

LGCB Board Meeting 7-20-17, (Pages 1:1 to 35:24)

1:1 LOUISIANA GAMING CONTROL BOARD

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3 BOARD OF DIRECTORS' MEETING

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8 THURSDAY, JULY 20, 2017

9

10 Louisiana State Capitol

11 House Committee Room 1

12 900 North Third Street

13 Baton Rouge, Louisiana

14

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17 TIME: 10:00 A.M.

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1 APPEARANCES

2 RONNIE JONES

Chairman (At Large)

3 Third Congressional District

June 30, 2019

4

FRANKLIN AYRES BRADFORD

5 (Economic Planner)

Fifth Congressional District

6 June 30, 2019

7 MARK STIPE

(Attorney)

8 Seventh Congressional District

June 30, 2020

9

10 JAMES SINGLETON

(Public/Business Administration)

11 Second Congressional District

June 30, 2020

12

13 CLAUDE D. JACKSON

(At large)

14 Fourth Congressional District

June 30, 2018

15

16 ROBERT W. GASTON, III

(At Large)

17 Sixth Congressional District

June 30, 2021

18

19 JULIE BERRY

(CPA)

20 Third Congressional District

June 30, 2018

21

22 WANDA L. THERIOT

(At Large)

23 First Congressional District

June 30, 2021

24

25

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1 PAGE

2 APPEARANCES CONTINUED

3 RICHARD PATRICK

(Law Enforcement)

4 Fifth Congressional District

Appointed January 27, 2017

5

6 LIEUTENANT ADAM ALBRIGHT

Ex-Officio Board Member

7 Louisiana State Police

8

9 MICHAEL LEGENDRE

Office of Charitable Gaming

10 Director

11

12 LANA TRAMONTE

Executive Assistant

13

14 TRUDY SMITH

Confidential Assistant

15

16 REPORTED BY:

17 BRITTANY VIDRINE, RPR

Baton Rouge Court Reporters

18

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9	Bossier Casino Venture, Inc.	
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1 I. CALL TO ORDER

2 CHAIRMAN JONES: Good morning and  
3 welcome to the first day, July 20th,  
4 meeting of the Louisiana Gaming Control  
5 Board.

6 Ms. Tramonte, will you call the  
7 roll?

8 THE CLERK: Chairman Jones?

9 CHAIRMAN JONES: Here.

10 THE CLERK: Mr. Bradford?

11 MR. BRADFORD: Here.

12 THE CLERK: Mr. Stipe?

13 MR. STIPE: Here.

14 THE CLERK: Mr. Singleton?

15 MR. SINGLETON: Here.

16 THE CLERK: Mr. Jackson?

17 MR. JACKSON: Here.

18 THE CLERK: Mr. Gaston?

19 MR. GASTON: Here.

20 THE CLERK: Miss Berry?

21 MS. BERRY: Here.

22 THE CLERK: Miss Theriot?

23 MS. THERIOT: Here.

24 THE CLERK: Mr. Patrick?

25 MR. PATRICK: Here.

6

1 THE CLERK: Colonel Reeves?

2 MR. ALBRIGHT: Lieutenant Albright

3 for Colonel Reeves.

4 THE CLERK: Secretary Robinson?

5 MR. LEGENDRE: Michael Legendre for

6 Secretary Robinson.

7 CHAIRMAN JONES: Thank you. We have

8 a quorum, and we may conduct this lengthy

9 agenda that we have this morning.

10 III. APPROVAL OF MINUTES

11 CHAIRMAN JONES: Do I have a motion

12 to waive and approve reading of the

13 minutes?

14 MR. BRADFORD: I'll move.

15 MS. BERRY: I'll second.

16 CHAIRMAN JONES: By Mr. Bradford,

17 seconded by Miss Berry.

18 Any objection? Without objection,

19 the minutes are adopted.

