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LOUISIANA GAMING CONTROL BOARD MEETING

THURSDAY, DECEMBER 16, 2021

LOUISIANA STATE CAPITOL
HOUSE COMMITTEE ROOM 1
900 NORTH 3RD STREET
BATON ROUGE, LOUISIANA

TIME: 10:00 A.M.

APPEARANCES

1 RONNIE S. JOHNS, CHAIRMAN

2 (At-Large)

3 June 30, 2025

4 JULIE BERRY, VICE-CHAIRMAN

5 (CPA)

6 Third Congressional District

7 June 30, 2024

8 ASHLEY A. TRAYLOR

9 (At-Large)

10 First Congressional District

11 June 30, 2021

12 RONALD J. SHOLES

13 (Public/Business Administration)

14 Second Congressional District

15 FRANCESCA HAMILTON-ACKER

16 (Attorney)

17 Third Congressional District

18 June 30, 2026

19 CLAUDE D. JACKSON

20 (At-Large)

21 Fourth Congressional District

22 June 30, 2021

23 HARRY AVANT

24 (At-Large)

25 Fourth Congressional District

June 30, 2024

JULIE A. LEWIS

(Investigative and Law Enforcement)

Fifth Congressional District

June 30, 2024

O. LAMAR POOLE, JR.

(Economic/Community Planner)

Sixth Congressional District

June 30, 2025

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APPEARANCES (CONTINUED)

NATALIE THURMAN
Principal Assistant

KEVIN RICHARD
Department of Revenue

MAJOR CHUCK McNEAL
Louisiana State Police

REPORTED BY:

KARLA H. MAYERS, CCR
Baton Rouge Court Reporters, LLC

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1 I. CALL TO ORDER

2 CHAIRMAN JOHNS:

3 Good morning, Ladies and Gentlemen.
4 Welcome to the December 2021 meeting of the
5 Louisiana Gaming Control Board. Ms. Thurman, I'll
6 ask you to call the roll, please.

7 MS. THURMAN:

8 Chairman Johns?

9 CHAIRMAN JOHNS:

10 Here.

11 MS. THURMAN:

12 Mr. Avant?

13 MR. AVANT:

14 Here.

15 MS. THURMAN:

16 Ms. Berry?

17 MS. BERRY:

18 Here.

19 MS. THURMAN:

20 Mr. Jackson?

21 MR. JACKSON:

22 Here.

23 MS. THURMAN:

24 Ms. Lewis?

25 MS. LEWIS:

1 Here.

2 MS. THURMAN:

3 Mr. Poole?

4 MR. POOLE:

5 Here.

6 MS. THURMAN:

7 Ms. Hamilton-Acker?

8 MS. HAMILTON-ACKER:

9 Present.

10 MS. THURMAN:

11 Mr. Sholes?

12 MR. SHOLES:

13 Here.

14 MS. THURMAN:

15 Ms. Traylor?

16 MS. TRAYLOR:

17 Here.

18 MS. THURMAN:

19 Colonel Davis?

20 MAJOR McNEAL:

21 Major McNeal for Colonel Davis.

22 MS. THURMAN:

23 And Secretary Lewis?

24 MR. RICHARD:

25 Kevin Richard for Secretary Lewis.

1 MS. THURMAN:

2 We have a quorum.

3 CHAIRMAN JOHNS:

4 Thank you. We -- we have a quorum.
5 Thank you members for attending this morning. We
6 appreciate that.

7 II. PUBLIC COMMENTS

8 CHAIRMAN JOHNS:

9 We'll move into public comments at
10 this time. Is there anyone in the audience today
11 that would like to make any public comment before
12 the board today? Did I see a hand?

13 (NO RESPONSE)

14 CHAIRMAN JOHNS:

15 Okay. I guess not. Thank you very
16 much.

17 III. APPROVAL OF MINUTES

18 CHAIRMAN JOHNS:

19 We'll move on into the approval of
20 our minutes. I would ask for a motion that we
21 waive the reading of -- and then approve the
22 minutes of the November 18, 2021, meeting and the
23 special meeting of November 30, 2021.

24 MR. JACKSON:

25 So moved.

1 CHAIRMAN JOHNS:

2 Mr. Jackson moves that we waive and
3 approve those minutes.

4 MS. BERRY:

5 Second.

6 CHAIRMAN JOHNS:

7 And Ms. Berry has seconded that. Is
8 there any opposition to that motion?

9 (NO RESPONSE)

10 CHAIRMAN JOHNS:

11 Hearing none, that motion carries.

12 IV. REVENUE REPORTS

13 CHAIRMAN JOHNS:

14 Okay. Let's move into revenue
15 reports, the fun part of the meeting here. And,
16 Ms. Jackson, good morning.

17 MS. JACKSON:

18 Good morning. Mr. Chairman, Board
19 Members, my name is Donna Jackson with Louisiana
20 State Police, Gaming Enforcement Division. In
21 November, the 13 operating riverboats generated
22 adjusted gross receipts of \$147,569,204. The
23 State collected fees totaling \$31,727,379.

24 Adjusted gross receipts for fiscal
25 year 2021-2022 to date are \$709,318,041, an

1 increase of \$134.5 million, or 23 percent, from
2 fiscal year 2021 but a decrease of 4 percent from
3 fiscal year 2020. As of November 30, 2021, the
4 State collected approximately \$152.5 million in
5 fees for fiscal year 2022.

6 Page 2 shows the riverboat revenue
7 broken down by regional market. The overall
8 decrease from October was \$3.7 million, or
9 2.5 percent. Compared to last November, this
10 month's revenues represent an increase of almost
11 \$33 million, or 28.7 percent.

12 Next is a summary of the November
13 2021 gaming activity for Harrah's New Orleans,
14 found on page 3. Harrah's generated \$12,698,764
15 in gross gaming revenue. These revenues represent
16 a decrease from last month of \$3.9 million, or
17 23.5 percent, and a decrease of \$2 million, or
18 14 percent, from the same month last year. During
19 November, the State received \$4,931,507 in minimum
20 daily payments.

21 Adjusted gross receipts for fiscal
22 year 2021-2022 to date are \$76.7 million, an
23 increase of \$9.5 million, or 14 percent, from
24 fiscal year 2021 but a decrease of 34 percent from
25 fiscal year 2020. As of November 30, 2021, the

1 State collected approximately \$25 million in fees
2 for fiscal year 2022.

3 Next, I will present the revenues for
4 slots at the racetracks. During November, the
5 four racetrack facilities combined generated
6 adjusted gross receipts of \$25,852,568, a decrease
7 of approximately \$1 million, or 3.6 percent, from
8 October but an increase of \$3.4 million or,
9 15.4 percent, when compared to the same month last
10 year. During November, the State collected
11 \$3.9 million in fees.

12 Adjusted gross receipts for fiscal
13 year 2022 to date are \$132.8 million, an increase
14 of \$18 million, or 16 percent, from fiscal year
15 2021 but a decrease of 4 percent from fiscal year
16 2020. As of November 30, 2021, the State has
17 collected over \$20 million in fees for fiscal year
18 2022.

19 I will now move to the video gaming
20 information. There are 11,864 video gaming
21 devices activated at 1,424 locations. Net device
22 revenue for November 2021 was \$69.8 million, a
23 decrease of \$2.5 million, or 3.5 percent, when
24 compared to October but an increase of
25 \$17 million, or 32 percent, when compared to last

1 November. Total franchise fees for November 2021
2 totaled \$21 million, a decrease of \$723,000 when
3 compared to October but an increase of \$5 million
4 when compared to November 2020.

5 Net device revenue for fiscal year
6 2022 to date is \$329.8 million, an increase of
7 \$51.6 million, or 18.6 percent, when compared to
8 fiscal year 2021. Total franchise fees collected
9 for fiscal year 2022 to date are \$99.7 million, an
10 increase of \$15 million, or 17.7 percent, when
11 compared to last fiscal year.

12 Finally, I will present the November
13 revenue for sports book. The first two casinos
14 opened sports book on October 31, which is
15 included with the November numbers. Six other
16 casinos opened their retail sports book operations
17 on various dates in November. The eight operating
18 sports books accepted \$27,639,592 in sports bets,
19 earning \$5,685,706 in net proceeds. For November,
20 sports betting operations owe \$568,571 in taxes to
21 the state. Payment is not actually due until
22 December 20.

23 Are there any questions?

24 CHAIRMAN JOHNS:

25 Okay. Any questions from the Board?

1 Ms. Berry?

2 MS. BERRY:

3 Ms. Jackson, you said the payment is
4 not due to the State until December. They have a
5 month lag, or is it quarterly that they would pay
6 this --

7 MS. JACKSON:

8 It is monthly.

9 MS. BERRY:

10 Monthly. Okay. Thank you.

11 MS. JACKSON:

12 Okay.

13 CHAIRMAN JOHNS:

14 Thank you, Ms. Berry. Any other
15 questions from the board?

16 (NO RESPONSE)

17 CHAIRMAN JOHNS:

18 Members, I'm highly encouraged by the
19 sports book numbers. Realize that we only had --
20 we had two licenses that were operational for the
21 entire month of November. We had a number of
22 other licenses that came -- came on into operation
23 at various points during the month of November,
24 but this is, I think, a really good indication
25 of -- of the interest in sports book in -- in the

1 state of Louisiana, and I'm -- I'm really looking
2 forward to a few months of revenue reports where
3 we can see kind of a trend of where this is going.
4 So we will actually have another report on sports
5 betting by State Police a little later in the
6 program.

7 So, Ms. Jackson, I have no further
8 questions and --

9 MR. SHOLES:

10 Mr. Chairman, --

11 CHAIRMAN JOHNS:

12 Yeah.

13 MR. SHOLES:

14 -- if I could get in there --

15 CHAIRMAN JOHNS:

16 Oh, sure. Go ahead, Judge.

17 MR. SHOLES:

18 I hate to say I don't know, but the
19 negative number on the baseball, can someone
20 explain that? Is that a negative number?

21 MR. POOLE:

22 Yeah. They're saying they lost
23 money.

24 MR. SHOLES:

25 Thank you.

1 MR. POOLE:

2 They won money on every other sport,
3 but they lost it on baseball.

4 MR. SHOLES:

5 Yeah. Baseball season is coming up.

6 CHAIRMAN JOHNS:

7 And, Judge, I think, you know,
8 it's -- I'm not sure where those -- not being in
9 baseball season, I'm not sure where those bets
10 were coming from. But as you see baseball season
11 come -- come in, I think you'll see a different
12 trend there. I thought the same thing when I
13 looked at it.

14 MR. SHOLES:

15 Thank you.

16 CHAIRMAN JOHNS:

17 Thank you. Thank you, Judge Sholes.

18 MS. JACKSON:

19 And we'll continue to monitor it.

20 CHAIRMAN JOHNS:

21 Any other questions? Any other
22 comments?

23 (NO RESPONSE)

24 CHAIRMAN JOHNS:

25 Thank you --

1 MS. JACKSON:

2 Thank you.

3 MR. CHAIRMAN JOHNS:

4 -- very much, and merry Christmas to
5 you.

6 MS. JACKSON:

7 You too.

8 V. CASINO GAMING ISSUES

9 CHAIRMAN JOHNS:

10 Okay. Moving along. Okay. Let's
11 move into casino gaming issues. Our first on the
12 agenda today will be the Petition for Approval of
13 the Relocation and Modification of the License by
14 Treasure Chest Casino. And we have a presentation
15 this morning, Members of the Board. And welcome,
16 ladies.

17 MS. HAUPT:

18 Thank you.

19 CHAIRMAN JOHNS:

20 Excited to have you here this morning
21 with good news.

22 MR. MEEK:

23 Janet, I think we were going to go
24 first --

25 MS. HAUPT:

1 Oh, I apologize.

2 MR. MEEK:

3 -- and then the State Police. No
4 worries. Tammy? Are you --

5 MS. HAUPT:

6 I'm here.

7 MR. MEEK:

8 You're Tammy. Good morning,
9 Chairman Johns, --

10 CHAIRMAN JOHNS:

11 Good morning, Matthew.

12 MR. MEEK:

13 -- Members of the Board.

