

**New Jersey Casino Control Commission**  
**Resolution**  
**No. 18-12-17-01**



RESOLUTION OF THE NEW JERSEY CASINO CONTROL COMMISSION  
CONCERNING THE PETITION OF DGMB CASINO, LLC, RESORTS DIGITAL  
GAMING, LLC, AND THEIR HOLDING COMPANIES FOR QUALIFICATION OF  
AN ENTITY QUALIFIER PURSUANT TO *N.J.S.A. 5:12-85.1* AND FOR APPROVAL  
PURSUANT TO *N.J.S.A. 5:12-105F* (PRN 3061801)

**WHEREAS**, on July 13, 2011 the New Jersey Casino Control Commission (Commission) granted plenary casino licensure to DGMB Casino LLC d/b/a Resorts Casino (DGMB); found DGMB Casino Holding, LLC (DGMB Casino Holding), DGMB Casino SPE Corp. (DGMB SPE) and JEMB Resorts, LLC (JEMB) qualified as holding companies of DGMB; found Bailey Family 2010 Grandchildren's Trust f/b/o Ester's Issue, of which Joseph Jerome serves as Trustee, and Bailey Family 2010 Grandchildren's Trust f/b/o Michele's Issue, of which Michele Bailey-Horovits serves as Trustee (collectively, the 2010 Trusts) qualified as entity qualifiers of DGMB and found Joseph Jerome and Michele Bailey-Horovits, among others, qualified as natural person qualifiers of DGMB (Resolution No. 11-07-13-04); and

**WHEREAS**, on August 12, 2015, the Commission granted casino licensure to Resorts Digital Gaming, LLC (Resorts Digital) as an internet gaming affiliate of DGMB pursuant to *N.J.S.A. 5:12-95.32* and *N.J.S.A. 5:12-82b(5)*; found DGMB SPE, DGMB Casino Holding and JEMB qualified as holding companies of Resorts Digital and found Joseph Jerome, among others, qualified as a natural person qualifier of Resorts Digital (Resolution No. 15-08-12-12); and



**WHEREAS**, in October 2016, pursuant to *N.J.S.A.* 5:12-87.1, the Division of Gaming Enforcement (Division) reviewed the casino license of DGMB and its holding companies, entity qualifiers and natural person qualifiers, including, among others, DGMB Casino Holding, DGMB SPE, JEMB, the 2010 Trusts, Joseph Jerome and Michele Bailey-Horovits and determined that DGMB, its holding companies, entity qualifiers and natural person qualifiers continued to meet the requirements for licensure as set forth in *N.J.S.A.* 5:12-84 and -85; and

**WHEREAS**, on October 11, 2017, in response to PRN 2411702, the Commission approved the transfer of an ownership interest in JEMB from the 2010 Trusts to the Bailey Family 1998 Grandchildren's Trust (1998 Trust) pursuant to *N.J.S.A.* 5:12-105f; found the 1998 Trust qualified as an entity qualifier of DGMB and Resorts Digital; found Ester Jerome qualified as a Trustee of the 1998 Trust; found that Michele Bailey-Horovits and Joseph Jerome having previously been found qualified, continued to remain qualified pursuant to *N.J.S.A.* 5:12-85 and -85.1 and further determined that in accordance with *N.J.S.A.* 5:12-85.1, the five (5) individuals receiving one percent (1%) each of the 2010 Trusts' interest in JEMB did not require qualification; and

**WHEREAS**, on November 2, 2018, DGMB and Resorts Digital and their holding companies DGMB Casino Holding, DGMB SPE and JEMB (collectively Petitioners) filed PRN 3061801 seeking (a) approval for the transfer of a 5%



ownership interest in JEMB held by five (5) individuals each of whom holds a one percent (1%) interest each, to Jerome Resorts Holding (JR Holding), a Delaware limited liability corporation formed on May 17, 2018 to hold the five (5) individuals' interest in JEMB pursuant to *N.J.S.A. 5:12-105f*; (b) qualification of JR Holding as a new entity qualifier of DGMB and Resorts Digital pursuant to *N.J.S.A. 5:12-85* and *-85.1*; (c) a ruling that Joseph Jerome, a natural person qualifier of DGMB and Resorts Digital, as Managing Member of JR Holding and holder of 100% of the non-economic voting interest of JR Holding pursuant to a Limited Liability Company Operating Agreement (LLC Agreement), is a natural person qualifier of JR Holding and having been previously found qualified, remains qualified pursuant to *N.J.S.A. 5:12-85.1* and (d) that the five (5) individuals continue to not be required to qualify in connection with their one percent (1%) ownership interest each in JR Holding; and

**WHEREAS**, the Division filed a letter report dated December 11, 2018 concluding that it would not object to the approval of the ownership interest transfer from JEMB to JR Holding as requested by PRN 3061801 and further recommending that in light of the recent qualification of Joseph Jerome in connection with the 2016 DGMB casino license resubmission and the issuance of a casino license to Resorts Digital, additional review of his qualification was not required and further concluding that the five (5) individuals transferring their one percent (1%) each ownership interest in JEMB to JR Holding do not



now require qualification; and reflecting its investigation of JR Holding and recommending that it be found qualified as an entity qualifier of DGMB and Resorts Digital pursuant to *N.J.S.A. 5:12-85 and -85.1*; and

**WHEREAS**, the Commission considered the entire record in this matter, together with the presentations of counsel, at a specially scheduled public meeting of December 17, 2018.

**NOW, THEREFORE, BE IT RESOLVED**, by the Commission that the relief requested is hereby GRANTED and the transfer of a 5% ownership interest in JEMB held by five (5) individuals with each holding a one percent (1%) interest each to JR Holding is specifically approved as provided for in *N.J.S.A. 5:12-105f*; and

**BE IT FURTHER RESOLVED** that JR Holding is hereby found qualified as a new entity qualifier of DGMB and Resorts Digital pursuant to *N.J.S.A. 5:12-85 and -85.1*; and

**BE IT FURTHER RESOLVED** that Joseph Jerome is required to be qualified as the Managing Member and holder of 100% of the non-economic voting interest in JR Holding, and having previously been found qualified, continues to remain qualified pursuant to *N.J.S.A. 5:12-85 and -85.1*; and

**BE IT FURTHER RESOLVED** that in accordance with *N.J.S.A. 5:12-85.1*, the five (5) individuals holding a one percent (1%) each ownership interest of JR Holding as a result of the transfer from JEMB have been determined to not to need to qualify.



**BE IT FURTHER RESOLVED** that the rulings set forth herein are subject to the condition that executed copies of the LLC Agreement and transfer documents be filed with the Division and Commission within five (5) days of execution.

Submitted by:

A handwritten signature in cursive script, appearing to read "Dianna W. Fauntleroy".

Dianna W. Fauntleroy  
General Counsel

CERTIFICATION

I HEREBY CERTIFY that this Resolution correctly reflects the decision of the New Jersey Casino Control Commission.

A handwritten signature in cursive script, appearing to read "Teresa Pimpinelli".

Teresa Pimpinelli, Esq.  
Senior Counsel  
for the Executive Secretary

Meeting of December 17, 2018

Vote taken on pages 9-10