20 IV. REVENUE REPORTS

21 CHAIRMAN JONES: We'll now call for  
22 revenue reports. Good morning.

23 MR. BOSSIER: Morning. Good  
24 morning, Chairman Jones and Board  
25 Members. My name is Jim Bossier with the

7

1 Louisiana State Police Gaming Enforcement  
2 Division.

3 The 15 operating riverboats  
4 generated Adjusted Gross Receipts of  
5 \$161,725,138 in June. This total  
6 represents a decrease of almost  
7 \$2.7 million or 1.6 percent from last  
8 month, but an increase of \$5.3 million or  
9 3.4 percent from last June.

10 Adjusted Gross Receipts for fiscal  
11 year 2016-2017 are \$1,938,000,000, an  
12 increase of \$10.7 million or 1 percent  
13 from fiscal year 2015-2016.

14 During June, the State collected  
15 fees totaling \$34,770,905. As of June  
16 30th, 2017, the State collected almost  
17 \$417 million in fees for fiscal year  
18 2016-2017, an increase of \$2.3 million or  
19 1 percent from last fiscal year.

20 Next is a summary of the June 2017  
21 gaming activity for Harrah's New Orleans  
22 found on page three. During June,  
23 Harrah's generated \$22,303,047 in gross

24 gaming revenue, a decrease of  
25 \$2.9 million or 11.6 percent from last

8

1 month, but an increase of \$2.8 million or  
2 14.6 (percent) from last June. Revenues  
3 for fiscal year 2016-2017 are over \$281  
4 million, down \$12 million or 4 percent  
5 from fiscal year 2015-2016.

6 During June, the State received  
7 \$4,931,507 in minimum daily payments. As  
8 a June 30th, 2017, the State collected  
9 \$60 million in fees for fiscal year  
10 2016-2017.

11 Next I will present the revenues for  
12 Slots at the Racetracks. During June,  
13 the four racetrack facilities combined  
14 generated Adjusted Gross Receipts of  
15 \$29,068,605, a decrease of \$887,000 or 3  
16 percent from last month, but an increase  
17 from June 2016 of \$2 million or 8  
18 percent.

19 Adjusted Gross Receipts for fiscal  
20 year 2016-2017 are almost \$345 million, a  
21 decrease of \$8.5 million or 2 percent from  
22 fiscal year 2015-2016.

23 During June, the State collected  
24 \$4,409,707 in fees. As of June 30th,  
25 2017, the State has collected

9



1 \$52.3 million in fees for fiscal year  
2 2016-2017.

3 Overall in June, Riverboats,  
4 Landbased and Slots at the Racetracks  
5 combined generated \$213 million in AGR  
6 and \$44 million dollars in state fees.  
7 These revenues represent an increase from  
8 June 2016 of 5 percent.

9 Any questions before I present the  
10 Harrah's New Orleans employee  
11 information?

12 CHAIRMAN JONES: Any questions,  
13 Board Members? There are no questions.

14 MR. BOSSIER: The spreadsheets for  
15 the employee numbers are in your chart  
16 folders. Harrah's New Orleans is  
17 required to --

18 MR. STIPE: At some point, I want to  
19 ask a question.

20 CHAIRMAN JONES: Okay.

21 MR. STIPE: Go ahead. I'm sorry.

22 MR. BOSSIER: The spreadsheets for  
23 the employee numbers are in your chart  
24 folders. Harrah's New Orleans is  
25 required to maintain at least 2,400

10

1 employees and a bi-weekly payroll of  
2 \$1,750,835. This report covers pay  
3 periods in May and June 2017.

4 For the first pay period in May, the  
5 Division verified 2,616 employees with a  
6 payroll of \$2,171,000. For the second  
7 pay period in May, the Division verified  
8 2,673 with a payroll of \$2,188,000.

9 For the first pay period in June,  
10 the Division verified 2,655 employees  
11 with a payroll of \$2,172,000. For the  
12 second pay period in June, the Division  
13 verified 2,603 employees with a payroll  
14 of \$2,173,000. For the third pay period  
15 in June, the Division verified 2,596  
16 employees with a payroll of \$2,141,000.  
17 Therefore, Harrah's met the employment  
18 criteria during May and June.