14 CHAIRMAN JOHNS:

15 Good morning.

16 MR. MEEK:

17 I'm Assistant Attorney General
18 Matthew Meek, appearing in the matter of
19 Treasure Chest Casino's petition for approval to
20 relocate its gaming operations to a landside
21 facility.

22 In 2018, the Louisiana Legislature
23 approved Act 469, which allowed riverboat
24 licensees to relocate the gaming operations to a
25 facility within 1,200 feet of its original berth.

1 The licensee is required by law to submit certain
2 documentation: a site plan, a capital improvement
3 and reinvestment plan, a financing plan, a
4 construction schedule, and property descriptions.
5 All required documents were submitted by the
6 licensee to the Division for review and
7 investigation.

8 The licensee's petition is up for
9 consideration today; however, neither law nor rule
10 require a minimum monetary investment for
11 relocation. That's up to the Board at its
12 discretion and determined on a case-by-case basis.

13 If it is the Board's pleasure to
14 approve the request, I've drafted a resolution for
15 your consideration. The licensee will be allowed
16 to commence gaming operations at the new facility
17 only after the Division has determined that all
18 necessary staffing, training, security and
19 surveillance, technical, accounting, and internal
20 control procedures are acceptable.

21 At this time, Auditor Tammy Haupt
22 will present the Gaming Enforcement -- Gaming
23 Audit Division's findings. After she has finished
24 her presentation, representatives from the
25 licensee will present as well.

1 CHAIRMAN JOHNS:

2 Thank you, Mr. Meek.

3 MR. MEEK:

4 Yes, sir.

5 MS. HAUPT:

6 Good morning, Chairman and Board
7 Members. My name is Tammy Haupt, and I'm an
8 auditor with the Louisiana State Police, Gaming
9 Audit Section.

10 Treasure Chest Casino, LLC, has
11 requested the Board's approval to relocate its
12 gaming operations from its existing riverboat
13 casino to a landside facility. The proposed
14 project is estimated at \$95 million and consists
15 of a new 125,000-square-foot landside facility,
16 which will include 45,000 square feet of gaming
17 floor with 30 tables and over 1,000 slot machines,
18 a sports book, four food and beverage facilities,
19 an events center with seating for a minimum of 300
20 people, and 16.5 acres of parking for guests and
21 employees.

22 Treasure Chest intends to finance the
23 project with its available cash on hand, and its
24 parent, Boyd Gaming, will provide the remaining
25 funds utilizing its revolving credit facility

1 which was previously approved by the Board.

2 As of September 30, 2021, Boyd
3 reported an outstanding balance of \$878 million on
4 its amended term loan credit facility with
5 balances in the amount of \$125.1 million on the
6 Term A loan and \$752.9 million on the Term B
7 facility. At that time, there were no borrowings
8 against the revolver or swing loan with
9 \$11.9 million allocated to support various letters
10 of credit. This leaves Boyd with over \$1 billion
11 in available borrowing capacity under its revolver
12 to finance this project, which has been confirmed
13 with the Bank of America by the Audit Section. At
14 September 30, 2021, Boyd was in compliance with
15 all required financial covenants.

16 Based on the projected cost to build
17 the new facility and the confirmation of funds
18 available under the revolving credit facility, the
19 Division determined that the Treasure Chest has
20 the necessary funding available to make the
21 capital investment in the project. The Corporate
22 Securities Audit Section found nothing related to
23 the available financing to preclude the Board from
24 approving the project.

25 CHAIRMAN JOHNS:

1 Okay. Thank you very much. So, as I
2 hear you, it's very clear that there are no issues
3 involved with the proposed -- proposed project as
4 far as financing, compliance, whatever? We're --

5 MS. HAUPT:

6 Not so far.

7 CHAIRMAN JOHNS:

8 Good recommendations?

9 MR. MEEK:

10 Yes, sir.

11 CHAIRMAN JOHNS:

12 Okay. Thank you. Any questions for
13 the Attorney General's Office or State Police at
14 this time?

15 (NO RESPONSE)

16 CHAIRMAN JOHNS:

17 Okay. Hearing none, thank you very
18 much for your report.

19 MR. MEEK:

20 Thank you, Chairman. Thank you
21 Board.

22 MS. HAUPT:

23 Thank you.

24 CHAIRMAN JOHNS:

25 Thank y'all. Thank you for your

1 work. So now we'll have a presentation by
2 Boyd Gaming.

3 MS. BOWLES:

4 In the proper order now.

5 CHAIRMAN JOHNS:

6 Yeah, in proper order. Good morning,
7 Ms. Bowles, Ms. Etland, Mr. Schwartz. Good
8 morning.

9 MS. BOWLES:

10 Janet Bowles on behalf of
11 Boyd Gaming. You can tell I'm excited about this
12 project. I can't wait to get up here and
13 hopefully get it approved by y'all.

14 As you know, I represent Boyd Gaming
15 in the state of Louisiana, and we're here today --
16 excuse me -- seeking an application for Treasure
17 Chest Casino to move on shore. Treasure Chest is
18 a first-generation casino, and this -- the
19 legislation that was introduced by our chair and
20 passed affords us the opportunity to seek
21 permission from y'all to move on shore and
22 reinvigorate this property and create economic
23 development in our state.

24 With me is Vincent Schwartz, who is
25 the Senior Vice President for the South for Boyd,

1 and with us next to me is Ms. Etland, who is the
2 General Manager and Vice President for Treasure
3 Chest. Vince?

4 MR. SCHWARTZ:

5 Great. Thank you. Good morning, --

6 CHAIRMAN JOHNS:

7 Good morning.

8 MR. SCHWARTZ:

9 -- Chairman, Board Members. It's a
10 pleasure to be here today. This has been a long
11 time in coming. We started working on this in
12 probably 2017 or in 20 -- 2018. We were looking
13 at actually building a one-level barge facility
14 and then, when this legislation was passed, we
15 sort of started planning to -- to move to land.

16 So thank you for allowing us to
17 present today. And we had a lot of help along the
18 way from the staff at the Louisiana State Police
19 and from the Audit Section and the State Police
20 Section and from the AG's Office and the Board
21 Staff. So they were very helpful along the way,
22 since this was kind of new to us. So here we are.
23 So great.

24 And I'll get started and give you --
25 take you through a brief presentation of

1 relocating this facility. It's exciting times for
2 us. Kim and I both are with Boyd for 24 and 25
3 years, and we've been -- we started our career at
4 Treasure Chest; so we're very happy to see this
5 project move forward.

6 So I will take you through a
7 presentation, including where the property is
8 today, what's proposed, some of the economic
9 impacts, and an estimated budget, along with the
10 timeline. So go to the next slide.

11 So Boyd Gaming has five properties in
12 Louisiana. It all began with Treasure Chest in
13 1994. They were just a minority partner in the
14 property and then purchased the remaining
15 85 percent of the property in 1997. And since
16 then, Boyd has acquired four more properties in
17 Louisiana, with Delta Downs in 2000 -- opened in
18 2002, Sam's Town Shreveport in 2004, purchased
19 from Harrah's, and then the acquisition of
20 Peninsula Gaming brought the Amelia Belle and the
21 Evangeline Downs property into the Boyd family.
22 And so Boyd has a pretty big footprint in
23 Louisiana, and we've been here for -- for a pretty
24 long time.

25 So here is an overview of the

1 existing facility as it -- as it sits today, just
2 a three-tier riverboat with a one -- a multilevel
3 non-gaming barge that includes a buffet area, it
4 includes a deli, and now a shiny new sports book
5 that opened just -- just a week or two ago --

6 MS. ETLAND:

7 A week today.

8 MR. SCHWARTZ:

9 -- and that we're very proud of. So
10 it's a very nice facility. We can't wait to have
11 an even bigger and better one when we move onto
12 land.

13 But here is an overview of the
14 existing site. You can see the current facility,
15 a boat and a barge, directly to the top right.
16 And then towards the bottom on the right is where
17 the current parking is, and that is the parking
18 lot where we will relocate the existing -- the
19 gaming operation, provide a much nicer experience.
20 Right now, customers actually take a shuttle from
21 the parking lot over the levee. It's not a great
22 guest experience. So this will be helpful.

23 Just a few shots of the casino as it
24 is today, just some of the gaming space, table
25 games and slots, and just a whole visual of the

1 riverboat. And then some pictures of the
2 non-gaming as it is today, the buffet space and a
3 cafe that is located on that non-gaming barge.

4 And here are some stats for the
5 property. The current stats are on the left-hand
6 side: two restaurants, a little over 900 slots,
7 25 tables, 1,300 parking spaces, and a pretty
8 small casino at under 25,000 square feet.

9 So our plan going forward is four
10 restaurants. Two of those restaurants will also
11 have bars in them, so four food outlets, two bars,
12 over 1,000 slots and 30 table games and the casino
13 will be 45,000 square feet, so a lot more
14 spacious, not necessarily a whole lot more gaming
15 positions but much more spacious, a much better
16 guest experience both on the non-gaming side and
17 on the gaming side.

18 So here is the layout of where we
19 propose to put the gaming facility in our parking
20 lot. It's the upper right-hand side. We're going
21 to put it in the parking lot at the top edge
22 towards the levee and porte cochere on the front
23 of that building, which is on the left.
24 Williams Boulevard runs down the center. And
25 then, if you look to the left, there is a parking

1 lot, valet and team member parking. It's eight --
2 we own eight acres of that land right there, and
3 we're going to move our team member parking that
4 is being displaced by the location of the
5 facility.

6 Now, here is a floor plan of the
7 casino. It's still in development. We expect to
8 have pretty much all of it worked out by the end
9 of the year, in the next couple of weeks. We
10 are a little bit -- the yellow shaded area is
11 gaming space, tables, and slots. There will be a
12 high-limit slot area that's being designed
13 currently in the upper right corner of the big
14 yellow quad -- shaded quadrant. And then to the
15 right, you see a shaded yellow also. That is the
16 sports book. So that is the gaming -- the gaming
17 areas. And then down the center, you see -- it
18 looks kind of orange in that picture up there.
19 I'm not sure how it looks on your screen. Those
20 are the -- the four food and two bars down the
21 center, and then the rose color to the right-hand
22 side there is the event center that will seat
23 between 3 and 400 people.

24 The next slide is a cutout of the
25 gaming, so you can see a little bit more. Maybe

1 it's a little bit larger. So we'll have a cafe in
2 the top part there. It will seat about 130. The
3 little space in the front is a quick service
4 coffee shop that actually can expand backwards
5 into the gray space if the cafe happens to be
6 closed late night, so it can -- it can ramp up and
7 then ramp down, and a sports book in the center
8 connected to the sports bar and grill, and then a
9 seafood and steakhouse at the very bottom, and
10 then the event center to the right, with an
11 opportunity to put a stage. We can have some
12 entertainment in there. So lots of flexibility in
13 that -- that facility. And the sports bar will
14 be -- the sports book will be serviced from the
15 sports bar; so we will have food, beverage, and
16 everything in there as well, substantially more
17 non-gaming activity in the facility.

18 And with the parking right next to
19 the building, it will be accessible to non-casino
20 patrons, where, right now, a non-casino patron has
21 to take a shuttle ride to get to the facility to
22 have dinner or -- so this will be much more --

23 MS. ETLAND:

24 Convenient.

25 MR. SCHWARTZ:

1 -- convenient and easy to access for
2 the -- for the non-gaming guests.

3 So just a little better shot of the
4 floor plan. In the upper right-hand side is where
5 we are currently planning to locate a high-limit
6 slot area, and the cage will be at the upper right
7 side here, table games sort of centrally located
8 on the aisles, with the slots spread out, but lots
9 of room, very spacious casino, much more
10 comfortable for the guests.

