<p>1 ITEM NO. 15</p> <p>2 affiliated with MGM called MGM Lessee, LLC,</p> <p>3 which will then sublease the real estate to</p> <p>4 Marina District Development Company, LLC, the</p> <p>5 casino licensee.</p> <p>6 You're making it really hard on me.</p> <p>7 CHAIRMAN LEVINSON: That's pretty good.</p> <p>8 (Laughter.)</p> <p>9 MR. CASIELLO: The only issue before you</p> <p>10 today is the type of license that MGP Lessor</p> <p>11 and MGP Lessee are required to hold. Under the</p> <p>12 Act you have three choices: Nothing; a casino</p> <p>13 service industry license; or a casino license.</p> <p>14 Our position is that they should only be</p> <p>15 required to hold a casino service industry</p> <p>16 license and not a casino license.</p> <p>17 The basis of our position is that this</p> <p>18 is simply a landlord/tenant relationship, that</p> <p>19 MGP Lessor is simply a landlord, and this is</p> <p>20 simply a landlord/tenant relationship, and MGP</p> <p>21 Lessor does not have an ability to control</p> <p>22 Borgata or the operation of the casino therein.</p> <p>23 I referred earlier to a second petition.</p> <p>24 And that second petition will address the form</p> <p>25 of the lease and the sublease and ask for your</p>	44	<p>1 ITEM NO. 15</p> <p>2 And another important basis for our</p> <p>3 recommendation was the fact that MGP Lessor and</p> <p>4 MGM Lessee are controlled entities under MGM</p> <p>5 Resorts International, which is already a</p> <p>6 qualified holding company of Borgata. So while</p> <p>7 new entities have been created pursuant to this</p> <p>8 new restructure that MGM has set up, the</p> <p>9 entities are under the ultimate control of a</p> <p>10 parent who is already subject to regulation and</p> <p>11 qualified as a holding company.</p> <p>12 This is an important consideration when</p> <p>13 determining the appropriate licensing status</p> <p>14 for the lessor and lessee entities as opposed</p> <p>15 to these new entities being third-party,</p> <p>16 unrelated companies without having a vested</p> <p>17 relationship in the existing casino licensee.</p> <p>18 For all those reasons, and as set forth</p> <p>19 in our June 9th report, the Division recommends</p> <p>20 that the Commission determine that the lessor</p> <p>21 and lessee entities are appropriately</p> <p>22 applicants for a casino service industry</p> <p>23 enterprise licensure subject to various</p> <p>24 conditions that we've set forth in the report.</p> <p>25 And those have been captured already by the</p>
43	<p>1 ITEM NO. 15</p> <p>2 approval of those aspects of the transaction.</p> <p>3 And we'll also explain more fully that</p> <p>4 transaction and have a witness present on that</p> <p>5 day to testify.</p> <p>6 The DGE issued a report on June 9th, and</p> <p>7 the report contains conditions. Those</p> <p>8 conditions are acceptable to us.</p> <p>9 We also received a draft of the</p> <p>10 resolution, and that is acceptable to us as</p> <p>11 well.</p> <p>12 Be pleased to answer any questions you</p> <p>13 have.</p> <p>14 CHAIRMAN LEVINSON: Thank you.</p> <p>15 Miss Richardson?</p> <p>16 MS. RICHARDSON: As Mr. Casiello stated,</p> <p>17 we filed a report to you on June 9th. It</p> <p>18 recommends that both MGP Lessor and MGM Lessee</p> <p>19 be designated as casino enterprise licensees</p> <p>20 rather than casino licensees.</p> <p>21 Our recommendation is based, in part, on</p> <p>22 the lack of significant control that the</p> <p>23 landlord may exercise over Borgata's rights to</p> <p>24 the lease property as well as its casino</p> <p>25 operations.</p>	45	<p>1 ITEM NO. 15</p> <p>2 Commission in the draft resolution.</p> <p>3 Thank you.</p> <p>4 CHAIRMAN LEVINSON: Thank you.</p> <p>5 Commissioners, any questions for either</p> <p>6 counsel?</p> <p>7 (No response.)</p> <p>8 CHAIRMAN LEVINSON: Hearing none, I'll</p> <p>9 try to do as well as Mr. Casiello did here.</p> <p>10 As we just heard, MGM Resorts</p> <p>11 International is buying out its partner in</p> <p>12 Borgata, Boyd Gaming. When the deal is</p> <p>13 complete, MGM will put the property into a</p> <p>14 publicly traded real estate investment trust</p> <p>15 that it formed earlier this year for the</p> <p>16 purpose of holding a number of casino</p> <p>17 properties. As it has done with those casino</p> <p>18 properties, an MGM controlled entity will lease</p> <p>19 the Borgata from the real estate investment</p> <p>20 trust through a master lease and an operating</p> <p>21 sublease. The issue before us today is the</p> <p>22 license status of MGP Lessor, LLC, and MGM</p> <p>23 Lessee, LLC.</p> <p>24 MGM and MGP are seeking the ruling that</p> <p>25 those entities do not need a full casino</p>