19 Are there any questions before I  
20 continue with video poker?

21 CHAIRMAN JONES: Any questions on  
22 employment? There are no questions.

23 MR. BOSSIER: Six new video gaming  
24 licenses were issued during June: Three  
25 bars and three restaurants. Twenty-two

11

1 new applications were received by the  
2 Gaming Enforcement Division during June  
3 and are currently pending in the field:  
4 Nine bars, twelve restaurants and one  
5 truckstop.

6 The Gaming Enforcement Division

7 assessed \$43,350 and collected \$90,400 in  
8 fines during June, and there are  
9 currently no outstanding fines. Please  
10 refer to page two of your handout.

11 There are presently 13,091 video  
12 gaming devices activated at 1,754  
13 locations.

14 Net device revenue for June 2017 was  
15 \$47 million, a \$2.1 million, or 4.2  
16 percent, decrease when compared to May  
17 2017, and a \$1.6 million increase, or 3.6  
18 percent, when compared to June 2016.

19 Net device revenue so far for fiscal  
20 year 2017 is \$576.9 million, a  
21 \$3.3 million decrease or 6/10 of 1  
22 percent when compared to fiscal year  
23 2016. Page three of your handout shows a  
24 comparison of net device revenue.

25 Total franchise fees collected

12

1 during June 2017 were \$14.1 million, a  
2 \$600,000 decrease when compared to May  
3 2017, and a \$500,000 increase when  
4 compared to June 2016.

5 Total franchise fees collected for  
6 fiscal year 2017 are \$172.9 million, a  
7 \$700,000 decrease, or 4/10 of 1 percent,  
8 when compared to fiscal year 2016. Page  
9 four of your handout shows a comparison

10 of franchise fees.

11 Does anybody have any questions?

12 CHAIRMAN JONES: Any questions on  
13 video poker? There are no questions.

14 MR. BOSSIER: Thank you.

15 CHAIRMAN JONES: Thank you, Jim.

16 Jeff, would you come to the table  
17 and introduce yourself for the record,  
18 and you've provided the most recent data  
19 here?

20 MR. TRAYLOR: Yes. Jeff Traylor,  
21 Audit Director for the State Police  
22 Gaming.

23 CHAIRMAN JONES: Did you want to  
24 talk about it first or just take the  
25 question of Mr. Stipe?

13

1 MR. TRAYLOR: I'll just take  
2 questions. I just put that together this  
3 morning after talking to you.

4 CHAIRMAN JONES: Thank you.

5 MR. STIPE: I appreciate it. The  
6 markets, like for Lafayette, what  
7 parishes are covered by that?

8 MR. TRAYLOR: Oh, I'm sorry. That's  
9 the Evangeline Downs and the Amelia  
10 Belle. It's based on our offices. It's  
11 where our offices come out of.

12 MR. STIPE: Right. So -- and at one

13 point, I think, for some reason -- for  
14 some purposes, Amelia was in the Orleans  
15 market, but for purposes of this, it's  
16 in -- when I look in Lafayette?

17 MR. TRAYLOR: Right. It used to --  
18 we used to regulate it out of the  
19 New Orleans office, and they have the  
20 Lafayette office that handles those two  
21 properties.

22 MR. STIPE: Thanks.

23 CHAIRMAN JONES: Any questions on  
24 that data, Board Members? [No response.]

25 We appreciate that, Jeff. That's

14

1 very helpful. Thank you very much.

## 2 II. PUBLIC COMMENTS

3 CHAIRMAN JONES: Before we move to  
4 the first Casino Gaming Issue, I  
5 neglected to ask if there was anyone here  
6 that had a public comment for any item on  
7 the agenda this morning. I think we went  
8 right past that opportunity. I  
9 apologize.

## 10 V. CASINO GAMING ISSUES

11 A. Consideration of request for Approval of  
12 Refinancing by Bossier Casino Venture, Inc.  
13 - No. R011000841

14 CHAIRMAN JONES: There being no  
15 public comment, we'll now move to the

16 Casino Gaming Issues. First up is  
17 considering -- and last up --  
18 Consideration of request for Approval of  
19 Refinancing by Bossier Casino Venture,  
20 Inc., Number R011000841.