11 This is a rendering -- I'm hoping
12 that that's a better picture behind me than if --
13 the lights are blinding a little bit. But this is
14 a view from Williams Boulevard kind of standing at
15 the levee looking east, and you can see the porte
16 cochere cutout there with valet and the front of
17 the building.

18 And then I have a second one that
19 shows the front of the building with a little bit
20 close-up on the next page. You can see the side
21 entrance that will allow a little bit easier
22 access to the non-gaming and an easy access to --
23 easier access to the sports book.

24 Here is a shot of the casino from the
25 front entrance and a -- and a rendering of the

1 cashier cage and club area. And here is our
2 new -- shinier and new FanDuel sports book that we
3 hope to open with this new facility and then a
4 shot connected to the bar and a cutout there of
5 the sports bar and grill.

6 And then we're going to add a
7 steakhouse -- seafood and steak. Again, the
8 concepts are being developed. Names are just
9 placeholders currently. We're still fleshing
10 through some of that stuff. But a nice addition
11 to the property. We had a steakhouse at one time
12 some years ago, converted it to a cafe, and I
13 think we were missing it sometimes over the years.
14 So it will be great to have that back.

15 And then this is the entrance to the
16 cafe and to the coffee shop and the various
17 cutouts of the back part of the restaurant, and
18 then the front entrance to the -- to the
19 grab-and-go coffee shop is on the right there.
20 But that will be a nice offering to -- for us that
21 we don't have today.

22 And here is just a rendering of the
23 event center. That's just set for a dinner for 3
24 or 400. And lots of flexibility here. We can do
25 a lot of things with this space. So we look

1 forward to having that, too. Currently, the
2 Treasure Chest has one room, and it's probably
3 about as big as the front of this room here. And
4 then we had a lounge that we would use for events
5 that's pretty small, also. So we have really not
6 had a lot of non-gaming amenities, and this is
7 going to be very nice for us moving forward.

8 So the budget for the project is
9 \$95 million, and we haven't put it out to bid yet.
10 That's a preliminary estimate from the people that
11 we will bid it to. So these categories will
12 change, the numbers within them, but we fully
13 expect that it will come in around that number.
14 Originally, we thought it would be a little less.
15 I think our original submission, it was a little
16 bit less, but we've had some cost escalation in
17 the last year or so; so we are expecting that this
18 is the number where we'll come in. So it's a --
19 it's a nice -- nice project.

20 The economic impact for a \$95 million
21 spend is from the -- the economic impact from
22 the -- from the project activity is approximately
23 \$125 million. And the jobs associated with the
24 construction activity during construction is just
25 over 1,000 and with about \$52 million of payroll

1 spend as well, and pretty good paying jobs over
2 \$50,000. And this -- this study was provided by
3 Applied Analysis using the standard methodology
4 that I saw some of the other presenters had used
5 as well.

6 So Treasure Chest currently has just
7 over 300 employees. We expect that with the
8 land-based, we'll have approximately 500.
9 Actually, our counts are a little bit above that,
10 but we haven't worked out all of the hours of
11 operation and some of the other activity. And so
12 we'll pick up almost 200 employees when it's
13 all -- when it's up and operational. And then
14 there are some other jobs created by the
15 incremental spend and then from the employees of
16 the suppliers in that which will create and
17 support 300 jobs as a result of this increased
18 investment.

19 And then, once we get to the
20 operation phase, the impact is just over
21 \$100 million because of the additional spend from
22 all of the non-gaming amenities, a bigger, more
23 active facility, the additional revenue generated,
24 and the staff associated with that. So a pretty
25 substantial impact over 10 years, \$668 million in

1 the New Orleans area. A great project.

2 And for Boyd Gaming, very active in
3 the community. Unfortunately, there was a big
4 need with a few hurricanes we've had lately; so we
5 made a couple -- these are a few of the more
6 recent donations, a couple of sizable ones as it
7 related to hurricane relief and COVID relief. But
8 actively engaged in the community and have been
9 for many years.

10 A picture of our mayor, Ben Zahn,
11 from the City of Kenner. And he couldn't make it
12 today. There are some representatives from the
13 City of Kenner here that would like to say
14 something at the conclusion of the presentation.
15 And Kenner -- they will provide some -- the Mayor
16 is supportive of the project in the city of
17 Kenner.

18 And then a little bit about our Boyd
19 team members in Louisiana. We have a full sweep
20 benefit program for our team members, with, you
21 know, tuition reimbursement, paid time off to
22 volunteer. The -- our team members in the state
23 are well-represented with minority and female team
24 members, over 50 percent in both categories, and
25 then our team members stay with Boyd Gaming, so an

1 average tenure of over nine years. A very stable
2 workforce for us.

3 So the proposed timeline for -- for
4 the project is -- the design work is underway,
5 nearly finished. We do have to get some bid
6 packets together. We expect to get them out in
7 the first part of next year. And we've already
8 done some work on our eight-acre parking lot,
9 which is across the street from Williams for our
10 team member lot, and we will use that for some
11 guest parking during the construction process as
12 well. And we believe it's a 15 or 16-month build
13 time and that we can get started as early as late
14 Q2, and be open at the latter part of 2023.

15 And so that -- we'll take any
16 questions, if you have them, Kim and I. And,
17 again, thank you, and I look forward to . . .

18 CHAIRMAN JOHNS:

19 Well, thank you -- thank you,
20 Boyd Gaming, for being here today and for this
21 commitment. This is something that we envisioned
22 as the Legislation to allow this -- this passed a
23 number of years ago. This is what we envisioned
24 happening. I think this is the third property in
25 the state to take advantage of this, and we

1 appreciate your commitment.

2 Mr. Schwartz, do y'all anticipate any
3 negative impact on your current operation during
4 the construction phase?

5 MR. SCHWARTZ:

6 No, sir. We'll -- we'll have some
7 parking challenges, but we've worked with the City
8 of Kenner to have some temporary lots, and then
9 that's why we're building out at this property
10 now. We're building it large enough to handle the
11 guest parking when we have to relocate it. So I'm
12 sure it will have some inconveniences, but we
13 don't expect it to be really disruptive.

14 CHAIRMAN JOHNS:

15 We appreciate the 95 million. If you
16 want to up it a little bit more, we -- you know,
17 we would -- we will certainly entertain that,
18 also.

19 MR. SCHWARTZ:

20 Yeah. I'm afraid that could happen.

21 CHAIRMAN JOHNS:

22 I anticipate -- when you get your
23 bids in, I anticipate that being the case.

24 MR. SCHWARTZ:

25 The good news, sir, is that -- you

1 know, we present it, we get it approved. It's
2 hard for -- for somebody to pull back a few
3 million bucks. Right. So --

4 CHAIRMAN JOHNS:

5 Well, good. We --

6 MR. SCHWARTZ:

7 So we're committed at this point now.

8 CHAIRMAN JOHNS:

9 We wish you the best of luck in
10 getting within that budget.

11 MR. SCHWARTZ:

12 Great.

13 CHAIRMAN JOHNS:

14 We greatly appreciate that. Board
15 Members, any questions any -- anybody would
16 like -- let's see. Judge Sholes.

17 MR. SHOLES:

18 Are there any team members or
19 employees making below \$15.00 an hour at this
20 facility?

21 MR. SCHWARTZ:

22 Yes, there -- I would say there
23 probably is. I don't know that for certain, but
24 I --

25 MR. SHOLES:

1 And what minimum wage are we using
2 here?

3 MS. ETLAND:

4 In the presentation?

5 MR. SHOLES:

6 I know -- yeah. I think you're
7 required -- I think there was a commitment to
8 make -- pay at least the minimum wage. I'm
9 interested in knowing whether or not the minimum
10 wage is \$7 an hour or is it the \$15 an hour.
11 Which minimum wage are we using?

12 MR. SCHWARTZ:

13 I'm sure we're using the federal
14 required currently, but we -- but I would say on
15 the construction site, that -- that is what that
16 was referencing, that the \$50,000 a year and over
17 would be the average salary for that. This
18 property has some -- some team members that are
19 part of the tip credit program, where they're --
20 they are paid below minimum wage, I think, in some
21 cases, probably not many, and then they --
22 their -- the majority of their income is through
23 the -- through a tip program.

24 MR. SHOLES:

25 Thank you.

1 CHAIRMAN JOHNS:

2 Okay. Thank you, Judge. Anyone
3 else? Any other members?

4 MS. BERRY:

5 I just --

6 CHAIRMAN JOHNS:

7 Ms. Berry?

8 MS. BERRY:

9 I just want to ask a quick -- I think
10 you commented on this and the Chairman, also, but
11 it appears that your current facility is going to
12 continue operation during the construction phase.

13 MS. ETLAND:

14 Yes.

15 MS. BERRY:

16 And from the other ones we've seen,
17 it's kind of nice that y'all are not closer to
18 construction. It really shouldn't effect the
19 current operations as much.

20 MR. SCHWARTZ:

21 Right.

22 MS. BERRY:

23 You said just -- you'll be bussing
24 people or --

25 MR. SCHWARTZ:

1 Yeah -- well, we do today. So it
2 really doesn't change much. They will just have
3 to park in a different site or potentially two
4 different sites, but it really will have no
5 interruption to the gaming facility itself. It
6 will be a little bit inconvenient perhaps for
7 parking because maybe it's an extra 400 feet away;
8 so the trip will be a little bit longer. So it's
9 not a perfect scenario, but it's a pretty good
10 one.

11 MS. BERRY:

12 Yeah, and as long as y'all bring them
13 to the casino.

14 MR. SCHWARTZ:

15 Right.

16 MS. BERRY:

17 That's probably safer, also. Okay.
18 That's it. Thank you.

19 MR. SCHWARTZ:

20 Currently, some people do walk. It's
21 a -- it's a nice walk. There's a nice winding
22 sidewalk. There's some gardens, and they do walk;
23 so they may lose the ability to walk in some
24 cases, but I --

25 MS. BERRY:

1 But it will be worth it.

2 MR. SCHWARTZ:

3 Yeah. I don't think it will be
4 dis -- too disruptive.

5 MS. BERRY:

6 Thank you.

7 CHAIRMAN JOHNS:

8 Thank you, Ms. Berry. I just would
9 encourage you to continue to take a very hard
10 commitment towards the goals that -- employment
11 goals and procurement goals that -- that have been
12 set out --

13 MS. ETLAND:

14 Yes, sir.

15 CHAIRMAN JOHNS:

16 -- over the years by the Board and by
17 the State in terms of minority procurement,
18 minority employment and female employment and
19 Louisiana -- Louisiana resident employment. So
20 we've had a conversation about that.

21 MR. SCHWARTZ:

22 Yes, sir.

23 CHAIRMAN JOHNS:

24 And y'all have made some commitments,
25 and we -- we just want to remind you here publicly

1 that we will continue to -- to look at that, not
2 just with Boyd but industry-wide.

3 MR. SCHWARTZ:

4 Yes, sir. And, specifically, this
5 property complied with all of those categories in
6 2019.

7 CHAIRMAN JOHNS:

8 Right. You have.

9 MR. SCHWARTZ:

10 In 2020, we fell short in Louisiana
11 spend, and I think we're required to have 51.5
12 percent women team members, and we had --

13 MS. ETLAND:

14 Forty-nine.

15 MR. SCHWARTZ:

16 -- 49-something, or we were -- we
17 were just a few people off, and -- and the same
18 thing could be said about 2021. Both of those --
19 those are the only two categories where we've been
20 challenged. We've -- we've made it in the
21 purchasing for the minority spending and the women
22 companies.

23 CHAIRMAN JOHNS:

24 Okay. Thank you very much. I have
25 no more questions from the Board. I do know we

1 have representation from the City of Kenner here.
2 Would you like to come forward? I have a card
3 from Ms. Candace Watkins, I think, who would
4 like -- who is representing the mayor this
5 morning. So, Ms. Watkins, if you'd come forward.