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46	<p>1 ITEM NO. 15</p> <p>2 license but should obtain a casino service</p> <p>3 industry enterprise license instead, and which</p> <p>4 I agree.</p> <p>5 The amendments made in Section 82 of the</p> <p>6 Casino Control Act in 2011, give the Commission</p> <p>7 the discretion to determine whether the CSIE</p> <p>8 licensing for a lessor or lessee would be</p> <p>9 appropriate instead of a full casino license in</p> <p>10 certain circumstances. I am satisfied that</p> <p>11 based on the particulars in this matter, this</p> <p>12 is a situation where the CSIE licensure is</p> <p>13 appropriate.</p> <p>14 MGM, which is already a qualified</p> <p>15 holding company of Borgata, owns over 73</p> <p>16 percent of MGP and its subsidiaries. Virtually</p> <p>17 all the individuals who are designated as</p> <p>18 qualifiers for MGP have already been</p> <p>19 investigated and found qualified because of</p> <p>20 their roles in MGM.</p> <p>21 In addition, the leasing agreement says</p> <p>22 MGP cannot interfere with Borgata's use of the</p> <p>23 property and may not participate in or exercise</p> <p>24 any control over operations without obtaining a</p> <p>25 full casino license.</p>	48	<p>1 ITEM NO. 15</p> <p>2 VICE CHAIR HARRINGTON: Yes.</p> <p>3 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>4 CHAIRMAN LEVINSON: Yes.</p> <p>5 MS. FAUNTLEROY: Thank you.</p> <p>6 MR. CASIELLO: Thank you.</p> <p>7 CHAIRMAN LEVINSON: Thank you.</p> <p>8 MS. RICHARDSON: Thank you.</p> <p>9 CHAIRMAN LEVINSON: Thank you.</p> <p>10 MS. FAUNTLEROY: In accordance with</p> <p>11 Resolution 15-12-09-03, the next closed session</p> <p>12 will be held on Wednesday, July 13, 2016, at</p> <p>13 9:30 a.m. in Commission offices.</p> <p>14 CHAIRMAN LEVINSON: Thank you.</p> <p>15 This is the public participation portion</p> <p>16 of the meeting.</p> <p>17 Anyone from the public wish to be heard?</p> <p>18 (No response.)</p> <p>19 CHAIRMAN LEVINSON: Seeing none, this</p> <p>20 portion is now closed.</p> <p>21 Do I have a motion to adjourn?</p> <p>22 COMMISSIONER COOPER: I'll make that</p> <p>23 motion.</p> <p>24 CHAIRMAN LEVINSON: Is there a second?</p> <p>25 VICE CHAIR HARRINGTON: Second.</p>
47	<p>1 ITEM NO. 15</p> <p>2 Further, as required by the Act, the</p> <p>3 Division has reviewed and -- the filings and</p> <p>4 has recommended subject to several conditions</p> <p>5 that we grant the relief requested.</p> <p>6 With that being said, I move that we</p> <p>7 approve the Petition and find that pursuant to</p> <p>8 NJSА 5:12-82C(5), MGP Lessor, LLC, and MGM</p> <p>9 Lessee, LLC, shall be required to obtain casino</p> <p>10 service industry enterprise licenses pursuant</p> <p>11 to NJSА 5:12-92A as specified in and subject to</p> <p>12 the conditions provided in the draft</p> <p>13 resolution.</p> <p>14 Do I have a second on this?</p> <p>15 VICE CHAIR HARRINGTON: I'll second</p> <p>16 that.</p> <p>17 CHAIRMAN LEVINSON: Motion has been made</p> <p>18 and seconded.</p> <p>19 Is there anything further to discuss?</p> <p>20 (No response.)</p> <p>21 CHAIRMAN LEVINSON: Hearing none, this</p> <p>22 is a roll call vote.</p> <p>23 MS. FAUNTLEROY: Commissioner Cooper?</p> <p>24 COMMISSIONER COOPER: Yes.</p> <p>25 MS. FAUNTLEROY: Vice Chair Harrington?</p>	49	<p>1</p> <p>2 CHAIR LEVINSON: All those in favor?</p> <p>3 (Ayes.)</p> <p>4 CHAIR LEVINSON: Opposed?</p> <p>5 (No response.)</p> <p>6 CHAIRMAN LEVINSON: Meeting adjourned.</p> <p>7 Thank you very much.</p> <p>8 (Public Meeting No. 16-06-15 was</p> <p>9 adjourned at 11:01 a.m.)</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

1 CERTIFICATE

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4 I, DARLENE SILLITOE, a Certified Court
5 Reporter and Notary Public of the State of New Jersey,
6 certify that the foregoing is a true and accurate
7 transcript of the proceedings.

8 I further certify that I am neither
9 attorney, of counsel for, nor related to or employed
10 by any of the parties to the action; further that I am
11 not a relative or employee of any attorney or counsel
12 employed in this case; nor am I financially interested
13 in the action.

14

15

16

17


18 DARLENE SILLITOE, CCR
19 License No 30XI0102300



20

21

22 Dated: June 20, 2016

23 My Notary Commission Expires

24 December 9, 2019

25 ID No 50006932

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