21 Good morning.

22 MS. HYMEL: Good morning.

23 CHAIRMAN JONES: We'll first hear  
24 from the Attorney General's Office, State  
25 Police and the licensee's available, as

15

1 well.

2 MS. HYMEL: Chairman Jones, Board  
3 Members, I am Assistant Attorney General  
4 Dawn Hymel. We are here in the matter of  
5 the petition of Bossier Casino Venture,  
6 Inc., doing business as Margaritaville  
7 Resort Casino for approval of  
8 refinancing.

9 The licensee is 100 percent owned by  
10 BCV Intermediate, Incorporated, which is  
11 100 percent owned by Bossier Casino  
12 Venture Holdco, Incorporated. The  
13 corporate security section of the Gaming  
14 Enforcement Division of State Police  
15 reviewed the credit agreement and  
16 supporting documentation entered into or  
17 to be entered into by the licensee with  
18 Wells Fargo, the administrative agent,

19 and the lenders.

20 Representatives of the licensee, as  
21 you see, are present today, and a  
22 proposed Resolution approving the credit  
23 facility has been prepared if the Board  
24 approves the refinancing.

25 At this time, State Police, Trnessia

16

1 Ware, will present audit's findings to  
2 the Board.

3 MS. WARE: Good morning, Chairman  
4 Jones, and Members of the Board.

5 CHAIRMAN JONES: Good morning.

6 MS. WARE: My name is Trnessia Ware  
7 with Louisiana State Police Corporate  
8 Securities Audit.

9 Bossier Casino Venture, doing  
10 business an Margaritaville Resort Casino  
11 Bossier City, notified the Board seeking  
12 approval to enter into a \$165.7 million  
13 refinancing transaction through the  
14 execution of two new credit facilities  
15 under a second amended and restated \$165  
16 million first lien credit agreement.

17 The first lien credit agreement is  
18 comprised of a \$150 million first lien  
19 term loan drawn at closing; a \$15 million  
20 first lien revolving credit facility,  
21 \$10 million drawn at closing; and up to

22 \$25 million incremental loan available  
23 after closing unfunded with no plans to  
24 draw.

25 Bossier Casino stated its primary

17

1 purpose of the transaction is to reduce  
2 its current interest cost. With the  
3 proceeds, Bossier Casino plans to repay  
4 the \$48 million outstanding balance on  
5 its \$52.3 million 10 percent subordinated  
6 loan, repay the \$84 million outstanding  
7 balance under its \$95 million first lien  
8 loan and the \$10 million revolver, and  
9 dividend \$30 million of the 14 percent  
10 paid in kind interest under the ultimate  
11 parent, Holdco's, senior secured notes  
12 and Series A preferred stock.

13 As shown on your projected  
14 consolidated income statement on page 18  
15 of your report, Bossier Casino forecasts  
16 approximately \$4 million to \$6 million  
17 increase in net operated revenues for  
18 years 2017 through 2021.

19 In conclusion, Bossier Casino  
20 Venture is requesting the Board's  
21 consideration and approval for its  
22 refinancing transaction of a \$150 million  
23 first lien term loan, a \$15 million  
24 revolving credit facility and after



25 closing, a \$25 million incremental loan

18

1 not yet funded.

2 No financial issues came to our  
3 attention to preclude the Board from  
4 approving these transactions.

5 Are there any questions for our  
6 panel?

7 CHAIRMAN JONES: Board Members, any  
8 questions for State Police or the  
9 Attorney General? Miss Theriot?

10 MS. THERIOT: It might be --

11 CHAIRMAN JONES: Pull your  
12 microphone down, please, ma'am. Thank  
13 you.

14 MS. THERIOT: The questions  
15 regarding the transaction, are we going  
16 to hear from the casino?

17 CHAIRMAN JONES: They're here, yes.

18 MS. THERIOT: Okay. Great.

19 CHAIRMAN JONES: They're up next.

20 MS. THERIOT: Would you like them to  
21 give their presentation first?

22 CHAIRMAN JONES: Let's hear from  
23 Barry first and then --

24 MS. THERIOT: Okay.

25 CHAIRMAN JONES: -- you can ask your

19

1 questions.