6 MS. WATKINS:

7 Thank you.

8 CHAIRMAN JOHNS:

9 While Ms. Watkins is coming forward,
10 I have three other cards in support, do not wish
11 to speak, Representative Joe Stagni in support,
12 Ms. Carolyn Barrett with Visit Kenner in support,
13 and Kelly Hand with Economic Development with the
14 City of Kenner in support. So, Ms. Watkins, good
15 morning.

16 MS. WATKINS:

17 Good morning. Thank you so much for
18 this opportunity. This will be very easy. We
19 love the Treasure Chest, and we want to see them
20 be beautiful and brand new again and be -- they
21 are a critical piece of a master plan that we have
22 for Laketown, and we are here to ask for your
23 support this morning. They've been wonderful
24 corporate citizens and civic partners. They are
25 the source of our -- major source of our capital

1 funds each year. They do a wonderful job, and
2 they run a clean operation, and we would like to
3 see them get bigger and better and elevate the
4 image of Kenner, as well as be part of this
5 grander Laketown plan.

6 CHAIRMAN JOHNS:

7 Well, thank you for sharing that.
8 And we want to -- please give -- if you would,
9 express our thanks to the mayor and to the council
10 members for their support. I know there were some
11 issue -- not issues, but there was some support
12 that had to come from the City in order to make
13 this happen, and we're aware of that, and we thank
14 you for that cooperation.

15 MS. WATKINS:

16 And Mayor Zahn sends his regards and
17 apologizes for not being here himself.

18 CHAIRMAN JOHNS:

19 Well, that's quite okay. We -- we do
20 understand, but we appreciate you being here. Any
21 questions for Ms. Watkins?

22 (NO RESPONSE)

23 CHAIRMAN JOHNS:

24 Okay, Ms. Watkins. Thank you very
25 much --

1 MS. WATKINS:

2 Thank you.

3 CHAIRMAN JOHNS:

4 -- for being here. So, Members, at
5 this time, are there any other questions before we
6 move on with the resolution?

7 (NO RESPONSE)

8 CHAIRMAN JOHNS:

9 Okay. Hearing none, I would
10 entertain a motion that we adopt a resolution to
11 move forward with the relocation of the
12 Treasure Chest Casino.

13 MR. AVANT:

14 So moved.

15 CHAIRMAN JOHNS:

16 Mr. Avant has moved that we adopt
17 this resolution.

18 MR. POOLE:

19 (Indicating)

20 CHAIRMAN JOHNS:

21 And Mr. Poole has seconded that
22 motion. Ms. Thurman, would you read the
23 resolution, please?

24 MS. THURMAN:

25 On the 16th day of December 2021, the

1 Louisiana Gaming Control Board did, in a duly
2 noticed public meeting, consider the issue of
3 Treasure Chest Casino, LLC d/b/a Treasure Chest
4 Casino's Petition for Approval to Relocate Gaming
5 Operations and for a Modification of License
6 Conditions, and upon motion duly made and
7 seconded, the Board adopted this Resolution:

8 Be it resolved that Treasure Chest
9 Casino, LLC d/b/a Treasure Chest Casino's request
10 to relocate its gaming operations to a newly
11 constructed facility to be included as part of the
12 Approved Project (as defined by the conditions
13 placed on the riverboat license of Treasure
14 Chest -- Treasure Chest Casino, LLC d/b/a Treasure
15 Chest Casino, which are attached hereto and made a
16 part hereof) and located within 1200 feet of its
17 licensed berth site, all in accordance with the
18 plan and supporting documentation submitted by the
19 licensee and all applicable law, and to commence
20 gaming operations thereat upon completion, subject
21 to the final inspection and approval of the
22 Division, is hereby approved.

23 Be it further resolved that:

24 1., No gaming operations shall
25 commence until the entire approved project has

1 been substantially completed and ready for
2 occupancy and use in the opinion of the Board and
3 until the Division has determined that all
4 necessary staffing, training, security and
5 surveillance, technical, accounting, and internal
6 control procedures are acceptable. "Substantially
7 complete," or "substantial completion" shall mean
8 the state in progress of the work when the
9 Approved Project is sufficiently complete in
10 accordance with the contract documents such that
11 it can be occupied and utilized for its intended
12 use;

13 2., Treasure Chest Casino, LLC d/b/a
14 Treasure Chest Casino shall abide by the following
15 standards for construction of the Approved
16 Project:

17 a., No later than 90 days from this
18 Resolution's date, to submit architectural
19 blueprints and a detailed plan of design and
20 construction of the Approved Project to the Board
21 for review and acceptance. The plans and
22 specifications shall comply with all applicable
23 laws and regulations, including, but not limited
24 to, environmental, fire, and safety codes.
25 Failure to meet this deadline or to timely receive

1 an extension from the Board may result in
2 forfeiture of all privileges to the License.

3 b., To enter into all necessary
4 contracts for construction of the Approved Project
5 and to submit copies of the contracts to the Board
6 no later than 90 days after the passage of a board
7 resolution accepting the plans and specifications.
8 All contracts related to the Approved Project
9 shall be let only by Treasure Chest Casino, LLC
10 d/b/a Treasure Chest Casino or its parent company;

11 c., To complete construction of the
12 Approved Project and commence gaming operations in
13 the facility or to recommence gaming operations
14 upon a vessel within 24 months from this
15 Resolution's date. Failure to meet this deadline
16 or to receive an extension may result in
17 forfeiture of all privileges to the License; and

18 d., To submit a work-in-progress
19 report on the construction of the Approved Project
20 to the Board by the 20th of every month. Said
21 report shall include a detailed narrative on the
22 status of all work up to the date of the report, a
23 progress payment report listing all payments made
24 up to the date of the report.

25 Thus done and signed in Baton Rouge,

1 Louisiana, this 16th day of December 2021.

2 CHAIRMAN JOHNS:

3 Thank you, Ms. Thurman. We have a
4 motion to adopt this resolution by Mr. Avant,
5 seconded by Mr. Poole. Ms. Thurman, would you
6 call the roll, please?

7 MS. THURMAN:

8 Mr. Avant?

9 MR. AVANT:

10 Yes.

11 MS. THURMAN:

12 Ms. Berry?

13 MS. BERRY:

14 Yes.

15 MS. THURMAN:

16 Mr. Jackson?

17 MR. JACKSON:

18 Yes.

19 MS. THURMAN:

20 Ms. Lewis?

21 MS. LEWIS:

22 Yes.

23 MS. THURMAN:

24 Mr. Poole?

25 MR. POOLE:

1 Yes.

2 MS. THURMAN:

3 Ms. Hamilton-Acker?

4 MS. HAMILTON-ACKER:

5 Yes.

6 MS. THURMAN:

7 Mr. Sholes?

8 MR. SHOLES:

9 Yes.

10 MS. THURMAN:

11 Ms. Traylor?

12 MS. TRAYLOR:

13 Yes.

14 MS. THURMAN:

15 Chairman Johns?

16 CHAIRMAN JOHNS:

17 Yes.

18 MS. THURMAN:

19 It's unanimous.

20 CHAIRMAN JOHNS:

21 By unanimous vote, that adopt -- that
22 resolution is adopted. Congratulations to
23 Boyd Gaming. And please give our thanks, the
24 Board's thanks, to Mr. Bill Boyd and to
25 Mr. Keith Smith to their commitment to the state

1 of Louisiana. So thank y'all very, very much.
2 And to the City of Kenner, again, thank you very
3 much for being here today and for your
4 cooperation.

5 Okay. We're moving on now. We have
6 two items that we'll take concurrent -- or
7 individually, I should say. One involves the
8 Belle of Baton Rouge here, and the other one
9 involves the Hollywood Casino here who are
10 actually being purchased by the same company. So
11 we'll take them individually. And good morning.
12 Good morning.

13 MS. LANDRY:

14 Good morning, Chairman Johns and
15 Board Members. I'm Assistant Attorney General
16 Lisha Landry, and I'm here to present the proposed
17 acquisition of Louisiana Casino Cruises, Inc.
18 doing business as Hollywood Casino Baton Rouge,
19 which holds a riverboat gaming license and is
20 located in East Baton Rouge Parish.

21 Present and reporting with me today
22 are Tammy Haupt with Louisiana State Police, Audit
23 Section, and Senior Trooper Shannon Simpson with
24 the Louisiana State Police, Gaming Enforcement
25 Division. Representatives from the licensee's

1 current owner, Gaming and Leisure Properties Inc.,
2 are present today, and representatives from
3 CQ Holding Company, Inc., will follow State Police
4 with remarks to the Board.

5 CQ Holding Company, its parent
6 company SG CQ Gaming LLC, subsidiaries of GLPI,
7 which are GLP Capital L.P., and GLP Holdings,
8 Inc., and the licensee petition the Board for
9 Approval of Proposed Acquisition of Louisiana
10 Casino Cruises, Inc. doing business as Hollywood
11 Casino Baton Rouge by CQ Holding Company. CQ
12 Holding is wholly-owned by SG CQ Gaming, LLC.

13 On November 25, 2020, SG CQ Gaming
14 entered into a purchase agreement for the
15 acquisition of the licensee from GLPI. GLPI's
16 subsidiary, GLP Holdings, will sell and transfer
17 100 percent of the equity interest in the licensee
18 to SG CQ Gaming for \$28.2 million. SG CQ Gaming
19 will subsequently assign all of its rights, title,
20 and interest in the purchase agreement to
21 CQ Holding, thereby making CQ Holding the buyer of
22 the licensee.

23 As part of the purchase agreement,
24 GLPI will still fund the licensee's landside
25 development project that was approved by the Board

1 in August of 2020. Prior to closing, GLPI will
2 convert the licensee from a corporation to a
3 limited liability company, and the licensee will
4 be renamed Louisiana Casino Cruises, LLC doing
5 business as Hollywood Casino Baton Rouge. The
6 licensee will transfer legal title of its real
7 property assets, except for its vessel, to GLPI so
8 that, subsequent to the transfer, GLPI will own
9 the real property assets of the licensee in a real
10 estate investment trust.

11 GLPI Capital, as lessor, will enter
12 into a second amended and restated master lease
13 with Louisiana Casino Cruises, LLC, as a tenant to
14 lease the real property where the licensee
15 operates. The second amended and restated master
16 lease also includes both the DraftKings at
17 Casino Queen property in East St. Louis, Illinois,
18 and the Louisiana licensee Catfish Queen doing
19 business as Belle of Baton Rouge Casino for an
20 initial annual rental payment of \$21.4 million.
21 Board approval is required for these transactions.

22 In order to fund the acquisition of
23 the licensee, CQ Holding intends to become the
24 borrowing party to the Citizens Bank credit
25 agreement for a senior secured term A credit

1 facility in the amount of \$29 million and a
2 secured revolving credit facility in the amount of
3 \$5 million. In addition, CQ Holdings will pledge
4 all of the equity interest in the licensee as
5 security for the bank debt. Board approval is
6 required for the financial arrangements entered
7 into by CQ Holding Company for the acquisition of
8 the licensee.

9 After Board approval, the investment
10 funds that own SG CQ Gaming will execute a
11 proposed conversion Letter Agreement where the
12 funds will convert 98.5043 percent of the net
13 asset value of the membership interest held in
14 SG CQ Gaming to convertible debt. The funds will
15 also execute a proposed Promissory Note for
16 \$130,682,641.82 with 10 percent interest and will
17 become lenders and no longer owners of SG CQ
18 Gaming.

19 The remaining net value of the
20 membership interest in SG CQ Gaming held by the
21 funds will continue to be held only by
22 Standard General Master Fund II, L.P., and
23 Standard General Focus Fund, L.P. The equity
24 interest in SG CQ Gaming will be specially
25 allocated, segregated, and held for the sole

1 benefit of and controlled by the fund's general
2 partner Standard General GP, LLC, which will
3 become a 100 percent contractual and legal owner
4 of SG CQ Gaming in regards to the licensee. After
5 execution of the documents, the funds will not
6 hold any direct or indirect ownership or economic
7 interest in the licensee.