2 MR. REGULA: Good morning. I am  
3 Barry Regula. I'm the Vice-President and  
4 General Manager of Margaritaville Resort  
5 Casino, and with me today is --

6 MR. HINTON: I'm Greg Hinton. I'm  
7 the Chief Financial Officer of the  
8 Margaritaville Casino.

9 MR. REGULA: Are there specifics  
10 you'd like us to address, Miss Theriot?

11 MS. THERIOT: We'll address them  
12 after the presentation. Thank you.

13 MR. REGULA: Okay. Basically, we're  
14 refinancing in order to reduce our  
15 interest rates. We're taking out a 10  
16 percent loan and replacing it with much  
17 better financing that should save us in  
18 the realm of \$2.4 million in the -- per  
19 year, and we think that will help us  
20 operate better and be able to do more  
21 things.

22 We have approximately \$7 million a  
23 year in capital to reinvest in the  
24 property going forward in our projection.  
25 It's listed as maintenance capital, but

20

1 that's only because that's what's  
2 approved within our bank agreement. And  
3 then once we present projects to our  
4 board of directors, those could be

5 reclassified as expansion capital where  
6 we could build out new amenities and new  
7 facilities.

8 So we're using the same syndicate of  
9 banks as we had in our previous loan, and  
10 so the interest has been high in going  
11 forward with this refi and allowing us to  
12 free up more working capital under the  
13 new agreement.

14 MR. HINTON: I think that's the  
15 difference. There are opportunities for  
16 expansion that we've been exploring with  
17 the city, and we believe that this  
18 financing will give us the flexibility to  
19 do that.

20 CHAIRMAN JONES: Miss Theriot, first  
21 pull your microphone down, please. Thank  
22 you.

23 MS. THERIOT: So the \$2.4 million,  
24 is that an annual savings or a monthly  
25 savings on debt services?

21

1 MR. HINTON: That's an annual  
2 savings, ma'am.

3 MS. THERIOT: Okay. So that's an  
4 annual savings. So that -- you did  
5 answer my first question.

6 So let me ask you this next  
7 question. I'm always concerned when I

8 see a dividend in the transaction and a  
9 large dividend taking the capital out.

10 What -- I mean, the dividend, for  
11 example, is a significant 30 million.  
12 It's a significant percentage of the  
13 actual loans that you're paying off, too.

14 When was the last dividend that the  
15 company made?

16 MR. REGULA: The last dividend  
17 occurred at our previous refinancing and  
18 that was --

19 MR. HINTON: August of 2015, ma'am.

20 MS. THERIOT: Okay. Okay. I  
21 appreciate your candor on that and the  
22 information on the reinvestment. So you  
23 answered the debt service.

24 Let me ask you this question: Are  
25 you -- it looks to me by running the

22

1 numbers that besides the 150, that you're  
2 going to be drawing on the \$15 million  
3 revolving because it's going to take  
4 that -- you've got 162 between the  
5 \$30 million dividend and the \$84 million  
6 loan and the 48. So even though it's  
7 one -- it was a 150, 5-year term loan,  
8 you're going to be using that revolving  
9 credit to make those first obligations;  
10 is that -- is that correct?

11 MR. HINTON: That is correct, ma'am.  
12 We probably could fund it out of current  
13 cash flow, but we thought that it would  
14 give us, again, more flexibility in order  
15 to take the revolver. We're really  
16 rolling a current \$10 million revolver  
17 that we have. We've got --

18 MS. THERIOT: And that's still going  
19 to leave you enough for the \$7 million  
20 capital investment that you intend to  
21 make.

22 MR. HINTON: Yes, ma'am, absolutely.

23 MS. THERIOT: And that's yearly?

24 MR. HINTON: Yes, ma'am. We  
25 actually intend to pay off the loan more

23

1 quickly than it's required to be  
2 amortized.

3 MS. THERIOT: Right now what is your  
4 projection? How many years will you be  
5 making a \$7 million investment --

6 MR. HINTON: We've projected --

7 MS. THERIOT: Currently.

8 MR. HINTON: -- actually that for  
9 the next two years and then 6 to 7  
10 million dollars in the subsequent years,  
11 in 2020.

12 MS. THERIOT: Okay. Well, I thank  
13 you for your information.

14 CHAIRMAN JONES: Miss Berry?

15 MS. BERRY: I just have a quick  
16 question. You're refinancing a 10  
17 percent loan. Do you have a projection  
18 of what your new interest rate is going  
19 to be?

20 MR. HINTON: It is LIBOR plus 325  
21 basis points to start, which is about 4.5  
22 percent at this time. That's the current  
23 rate on our first lien term loan with  
24 Wells Fargo now. Once we get to the end  
25 of the year and we drop below a

24

1 three-and-a-half times leverage ratio, it  
2 will drop to 300 basis points over LIBOR,  
3 so about four and a quarter.

4 MS. BERRY: So that will be set at  
5 closing, I assume.

6 MR. HINTON: Yes, ma'am.

7 MS. BERRY: And looking at your  
8 projected financials through the end of  
9 the year -- back to Miss Theriot's  
10 question -- you're still comfortable  
11 giving a \$30 million dividend showing a  
12 projected \$10 million loss?

13 MR. HINTON: We have a \$10 million  
14 loss given the interest with the old rate  
15 --

16 MS. BERRY: With the old interest

17 rate?

18 MR. HINTON: Yes, ma'am. But, yeah,  
19 we're absolutely comfortable with that.  
20 We will have EBITDA of about 39 to 40  
21 million this year so we're pretty  
22 comfortable that we will be able to fund  
23 that.

24 MS. BERRY: And let's see. And then  
25 the projected income increases, I assume,  
25

1 has a lot to do with the debt service  
2 going down a lot.

3 MR. HINTON: Yes, ma'am.

4 MS. BERRY: Okay. So, basically,  
5 although you're refinancing, you are not  
6 using the borrowed money to pay your  
7 dividend, right?

8 MR. HINTON: I'm sorry?

9 MS. BERRY: You're using your  
10 borrowed money to pay the dividend?

11 MR. HINTON: We are.

12 MS. BERRY: Okay. But you're  
13 projected -- okay. I follow you.

14 MR. HINTON: Yeah, we're projected  
15 to have sufficient cash flow in order to  
16 cover that.

17 MS. BERRY: Okay. That's it. That  
18 answers my question.

19 CHAIRMAN JONES: That was it?

20 MS. BERRY: Thank you for your --

21 CHAIRMAN JONES: Mr. Stipe?

22 MR. STIPE: A lot of refinancings  
23 over the next -- over the last couple of  
24 years. Do you feel like you have your  
25 capital structure in place and settled

26

1 down with this?

2 MR. HINTON: I believe we do. When  
3 we started out, you know, in 2013, we  
4 were -- we had our interest rates at 14  
5 percent and 10 percent. I think that as  
6 the business has grown and the banks are  
7 more comfortable lending, because of the  
8 amount of cash flow that we're throwing  
9 off, a 4 1/2 percent interest rate,  
10 that's something I don't believe we'll  
11 refinance in the next five years. I  
12 think we'll run out this term loan.

13 MR. STIPE: The loan is secured by  
14 the premises -- the property?

15 MR. HINTON: The premises and the  
16 income that accrues there, too.

17 MR. STIPE: And the contractual  
18 rights that the entity has?

19 MR. HINTON: Yes, sir.

20 MR. STIPE: That's all I have.

21 CHAIRMAN JONES: What was the amount  
22 of the last dividend that was paid; do



23 you know?