8 The conditions previously imposed by
9 the Board on the license of Louisiana Casino
10 Cruises, Inc., have been amended to replace GLPI
11 as the parent company of the licensee with
12 CQ Holding and reflect the licensee's conversion
13 to an LLC. CQ Holding will execute an
14 acknowledgment and acceptance of the license
15 conditions, as well as an Indemnity and Hold
16 Harmless Agreement required by the conditions,
17 which will become effective on the date of the
18 acquisition of the licensee. Approval of the
19 transfer and leaseback of the licensee's real
20 property to and from GLPI will be subject to
21 certain conditions which are required for all real
22 estate investment trust sales. GLPI will also
23 execute an acknowledgment and acceptance of the
24 conditions to this approval today.

25 If it's the Board's pleasure to

1 approve the proposed transfer of Louisiana Casino
2 Cruises to CQ Holding Company, Inc., along with
3 related transactions and financing, a resolution
4 has been prepared by our office for the Board's
5 consideration and the Chairman's signature.

6 And now I will turn it over to
7 Ms. Haupt to report Audit's findings to the Board.

8 MS. HAUPT:

9 Good morning, Chairman --

10 CHAIRMAN JOHNS:

11 Good morning.

12 MS. HAUPT:

13 -- Johns and Board Members. Hello
14 again. My name is Tammy Haupt, and I'm an auditor
15 with the Louisiana State Police Gaming Audit
16 Section. As detailed by Ms. Landry from the AG's
17 Office, local counsels for the Casino Queen
18 Holding Company, Gaming and Leisure Properties,
19 and the licensee Louisiana Casino Cruises, Inc.
20 doing business as Hollywood Casino Baton Rouge
21 have submitted a Joint Petition to the Board
22 requesting approval of the proposed Hollywood
23 acquisition by Casino Queen Holding through
24 consummation of the Membership Interest Purchase
25 Agreement that was execute -- executed in November

1 of 2020.

2 In addition, the Board's approval is
3 being requested for the following: GLPI to
4 convert the licensee from a corporation to a
5 Louisiana limited liability company prior to the
6 transfer to Casino Queen, debt financing of a
7 \$44 million senior secured credit facility,
8 execution of a second amended and restated master
9 lease agreement by and between GLP and Hollywood's
10 newly formed Louisiana limited liability company
11 to lease back Hollywood's real estate assets, and
12 the conversion -- a conversion of 98.5 percent,
13 the majority of the Casino Queen's existing
14 membership interest held in Standard General
15 Casino Queen Gaming into convertible debt.

16 Standard -- Standard General Queen --
17 Casino Queen Gaming, LLC, entered into a
18 membership interest purchase agreement on
19 November 25, 2020, to acquire the membership
20 interest of Hollywood Casino from GLPI for a
21 purchase price of \$28.2 million. On December 2,
22 2020, Standard General assigned all its rights,
23 title, and interest in and to the membership
24 purchase -- membership interest purchase agreement
25 to Casino Queen Holding, its wholly-owned

1 subsidiary, making them the buyer of the
2 Hollywood.

3 Casino Queen will enter into a
4 \$44 million senior secured credit facility with
5 Citizens Bank to finance the transactions, and
6 that credit facility consists of a \$29 million
7 term loan that will be used to finance the
8 acquisition of the Hollywood, a \$5 million
9 revolver with a \$3 million letter of credit
10 sublimit and a \$2 million swing loan sublimit, and
11 a \$10 million undrawn incremental loan commitment.

12 Casino Queen will use a portion of
13 the \$2 million swing loan to -- sublimit to
14 refinance the \$1.5 million Standard General senior
15 secured loan, originally funded during the
16 COVID-19 shutdowns, and its excess cash on hand to
17 pay the \$4 million in liquidated damages owed to
18 GLPI, and \$1.5 million in financing fees owed to
19 Citizens Bank that are due at closing. All
20 financial advisor and legal fees related to the
21 acquisition have been paid as incurred. Page 8 of
22 Audit's report contains detailed sources and uses
23 for these transactions.

24 At closing, Casino Queen will execute
25 an act of -- act of distribution and transfer

1 legal title of Hollywood's real estate assets to
2 GLP while simultaneously entering into the
3 proposed amended and restated master lease
4 agreement to lease back the property to
5 Hollywood's newly formed LLC for an initial annual
6 rent of \$21.4 million with a 15-year term and four
7 5-year extensions. GLP will complete the current
8 Hollywood landside development project that's in
9 process and previously approved by the Board.
10 Upon completion of the project, the rent will be
11 adjusted to reflect GLPI's projected cost.

12 During our review, no financial
13 issues came to our attention that would -- that
14 would preclude the Board's approval of these
15 transactions. I will now turn the presentation
16 over to Senior Trooper Shannon Simpson with
17 Licensing to present their findings.

18 CHAIRMAN JOHNS:

19 Good morning.

20 SENIOR TROOPER SIMPSON:

21 Good morning, Chairman Johns, Board
22 Members. Senior Trooper Shannon Simpson with
23 Louisiana State Gaming Enforcement Division.

24 On November 25, 2020, GLP Holding,
25 Inc., and GLP Capital, L.P., entered into an

1 Equity Purchase Agreement with SG CQ Gaming, LLC,
2 for the purchase of Louisiana Cruises doing
3 business as Hollywood Casino.

4 According to the Joint Petition,
5 GLP Holding, Inc., is currently 100 percent owner
6 of Louisiana Casino Cruises, Inc. GLP Holding,
7 Inc., is owned by GLP Capital, L.P., and GLP
8 Capital, L.P., is owned by GLP Capital Partners,
9 LLC, which is 99 percent, and Gaming Leisure
10 Properties, Inc., at 1 percent. GLP Capital,
11 L.P., and their subsidiaries have entered into a
12 Membership Agreement -- Interest Purchase
13 Agreement on November 25, 2020. Through a series
14 of pre-closing, CQ Holding Company, Inc., and
15 SG CQ Gaming, LLC, agreed to purchase all of
16 GLP Holding, Inc.'s outstanding equity interests
17 in the licensee Louisiana Casino Cruises doing
18 business as Hollywood Casino Baton Rouge.

19 Mr. Soohyung Kim has previously been
20 found suitable by the Louisiana Gaming Control
21 Board on March 29, and Mr. Joseph Daniel Mause
22 was -- has previously been found suitable by the
23 Gaming Control Board on October 15, both in 2020,
24 and Mr. Terrence Patrick Downey has previously
25 been found by the Louisiana Gaming Control Board

1 on December 17, 2020.

2 A backgrounds investigation was
3 conducted on the proposed directors:

4 Mr. John Vandersand, who will be the Secretary and
5 General Counsel, Ms. Cheryl Regina Ash, Director
6 and CFO, and Mr. Douglas Steven Bybee, Director
7 and VP. The investigation consisted of inquiries
8 made to federal, state, and local law enforcement
9 agencies. Inquiries were also made to the civil
10 courts and gaming regulatory agencies and tax
11 inquiries. No information was found to preclude
12 them from participating in the gaming industry.

13 And based on this investigation,
14 there was no evidence -- no information found
15 which would preclude the Board from approving the
16 proposed joint petition of the equity interest and
17 real property purchase.

18 CHAIRMAN JOHNS:

19 Okay. Thank y'all very much for your
20 presentation. So at this time, there are no -- I
21 mean, all compliance issues, all suitability,
22 financing, everything is in order in your opinion?

23 MS. LANDRY:

24 Yes.

25 SENIOR TROOPER SIMPSON:

1 Yes.

2 MS. LANDRY:

3 Once the documents are executed, yes,
4 sir.

5 CHAIRMAN JOHNS:

6 Thank you very much. Thank you for
7 your presentation. I know we have representation
8 from CQ Holdings that are here this morning, if
9 you would like to come forward. Good morning,
10 Gentlemen.

11 MR. BARBIN:

12 Good morning, Chairman. Good
13 morning, Members of the Board. I'm Jeff Barbin
14 representing Casino Queen. To my immediate left
15 is Bill Vandersand. Bill is the General Counsel
16 for Casino Queen. And then to Bill's left is
17 Terry Downey. Terry is the CEO of Casino Queen.

18 As Ms. Landry mentioned, Casino Queen
19 is seeking to purchase both of the riverboats in
20 Baton Rouge. This particular agenda item relates
21 to the Hollywood vessel, which is the one that's
22 more north in -- in Baton Rouge. We'll just make
23 some brief remarks about the overall structure of
24 Casino Queen, and then Mr. Downey will give us
25 some comments particularly about Hollywood. And

1 then, when we have the next agenda item, we'll get
2 back up and talk about the Belle, if that --

3 CHAIRMAN JOHNS:

4 That would be great. Gentlemen, good
5 morning.

6 MR. VANDERSAND:

7 Good morning.

8 MR. DOWNEY:

9 Good morning, Mr. Chairman.

10 MR. VANDERSAND:

11 Thank you, Jeff. Mr. Chairman,
12 Members of the Board, my name is Bill Vandersand,
13 General Counsel for CQ Holding. First, I would
14 just like to compliment your staff, the State
15 Police, Attorney General for their professional
16 review of our file and working through the
17 complexities of that. That's greatly appreciated.

18 Just to introduce Casino Queen, since
19 it's small, I'll give you a quick thirty-second or
20 one-minute history of it to introduce it to
21 Louisiana. It formed -- began operations in 1993
22 as a riverboat in East St. Louis, Illinois. It's
23 in the St. Louis gaming market. Over the years to
24 date, the company has put more than \$200 million
25 of capital investment into that property. We've

1 undergone two major ownership changes through
2 those years. 2012 was the first. More recently,
3 as noted by Audit and the Attorney General, in
4 2020, Standard General became our owner and
5 investor. And in that short time, they've
6 invested over \$10 million of capital into our
7 East St. Louis property. I'll introduce
8 Mr. Downey shortly to talk about the investment
9 that's intended to be made in Louisiana.

10 We own a second casino in Iowa,
11 Casino Queen. That's a riverboat, also, on the
12 Mississippi River. So we acquired that in 2017.
13 And since Standard General entered, they've also
14 put significant capital into that property. And
15 we're really looking forward to the opportunity
16 and seeking your approval for this transaction to
17 have the opportunity to enhance the properties
18 here in Louisiana. And with that, I'll introduce
19 our CEO, Terry Downey.

20 CHAIRMAN JOHNS:

21 Good morning, Mr. Downey.

22 MR. DOWNEY:

23 Good morning, Chairman Johns, Board
24 Members. Thank you for having us here today.
25 It's been a little bit of a journey over the last

1 year between hurricanes and sports betting, and
2 the process got -- got stretched out a little bit.
3 But we are so excited to be down here. It's --
4 I've come to Baton Rouge many times now over the
5 past year, and we have really high expectations
6 for the gaming market here.

7 When we first got involved,
8 obviously, from an outsider point of view and
9 looking at Hollywood and the landside move, I
10 think it was initially approved for, roughly, a
11 \$26 million move. We've been working with the
12 team and kind of hands-off but comment type thing.
13 I think it's up to about \$72 million now. Part of
14 that is just some amenity additions, and part of
15 it is, you know, supply chain issues and things
16 like that, but the property is going to be
17 beautiful.

18 There's a great team at Hollywood
19 that we're really excited to get down and start
20 working with these guys. And just -- just the way
21 marketing has been done over the years, we're real
22 excited to kind of bring some nuances that we've
23 used in -- in other markets that we don't really
24 see down here. And we're just very, very excited
25 about the Hollywood property and the landside

1 move.

2 CHAIRMAN JOHNS:

3 Well, thank you very much. We
4 appreciate the movement of Hollywood onto land.
5 If you want to continue to add to those amenities,
6 we welcome that. I'm sure we'll not damp -- put a
7 damper on that for you. But is that project
8 moving along fairly well, where you'll -- you'll
9 be open on time or --

10 MR. DOWNEY:

11 Yeah, the project is moving along
12 good. Obviously, weather conditions, being close
13 to the river, I think there -- by the level of the
14 river, there were some delays. Then they started
15 driving pilings, and -- you can probably correct
16 me, but I think we're up to about 320 pilings a
17 week that we have to get in the ground to start
18 going up on that thing, but it's moving along
19 pretty good now.