24 MR. REGULA: I don't recall,

25 Mr. Chairman.

27

1 CHAIRMAN JONES: Okay.

2 MR. HINTON: I want to say it was,  
3 approximately, \$40 million.

4 CHAIRMAN JONES: How much?

5 MR. HINTON: Approximately \$40  
6 million, Chairman.

7 CHAIRMAN JONES: Okay. Are there  
8 any other questions for anyone at the  
9 table?

10 MR. PATRICK: I do have a question.

11 CHAIRMAN JONES: Mr. Patrick.

12 MR. PATRICK: On your rate -- your  
13 LIBOR rate, that's a floating rate?

14 MR. HINTON: Yes, sir.

15 MR. PATRICK: Is that the same as  
16 variable interest rate, it could go up or  
17 it could go down?

18 MR. HINTON: It could go up or go  
19 down as interest rates.

20 MR. PATRICK: And you're projecting  
21 that it's going to go down?

22 MR. HINTON: We're projecting a  
23 slight increase in the base rate -- in  
24 the LIBOR rate, but as our leverage  
25 decreases as the loan goes down as we pay

1 it over time and, you know, over the same  
2 amount of cash flow, then our margin from  
3 that -- the basis points that they add on  
4 to LIBOR, that decreases as our leverage  
5 rate goes down. So we believe that over  
6 time the interest rate will go down.  
7 It's a combination of those two factors.

8 MR. PATRICK: So how does LIBOR  
9 interface with the prime rate in the  
10 U.S.?

11 MR. HINTON: It's similar, but it's  
12 the London Interbank Overnight Rate.  
13 It's right now about 1 and 2/10 of a  
14 percent. So it's slightly higher than  
15 the prime rate is now, but it's what the  
16 international exchange rate is; and it's  
17 the benchmark that many, many use for a  
18 base, and then they always add on a  
19 percentage points for risk.

20 MR. PATRICK: That's all the  
21 questions I have.

22 CHAIRMAN JONES: Anyone else? Any  
23 other questions for anyone at the table?  
24 The Board appears to be clear?

25 Miss Hymel, did you want to close?

1 MS. HYMEL: No, that's all, Your  
2 Honor.

3 CHAIRMAN JONES: Do I have a motion  
4 to adopt the Resolution?

5 MS. BERRY: I so move.

6 CHAIRMAN JONES: By Miss Berry, Miss  
7 Theriot.

8 Any objections? Without objection,  
9 we should read the Resolution.

10 THE CLERK: On the 20th day of July  
11 2017, the Louisiana Gaming Control Board  
12 did, in a duly noticed public meeting,  
13 consider the issue of Bossier Casino  
14 Venture's request for approval of  
15 refinancing in the aggregate principal  
16 amount of up to \$190 million as follows:

17 A \$165 million credit facility,  
18 comprised of a \$150 million five-year  
19 term loan facility and a \$15 million  
20 revolving credit facility, and an  
21 incremental term loan in a revolving --  
22 revolving facility increase not to exceed  
23 \$25 million in aggregate, by and among  
24 Bossier Casino Venture, Incorporated, as  
25 the borrower, Wells Fargo Bank, N.A. as

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1 administrative agent, and the Lenders  
2 party thereto from time to time, with  
3 Wells Fargo Securities, LLC, designated  
4 as the lead arranger, the notes issued  
5 pursuant thereto, and the transactions

6 contemplated thereby, and upon motion  
7 duly made and second, the Board adopted  
8 this Resolution:

9 Be it resolved that Bossier Casino  
10 Venture, Inc.'s, request for approval of  
11 a \$165 million credit facility as more  
12 particularly set forth hereinabove and an  
13 incremental term loan and/or revolving  
14 facility increase not to exceed  
15 \$25 million in the aggregate, the notes  
16 issued pursuant thereto, and the  
17 transactions contemplated thereby are  
18 hereby approved.

19 Thus done and signed in Baton Rouge,  
20 Louisiana, this 20th day of July 2017.

21 Mr. Bradford?

22 MR. BRADFORD: Yes.

23 THE CLERK: Mr. Stipe?

24 MR. STIPE: Yes.

25 THE CLERK: Mr. Singleton?

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1 MR. SINGLETON: Yes.