20 CHAIRMAN JOHNS:

21 Well, thank you very, very much on
22 that. Gentlemen, you are aware of our hiring and
23 our procurement goals in Louisiana?

24 MR. DOWNEY:

25 Yes.

1 CHAIRMAN JOHNS:

2 Okay. And you feel like that you can
3 attain those goals?

4 MR. DOWNEY:

5 Yeah. And I think the proper way
6 to -- to answer that question would be, we need to
7 get in with the team and get involved and -- and
8 really understand, you know, the playing field
9 and -- and the moves we have to make to get to
10 those goals.

11 CHAIRMAN JOHNS:

12 Well, good. Thank you very much.
13 Any questions from -- from our Board?

14 MR. SHOLES:

15 Yes, Mr. Chairman.

16 CHAIRMAN JOHNS:

17 Judge?

18 MR. SHOLES:

19 Same question. Will there be any
20 team members making below \$15 an hour?

21 MR. DOWNEY:

22 I -- from the outside, I don't have
23 the basis to answer that question yet. I don't
24 know where they're at in that.

25 MR. SHOLES:

1 I'm just planting the seed.

2 MR. DOWNEY:

3 Pardon?

4 MR. SHOLES:

5 I'm just planting the seed.

6 MR. DOWNEY:

7 Okay. Seed taken.

8 CHAIRMAN JOHNS:

9 Very, very clearly. Correct?

10 MR. DOWNEY:

11 Very -- crystal clear.

12 CHAIRMAN JOHNS:

13 Thank you, Judge Sholes. Any
14 other -- any other comments? Any questions?

15 (NO RESPONSE)

16 CHAIRMAN JOHNS:

17 Okay. At this time I would ask for a
18 motion to adopt the resolution that has been
19 presented.

20 MS. HAMILTON-ACKER:

21 (Indicating)

22 CHAIRMAN JOHNS:

23 I have a motion, Ms. Hamilton-Acker.

24 MS. BERRY:

25 (Indicating)

1 CHAIRMAN JOHNS:

2 And a second by Ms. Berry.
3 Ms. Thurman, would you read the resolution,
4 please?

5 MS. THURMAN:

6 On the 16th day of December, 2021,
7 the Louisiana Gaming Control Board did, in a duly
8 noticed public meeting, consider the Joint
9 Petition of GLP Holdings, Inc., GLP Capital, L.P.,
10 SG CQ Gaming, LLC, and CQ Holding Company, Inc.,
11 for approval of the transfer of ownership of
12 Louisiana Casino Cruises, Inc. d/b/a Hollywood
13 Casino Baton Rouge, License No. R01170013, to
14 CQ Holding, and related transactions, and upon
15 motion duly made and seconded, the Board adopted
16 this Resolution:

17 Whereas, on November 25, 2020,
18 GLP Holdings and SG CQ Gaming did enter into a
19 "Membership Interest Purchase Agreement,"
20 providing for the sale and transfer of the
21 Licensee to SG CQ Gaming;

22 Whereas, on November 27, 2020, SG CQ
23 Gaming purchased all of the stock in CQ Holding
24 and became 100 percent owner of CQ Holding; and

25 Whereas, on December 2, 2020,

1 SG CQ Gaming executed an "Assignment and
2 Assumption Agreement" whereby SG CQ Gaming
3 assigned all its rights, titles -- title, and
4 interest in and to the "Membership Interest
5 Purchase Agreement" to CQ Holding; and

6 Whereas, the licensee and GLP Holding
7 will execute an "Act of Distribution" providing
8 for the transfer of legal title to the real estate
9 assets of the Licensee to GLP Holding; and

10 Whereas, GLP Capital, the parent
11 company of GLP Holding, will lease back those real
12 property assets to the Licensee pursuant to the
13 Second Amended and Restated Lease Agreement; and

14 Whereas, prior to closing,
15 GLP Holdings will convert the Licensee from a
16 corporation to a limited liability company; and

17 Whereas, on December 17, 2021,
18 Standard General Master Fund, L.P., P Standard
19 General, Ltd., Standard General Master Fund II,
20 L.P., SG Special Situations Fund, L.P., Standard
21 General Focus Fund, L.P., and Standard General GP,
22 LLC, propose to execute a Promissory Note and
23 Letter Agreement, where the Funds will convert
24 98.504 percent -- 98.5043 percent of the net asset
25 value of the Membership Interest held in

1 SG CQ Gaming, LLC, to convertible debt; and

2 Whereas, CQ Holding has obtained
3 certain commitments for funding this acquisition
4 of the Licensee; and

5 Whereas, the transactions provided
6 for in the Membership Interest Purchase Agreement
7 and the related agreements entered into in
8 connection therewith, require Board approval.

9 Now therefore, be it resolved that
10 GLP Holding's conversion of the Licensee from a
11 corporation to a limited liability -- liability
12 company is hereby approved.

13 Be it resolved that the transfer of
14 100 percent of the equity interest in the Licensee
15 to CQ Holding by sale from GLP Holdings is hereby
16 approved.

17 Be it resolved that the \$29 Million
18 Senior Secured Term Loan A, the \$5 Million
19 Revolver, and the \$10 Million Incremental Term
20 Loan under commitments that CQ Holding, as
21 Borrower, obtained and arranged from Citizens
22 Bank, N.A., as Administrative Agent, which will be
23 reflected in the credit agreement entered into on
24 the date of closing of the CQ Holding acquisition
25 of the Licensee, are hereby approved.

1 Be it resolved that the granting by
2 CQ Holding of a security interest in and lien on
3 the equity interests in the Licensee to the
4 Administrative Agent under the Citizens Bank
5 Credit Agreement as collateral to secure the
6 obligations thereunder, including, but not limited
7 to, the financing arrangements entered into by
8 CQ Holding with Citizens Bank to acquire the
9 Licensee, are hereby approved.

10 Be it resolved that the execution of
11 the "Act of Distribution" by and between the
12 Licensee, as Transferor, transferring the real
13 property assets of the Licensee to GLP Holdings,
14 as Transferee, is hereby approved.

15 Be it resolved that the execution of
16 the Second Amended and Restated Lease Agreement by
17 and between GLP Capital, L.P., as Lessor, and the
18 Licensee, as Tenant, is hereby approved.

19 Be it resolved that the execution of
20 all documents necessary to effectuate the
21 transactions contemplated by and provided for the
22 Membership Interest Purchase Agreement and related
23 agreements, all as more particularly described and
24 provided for therein, is hereby approved.

25 Be it resolved that the approvals

1 granted hereby are subject to and conditioned upon
2 the Licensee's and CQ Holding's execution of the
3 Acknowledgment and Acceptance of Statement of
4 Conditions to Riverboat Gaming License of
5 Louisiana Casino Cruises, LLC d/b/a Hollywood
6 Casino and the Indemnity and Hold Harmless
7 Agreement required by said Statement of
8 Conditions, both to become effective on the date
9 and at the time of CQ Holding's acquisition of the
10 equity ownership of the Licensee, copies of which
11 are attached hereto and -- and incorporated
12 herein.

13 Be it resolved that the approvals are
14 subject to Gaming and Leisure Properties, Inc.,
15 and CQ Holding's execution of the Acknowledgment
16 and Acceptance of Conditions to Approval, a copy
17 of which is attached hereto and incorporated
18 herein.

19 Be it resolved that the approvals
20 granted herein are subject to and conditioned upon
21 the effectuation of the proposed conversion of the
22 equity interests of the funds in SG CQ Gaming to
23 debt in the form and substance of the proposed
24 documentation previously submitted to the Division
25 and the Attorney General's Office for review,

1 including, but not limited to, the promissory note
2 and letter agreement, within 24 hours of the
3 approvals granted herein; and

4 Be it resolved that the approvals
5 granted herein are further subject to and
6 conditioned upon the submission of the executed
7 conversion of equity to debt documents including,
8 without limitation, the promissory note and the
9 letter agreement, within 24 hours of execution to
10 the Division and the Attorney General's Office;
11 and

12 Be it resolved that CQ Holding
13 Company, Inc.'s proposed acquisition of Louisiana
14 Casino Cruises, LLC d/b/a Hollywood Casino Baton
15 Rouge shall not occur unless and until the
16 Division and the Attorney General's Office
17 determines, in their sole discretion and opinion,
18 that the executed documents are in -- are --
19 excuse me -- are the same form and substance as
20 the proposed documents reviewed by said agencies
21 for approval herein.

22 Thus done and signed in Baton Rouge,
23 Louisiana, this 16th day of December, 2021.

24 CHAIRMAN JOHNS:

25 Thank you, Ms. Thurman. Members, we

1 have a resolution that was offered by
2 Ms. Hamilton-Acker, seconded by Ms. Berry.
3 Ms. Thurman, would you call the role, please?

4 MS. THURMAN:

5 Mr. Avant?

6 MR. AVANT:

7 Yes.

8 MS. THURMAN:

9 Ms. Berry?

10 MS. BERRY:

11 Yes.

12 MS. THURMAN:

13 Mr. Jackson?

14 MR. JACKSON:

15 Yes.

16 MS. THURMAN:

17 Ms. Lewis?

18 MS. LEWIS:

19 Yes.

20 MS. THURMAN:

21 Mr. Poole?

22 MR. POOLE:

23 Yes.

24 MS. THURMAN:

25 Ms. Hamilton-Acker?

1 MS. HAMILTON-ACKER:
2 Yes.
3 MS. THURMAN:
4 Mr. Sholes?
5 MR. SHOLES:
6 Yes.
7 MS. THURMAN:
8 Ms. Traylor?
9 MS. TRAYLOR:
10 Yes.
11 MS. THURMAN:
12 Chairman Johns?
13 CHAIRMAN JOHNS:
14 Yes.
15 MS. THURMAN:
16 It's unanimous.
17 CHAIRMAN JOHNS:
18 By unanimous vote, that resolution is
19 hereby adopted. Congratulations.
20 MR. VANDERSAND:
21 Thank you, Mr. Chairman.
22 MR. DOWNEY:
23 Thank you.
24 CHAIRMAN JOHNS:
25 Now we'll consider the petition of

1 Caesars Entertainment Holdings for the transfer of
2 ownership of Catfish Queen Partnership doing
3 business as the Belle of Baton Rouge. Thank you.
4 Welcome back.

5 MS. LANDRY:

6 Assistant Attorney General

7 Lisha Landry now here to present CQ Holding
8 Company, Inc.'s, proposed acquisition of Catfish
9 Queen Partnership in Commendam doing business as
10 Belle of Baton Rouge, which holds a riverboat
11 gaming license and is located in East Baton Rouge
12 Parish.

13 Auditor Patricia Bell with the Audit
14 Division and Senior Trooper Shannon Simpson with
15 the Gaming Enforcement Division will also report
16 on this matter. There are representatives from
17 the licensee's current owner, Caesars
18 Entertainment, Inc., which are present here today
19 as well.

20 CQ Holding Company, Inc., Caesars
21 Entertainment, Inc., and its subsidiaries, which
22 are Tropicana Entertainment, Inc., Neutron McCanna
23 Holdings, Inc., New Jazz Enterprises, LLC,
24 New Tropicana OpCo, Inc., and the licensee,
25 petition the Board for approval of the proposed

1 acquisition of the licensee by CQ Holding Company,
2 Inc.

3 On November 30, 2020, New Tropicana
4 Holdings, Inc., New Jazz Enterprises, LLC, and
5 New Tropicana OpCo, Inc., which are -- are the
6 direct owners of the licensee, entered into an
7 Equity Purchase Agreement with CQ Holding.
8 Pursuant to the Equity Purchase Agreement,
9 New Tropicana OpCo, Inc., will transfer and sell
10 its 89 percent interest; New Jazz Enterprises,
11 LLC, will transfer and sell its 10 percent
12 interest; and New Tropicana Holdings, Inc., will
13 transfer and sell its 1 percent ownership interest
14 in the licensee to CQ Holding. New Tropicana
15 OpCo, Inc., will sell its 100 percent membership
16 interest in Centroplex Center Convention Hotel,
17 LLC, to CQ Holding. And Board approval is
18 required for these transactions.