2 THE CLERK: Mr. Jackson?

3 MR. JACKSON: Yes.

4 THE CLERK: Mr. Gaston?

5 MR. GASTON: Yes.

6 THE CLERK: Miss Berry?

7 MS. BERRY: Yes.

8 THE CLERK: Miss Theriot?

9 MS. THERIOT: Yes.

10 THE CLERK: Mr. Patrick?

11 MR. PATRICK: Yes.

12 THE CLERK: Chairman Jones?

13 CHAIRMAN JONES: Yes, and the  
14 Resolution passes.

15 MR. REGULA: Thank you,  
16 Mr. Chairman. Thank you, Board.

17 CHAIRMAN JONES: Thank you very  
18 much.

19 We have a point of personal  
20 privilege. Miss Theriot.

21 MS. THERIOT: Thank you,  
22 Mr. Chairman. I appreciate the moment  
23 before all of you.

24 After much reflection and  
25 deliberation and unfortunately due to the

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1 demands of my primary business, I have  
2 decided and come to the conclusion that I  
3 must resign from my seat as a member of  
4 the Louisiana Gaming Board.

5 It's out of an abundance of caution  
6 and with much respect for our duties of  
7 this Board and the spirit of the  
8 Louisiana Gaming laws that I've  
9 determined it's in the best interest of  
10 myself, my clients and the Board to  
11 formally resign. But it has been my

12 honor and privilege to be a member, to  
13 have served with the Chairman and these  
14 Board Members and for us all to serve the  
15 people of the State of Louisiana, and I  
16 will be very disappointed and miss all of  
17 you on the third Thursday of the month,  
18 but unfortunately several clients that,  
19 you know, took a chance on me 16 years  
20 ago and need my services and just out of  
21 a caution that it would be any type of  
22 conflict, it really is the best thing to  
23 do for myself, for them and for the  
24 reputation of this Board.

25 And thank you for welcoming -- all

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1 of you -- at the time.

2 CHAIRMAN JONES: I have a question  
3 from the Vice-Chair if we can reject it.

4 I just want to say, Wanda, that --  
5 that we appreciate your service. There  
6 are a lot of things that go on behind the  
7 scenes that are never part of what  
8 happens here just in conversations among  
9 Board Members, and we're like a -- like a  
10 family, we fuss and fight and argue,  
11 and -- but we all get, I think, to the  
12 right place.

13 And I think our service to the State  
14 is really important. We give up a lot of

15 things to be on this Board. We have to  
16 pass a number of litmus tests. That's  
17 hard to say. But the ethical standards  
18 are high, and I think that's for a  
19 reason. And you've met those, and you've  
20 carried your service out with honor; and  
21 we appreciate that.

22 MS. THERIOT: Thank you,  
23 Mr. Chairman.

24 VI. ADJOURNMENT

25 CHAIRMAN JONES: There being no

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1 further business, I'll entertain a motion  
2 to adjourn.

3 MR. SINGLETON: Motion to adjourn.

4 CHAIRMAN JONES: By Mr. Singleton.

5 MR. GASTON: I second.

6 CHAIRMAN JONES: I was going to let  
7 Wanda second.

8 MR. GASTON: Oh, okay, Wanda second.

9 MS. THERIOT: I'll second.

10 CHAIRMAN JONES: The last order of  
11 business. Without objection, we stand  
12 adjourned. Thank you.

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1 STATE OF LOUISIANA

2 PARISH OF EAST BATON ROUGE

3 I, Brittany E. Vidrine, Certified Court

4 Reporter, do hereby certify that the foregoing is a

5 true and correct transcript of the proceedings on

6 July 20, 2017, as taken by me in Stenographic

7 machine shorthand, complemented with magnetic tape

8 recording, and thereafter reduced to transcript, to

9 the best of my ability and understanding, using

10 Computer-Aided Transcription.

11 I further certify that I am not an

12 attorney or counsel for any of the parties, that I

13 am neither related to nor employed by any attorney

14 or counsel connected with this action, and that I

15 have no financial interest in the outcome of this

16 action.

17 Baton Rouge, Louisiana, this 2nd day of

18 August, 2017.

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21 BRITTANY E. VIDRINE, CCR, RPR  
22 CCR NO. 2014025, RPR NO. 963689  
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