19 Prior to closing, Caesars will
20 convert the licensee from a limited partnership to
21 a limited liability company, and the licensee will
22 be renamed Catfish Queen, LLC doing business as
23 Belle of Baton Rouge Casino. The real property
24 assets utilized by the licensee are owned and
25 leased. Gaming and Leisure Properties, Inc.,

1 through its subsidiaries, have previously acquired
2 the ownership of the real property and leasehold
3 interest of the licensee. This property is
4 currently subleased back to the license --
5 licensee through GLPI's original master lease.

6 Pursuant to the proposed acquisition,
7 the real property currently leased by GLPI to the
8 licensee will be removed from the original master
9 lease. GLPI's subsidiary, GLP Capital, will enter
10 into a Second Amended and Restated Master Lease as
11 lessor with Catfish Queen, LLC, the Louisiana
12 Casino Cruises, LLC, in Baton Rouge, and
13 DraftKings at Casino Queen in Illinois as the
14 tenants. Board approval is required for the lease
15 of the licensee's real property from GL -- GLP
16 Capital to the licensee under the terms of the
17 Second Amended and Restated Master Lease.

18 In order to fund the acquisition,
19 CQ Holdings will borrow the same \$29 million
20 senior secured term A credit facility and a
21 \$5 million senior secured revolving credit
22 facility used to fund the acquisition of Louisiana
23 Casino Cruises. In addition, CQ Holding will
24 pledge all of its equity interest in the licensee
25 as security for the bank debt. Board approval is

1 required for the financial arrangements entered
2 into by CQ Holding Company, Inc., for the
3 acquisition of this licensee.

4 As we discussed in CQ Holdings'
5 acquisition of Louisiana Casino Cruises, the
6 investment funds that owns CQ Holding's parent
7 company, SG CQ Gaming, will execute a proposed
8 Conversion Letter Agreement where the funds will
9 convert 98.5043 percent of the net asset value of
10 the membership interest held in SG CQ Gaming to
11 convertible debt. The funds will also execute a
12 proposed Promissory Note for \$130,682,641.82 with
13 10 percent interest, and the funds will become
14 lenders and no longer owners to SG CQ Gaming. The
15 remaining net value of the membership interest in
16 SG CQ Gaming held by the funds will continue to be
17 held only by Standard General Master Fund II,
18 L.P., and Standard General Focus Fund, L.P. The
19 equity interest in SG CQ Gaming will be specially
20 allocated, segregated, and held for the sole
21 benefit of and controlled by the fund's general
22 partner, which is Standard General GP, LLC, who
23 will become 100 percent contractual and legal
24 owner of SG CQ Gaming in regards to the licensee.
25 The Conversion Letter Agreement and Promissory

1 Note will be executed after Board approval.

2 After the documents are executed, the
3 funds will hold no direct or indirect ownership or
4 economic interest in the licensee. The conditions
5 previously imposed by the Board on the license of
6 Louisiana -- imposed on Catfish Queen Partnership
7 in Commendam have been amended to replace
8 Tropicana Entertainment, Inc., as the parent
9 company of the licensee with CQ Holding and
10 reflect the licensee's conversion to an LLC.
11 CQ Holdings will execute an Acknowledgment and
12 Acceptance of the License Conditions, as well as
13 an Indemnity and Hold Harmless Agreement required
14 by the conditions which will become effective on
15 the date of acquisition of the licensee, and GLPI
16 will also execute an acknowledgment and acceptance
17 of the conditions to this approval.

18 If it is the Board's pleasure to
19 approve the proposed transfer of Casino Queens to
20 CQ Holding, along with the related transactions
21 and financing, a resolution has been prepared by
22 our office for the Board's adoption and the
23 Chairman's signature.

24 And now Auditor Patricia Bell will
25 report Audit's findings to the Board.

1 MS. BELL:

2 Good morning Chairman Johns and Board
3 Members. My name is Patricia Bell with Louisiana
4 State Police, Gaming Enforcement Division.

5 As detailed by Ms. Landry, CQ Holding
6 Company, Inc., CQHC, Caesars Entertainment, Inc.,
7 and Catfish Queen Partnership in Commendam, the
8 licensee, doing business as Belle of Baton Rouge,
9 submitted a Joint Petition to the Board requesting
10 conversion of the licensee from a limited
11 partnership to a limited liability company by
12 Caesars prior to the sale and transfer to CQHC,
13 Inc., debt financing of a senior secured credit
14 facility, approval of the transfer of membership
15 interest in the licensee to CQHC through the
16 consummation of an Equity Purchase Agreement, the
17 EPA, executed on November 30, 2020, and conversion
18 of existing equity interest into debt.

19 The sellers currently own the Belle's
20 gaming operations, and GLPI owns the real estate
21 assets. Upon consummation of the EPA, CQHC will
22 own the gaming operations at a cost of \$1 million,
23 and the Belle would be party to an Amended and
24 Restated Casino Queen, Inc., Master Lease between
25 CQI and GLPI. CQHC obtained financing of

1 \$44 million in senior secured credit facilities
2 from Citizens Bank, consisting of the \$5 million
3 revolver with a letter of credit and swing line
4 sublimit, \$29 million term loan A facility, and a
5 maximum of two tranches of incremental loan --
6 loans undrawn but available. Page 5 of your
7 report contains the sources and uses for this
8 transaction.

9 On November 30, 2021, the buyers and
10 sellers amended the EPA to extend the outside date
11 to February 4, 2022. The outside date was
12 originally 12 months after the date of the EPA and
13 also for the conversion from a partnership to a
14 Louisiana LLC prior to closing. QCHC plans to
15 make improvements to the Belle in phases with a
16 list of the details of such improvements detailed
17 on page 8. No financial issues came to our
18 attention to preclude the Board's approval of this
19 transaction.

20 And the representatives are here if
21 you do have any questions regarding the
22 transaction. And Trooper Simpson with licensing
23 will now present their findings.

24 SENIOR TROOPER SIMPSON:

25 Good morning, Chairman Johns and

1 Board Members. I'm Trooper -- Senior Trooper
2 Shannon Simpson with Louisiana State Police,
3 Gaming Enforcement Division.

4 On November 30, 2020, New Tropicana
5 Holding, Inc., New Tropicana Op, Inc., and
6 New Jazz Enterprises, LLC, collectively had
7 entered into an Equity Purchase Agreement with
8 CQ Holding Company, Inc., for the -- for the
9 purchase of Catfish Queen Partnership and
10 Centroplex Convention Hotel, LLC.

11 According to the Joint Petition,
12 CQ Holding Company, Inc., through a series of
13 pre-closing restructuring, would purchase all of
14 New Tropicana Holdings, Inc., New Tropicana Op,
15 Inc., and New Jazz Enterprises, LLC, outstanding
16 equity interest in the license of Catfish Queen
17 Partnership in Commendam doing business as Belle
18 of Baton Rouge and Central -- Centroplex
19 Convention Hotel, LLC.

20 Mr. Soohyung Kim was previously found
21 suitable by the Gaming Control Board on March 29.
22 Mr. Joe -- Joseph Mause was previously found
23 suitable by the Gaming Control Board on
24 October 15, and Mr. Terrence Downey was previously
25 found suitable by the Gaming Control Board on

1 December 17.

2 A backgrounds investigation was
3 conducted on the proposed directors:

4 Mr. John Vandersand, Cheryl Ash -- Cheryl Regina
5 Ash, and Douglas Steven Bybee. The investigation
6 consists -- consisted of inquiries made to the
7 federal, state, and local law enforcement
8 agencies. Inquiries were also made to civilian
9 courts, gaming regulatory agencies, and tax
10 inquiries were made. No information was found to
11 preclude them from participating in the gaming
12 industry.

13 Based on the investigation, there was
14 no information found which would preclude the
15 Board from approving the proposed joint petition
16 of the equity interest of the real property
17 purchase.

18 CHAIRMAN JOHNS:

19 Okay. Thank you very much for your
20 presentation. And, as in the last presentation,
21 all compliance suitability issues are
22 satisfactory. Is that correct?

23 SENIOR TROOPER SIMPSON:

24 Yes.

25 MS. LANDRY:

1 Correct.

2 CHAIRMAN JOHNS:

3 Okay. Thank you very much.

4 Gentlemen, would y'all come back to the table?

5 MR. BARBIN:

6 Good morning again, Mr. Chair and
7 Board Members. I'm Jeff Barbin, together with
8 Bill Vandersand and Terry Downey representing
9 Casino Queen. We'll be really brief on this one.
10 I just want to, before this ends, extend my
11 appreciation to the Board and the Board's staff
12 and Attorney General's Office and the State Police
13 Office on this transaction. It's been a very
14 complicated transaction, and they were very
15 helpful to get us to the finish line. So we
16 really appreciate all of those efforts. And we'll
17 turn it over to Terry Downey to just give a little
18 bit of background on the -- on the Belle
19 transaction and where Casino Queen is going
20 forward with the planned acquisition.

21 MR. DOWNEY:

22 Good morning again. We're especially
23 excited about the Belle. It's -- obviously, the
24 property has had some challenging times, and we
25 realize how important the property is, actually,

1 to the city of Baton Rouge with the hotel and
2 where it's located in relationship to downtown.

3 We've got a vision for moving
4 landside, which we hope to be back for you in the
5 first quarter with a request for a landside move.
6 We've done renderings. We've talked to a few
7 people and kind of teased the project and have got
8 a really positive response. And we think, with
9 sports gaming coming into Louisiana, that there --
10 it's a great chance for Baton Rouge to grow gaming
11 revenues, along with the sports money that will
12 stay in the state.

13 You know, along with that sports
14 money is slot machine money and table games money,
15 and we think the timing is perfect for the
16 resurrection of the Belle and, more specifically,
17 down the road with the landside move, and we've --
18 the vision that we've come out with is very
19 strong. We've worked with the team there a little
20 bit through this process. We're real happy with
21 the people that are there, and can't wait to make
22 that a robust property again.

23 CHAIRMAN JOHNS:

24 Okay. And I know we have had some
25 preliminary discussions on what you want to do

1 with this property. We know it's in dire need
2 of -- of some updating, --

3 MR. DOWNEY:

4 Yes.

5 CHAIRMAN JOHNS:

6 -- I guess, is the word to use. But
7 in order to make it a viable property, there's
8 going to have to be some investment. I know that
9 y'all recognize that. I would encourage you to
10 get with myself and staff in -- maybe in January
11 sometime and kind of have some more talks about
12 where you're going with this.

13 And I'm glad to hear that you may be
14 coming in the first quarter of 2022 with a formal
15 proposal, and I would encourage that, also. The
16 quicker we move forward with that, I think it's in
17 the best interest of the license and the City of
18 Baton Rouge, downtown area of Baton Rouge, and the
19 state of Louisiana.

20 So any questions from the members?

21 Mr. Poole?

22 MR. POOLE:

23 The hotel that's down there that's
24 associated with that property, that would still be
25 under your ownership?

1 MR. DOWNEY:

2 Yes.

3 MR. POOLE:

4 Can you talk a little bit about what
5 the plans are for that hotel? There's a lot of
6 stakeholders that would like to see major changes
7 in -- in that hotel.

8 MR. DOWNEY:

9 Yes.

10 MR. POOLE:

11 So can you give me a vision of what
12 you're seeing there?

13 MR. DOWNEY:

14 We plan on renovating the hotel in
15 stages. We would probably start with about 100
16 bays, which would give us 100 rooms. The hotel
17 would be renovated in such a way that it would
18 match what our vision is for the casino, without
19 playing my hand too much, very industrial, modern.
20 Like I say, we've kind of teased the project to a
21 few people and have had very positive responses.

22 We've had conversations with the
23 mayor about how important the hotel is to the
24 city, and she's been very supportive in
25 conversations we've had with her, along with a few

1 other people that are in the room right now that
2 are listening real close to everything I'm saying.

3 But, yes, we totally plan on bringing
4 the hotel back up to a level that's not just
5 respectable but desirable.

6 MR. POOLE:

7 Is there a time frame of when that
8 construction would --

9 MR. DOWNEY:

10 I would think by such time that we
11 were approved by a landside move, I -- I would
12 almost think we would go into a design-build type
13 process, which, once we got permitting and
14 approvals, I would think, probably three to six
15 months for that and probably nine months to a year
16 for build-out for both the first stage of the
17 casino and the first stage of the hotel.

18 MR. POOLE:

19 Just know that's of major importance
20 to Downtown Baton Rouge.

21 MR. DOWNEY:

22 Yes, sir.

23 MR. POOLE:

24 Thank you.

25 CHAIRMAN JOHNS:

1 Thank you, Mr. Poole. Any further
2 questions?

3 (NO RESPONSE)

4 CHAIRMAN JOHNS:

5 Gentlemen, thank you for your
6 presentation. Thank you for your commitment to
7 the state of Louisiana. We look forward to a long
8 relationship with you and -- and some major
9 investment in the property. Is anyone from GLP
10 Holdings here today that would like to make any
11 comments or . . .

12 (NO RESPONSE)

13 MR. DOWNEY:

14 Thank you.

15 MR. MOORE:

16 Apparently, I scared them all away
17 but . . .

18 MR. DOWNEY:

19 Do you want me to stay here with you,
20 Brandon?

21 MR. MOORE:

22 No, I'm happy to have the company,
23 but I can fly solo, too. Yeah. Brandon Moore,
24 Executive Vice-President, General Counsel, and
25 Secretary at Gaming and Leisure Properties and

1 GLP Capital. I just -- from our perspective, we
2 know a lot went into this from the staff. There
3 was a lot of back and forth, and then hearing the
4 resolutions and the background, it's a very
5 complicated transaction with a lot of moves.

6 And we know, in the midst of sports
7 betting and other things that were here, people --
8 people moved heaven and earth to help us get this
9 done by year-end, and I just wanted to express my
10 appreciation on behalf of Gaming Leisure
11 Properties and GLP Capital to the staff and so
12 that you know how much work we recognize went into
13 this and our appreciation for that.

14 And we will continue to -- the
15 building. We're developing the landside project.
16 So we're still here. We have several facilities
17 across the state, including all three in
18 Baton Rouge; so this is an important area to us.
19 It's an important regulatory body, and it's an
20 important relationship we have with the staff, and
21 I just wanted to let you know how appreciative we
22 are of everything that was done to help us get to
23 this point.

24 CHAIRMAN JOHNS:

25 Okay. Thank you very much for being

1 here today. We appreciate it. Members, we have a
2 resolution before us this morning. I would
3 entertain a motion that we adopt this resolution.
4 Do I have a motion?

5 MR. SHOLES:

6 So moved.

7 CHAIRMAN JOHNS:

8 Judge Sholes moved that we adopt this
9 resolution.

10 MR. AVANT:

11 Second.

12 CHAIRMAN JOHNS:

13 Mr. Avant has seconded that motion.
14 Ms. Thurman, would you read the resolution,
15 please?

16 MS. THURMAN:

17 On the 16th day of December 2021, the
18 Louisiana Gaming Control Board did, in a duly
19 noticed public meeting, consider the Joint
20 Petition of Caesars Entertainment, Inc., and
21 CQ Holding Company, Inc., for approval of the
22 transfer of ownership of Catfish Queen Partnership
23 in Commendam d/b/a Belle of Baton Rouge, License
24 No. R011700009, to CQ Holding, a subsidiary of
25 SG CQ Gaming, LLC, and related transactions, and

1 upon motion duly made and seconded, the Board
2 adopted this Resolution:

3 Whereas, on November 30, 2020,
4 CQ Holdings and Caesars' Subsidiaries
5 New Tropicana Holdings, Inc., New Jazz
6 Enterprises, LLC, and New Tropicana OpCo, Inc.,
7 did enter into an "Equity Purchase Agreement"
8 providing for the sale and transfer of the
9 licensee to CQ Holding; and

10 Whereas, prior to closing, Caesars
11 will convert the Licensee from a limited
12 partnership to a limited liability company; and

13 Whereas, the Licensee's real estate
14 assets are currently owned by Gaming and Leisure
15 Property -- Properties, Inc.'s subsidiary, GLP
16 Capital, L.P., and are leased back to the Licensee
17 pursuant to an existing Master Lease; and

18 Whereas, Gaming and Leisure
19 Properties, Inc., will take the real property
20 assets out of the existing Master Lease and lease
21 the real property back to the Licensee under a new
22 Second Amended and Restated Master Lease; and

23 Whereas, on December 17, 2021,
24 Standard General Master Fund, L.P., P Standard
25 General, Ltd., Standard General Master Fund II,

1 L.P., SG Special Situations Fund, L.P., Standard
2 General Focus Fund, L.P., and Standard General GP,
3 LLC, propose to execute a Promissory Note and
4 Letter Agreement, where the Funds will convert
5 98.5043 percent of the net asset value of the
6 Membership Interest held in SG CQ Gaming, LLC, to
7 convertible debt; and

8 Whereas, CQ Holding has obtained
9 certain commitments for funding this acquisition
10 of the Licensee; and

11 Whereas, many of the transactions
12 provided for in the Equity Purchase Agreement and
13 the related agreements entered into in connection
14 therewith, require Board approval.

15 Now therefore, be it resolved that
16 the conversion of the Licensee from a limited
17 partnership to a limited liability company by
18 Caesars prior to the sale and transfer to
19 CQ Holding is hereby approved.

20 Be it resolved that the transfer of
21 100 percent of the equity interests in the
22 Licensee by sale from New Tropicana OpCo, Inc. (89
23 percent), New Jazz Enterprises, LLC (10 percent),
24 and New Tropicana Holding Inc. (1 percent), to
25 CQ Holding pursuant to the Equity Purchase

1 Agreement dated November 30, 2020, is hereby
2 approved.

3 Be it resolved that the \$29 Million
4 Senior Secured Term Loan A, the \$5 Million
5 Revolver, and the \$10 Million Incremental Term
6 Loan under commitments that CQ Holding, as
7 Borrower, obtained and arranged by City --
8 Citizens Bank, N.A., as Administrative Agent,
9 which is reflected in the credit agreement to be
10 entered into on the date of closing of the
11 CQ Holding acquisition of the Licensee, are hereby
12 approved.

13 Be it resolved that the granting by
14 CQ Holding of a security interest in and lien on
15 the equity interests in the Licensee to the
16 Administrative Agent under the Citizens Bank
17 Credit Agreement, as collateral to secure the
18 obligations thereunder, including, but not limited
19 to, the financing arrangements entered into by
20 CQ Holding with Citizens Bank to acquire the
21 Licensee, are hereby approved.

22 Be it resolved that the execution of
23 the Second Amended and Restated Lease Agreement by
24 and between GLP Capital, L.P., as Lessor, and the
25 Licensee, as Tenant, is hereby approved.

1 Be it resolved that the execution of
2 all documents necessary to effectuate the
3 transactions contemplated by and provided for in
4 the Equity Purchase Agreement and related
5 agreements, all as more -- more particularly
6 described and provided for therein, is hereby
7 approved.

8 Be it resolved that the approvals
9 granted hereby are subject to and conditioned upon
10 the Licensee's and CQ Holding's execution of the
11 Acknowledgment and Acceptance of Statement of
12 Conditions to Riverboat Gaming License of Catfish
13 Queen, LLC d/b/a Belle of Baton Rouge and the
14 Indemnity and Hold Harmless Agreement required by
15 said Statement of Conditions, both to become
16 effective on the date and at the time of
17 CQ Holding's acquisition of the equity ownership
18 of the Licensee, copies of which are attached
19 hereto and incorporated herein.

20 Be it resolved that the approvals are
21 subject to Gaming and Leisure Properties, Inc.,
22 and CQ Holding's execution of the Acknowledgment
23 and Acceptance of Conditions to Approval, a copy
24 of which is attached hereto and incorporated
25 herein.

1 Be it resolved that the approvals
2 granted herein are subject to and conditioned upon
3 the effectuation of the proposed conversion of the
4 equity interests of the funds in SG CQ Gaming,
5 LLC, to debt in the form and substance of the
6 proposed documentation previously submitted to the
7 Division and the Attorney General's Office for
8 review, including, but not limited to, the
9 promissory note and letter agreement within 24
10 hours of the approvals granted herein; and

11 Be it resolved that the approvals
12 granted herein are further subject to and
13 conditioned upon the submission of the executed
14 conversion of equity to debt documents including,
15 without limitation, the promissory note and the
16 letter agreement within 24 hours of execution to
17 the Division and the Attorney General's Office;
18 and

19 Be it resolved that CQ Holding
20 Company, Inc.'s proposed acquisition of Catfish
21 Queen, LLC d/b/a Belle of Baton Rouge Casino shall
22 not occur unless and until the Division and the
23 Attorney General's Office determines, in their
24 sole discretion and opinion, that the executed
25 documents are the same form and substance as the

1 proposed documents reviewed by said agencies for
2 approval herein.

3 Thus done and signed in Baton Rouge,
4 Louisiana, this 16th day of December, 2021.

5 CHAIRMAN JOHNS:

6 All right. Thank you, Ms. Thurman.
7 Do you need anyone to pour some water for you,
8 Ms. Thurman?

9 MS. THURMAN:

10 (Shaking head)

11 CHAIRMAN JOHNS:

12 We appreciate your work on that. We
13 have a motion to adopt this resolution by
14 Judge Sholes, seconded by Mr. Avant. Ms. Thurman,
15 would you call the roll, please?

16 MS. THURMAN:

17 Mr. Avant?

18 MR. AVANT:

19 Yes.

20 MS. THURMAN:

21 Ms. Berry?

22 MS. BERRY:

23 Yes.

24 MS. THURMAN:

25 Mr. Jackson?

1 MR. JACKSON:

2 Yes.

3 MS. THURMAN:

4 Ms. Lewis?

5 MS. LEWIS:

6 Yes.

7 MS. THURMAN:

8 Mr. Poole?

9 MR. POOLE:

10 Yes.

11 MS. THURMAN:

12 Ms. Hamilton-Acker?

13 MS. HAMILTON-ACKER:

14 Yes.

15 MS. THURMAN:

16 Mr. Sholes?

17 MR. SHOLES:

18 Yes.

19 MS. THURMAN:

20 Ms. Traylor?

21 MS. TRAYLOR:

22 Yes.

23 MS. THURMAN:

24 Chairman Johns?

25 CHAIRMAN JOHNS:

1 Yes. By unanimous vote, that
2 resolution is hereby adopted. Gentlemen,
3 congratulations to you. Please give my thanks to
4 Mr. Kim for his investment and commitment to this.
5 We look forward to working with you, possibly
6 meeting with you early in January -- I mean
7 some -- excuse me -- early 2022, I should say, of
8 your plans for particularly the Belle. So we
9 would like to do that. But congratulations to
10 you. Thank you very much for your --

11 MR. DOWNEY:

12 Thank you.

13 MR. VANDERSAND:

14 Thank you.

15 MR. MOORE:

16 Thank you.

17 CHAIRMAN JOHNS:

18 All right. Okay. Moving on.
19 Consideration of the Application of Penn National
20 Gaming for Shelf Approval. Ms. Moore? Okay.

21 MS. BELL:

22 Good morning again, Chairman and
23 Board Members. My name is Patricia Bell with
24 Louisiana State Police, Gaming Enforcement
25 Division. Amy Elder, local counsel for

1 Penn National Gaming, Inc., submitted an Amended
2 and a Restated Application to the Board on July
3 21, 2021, requesting a shelf approval of debt
4 transactions up to \$7 billion for a period of
5 three years. The Board previously approved a
6 \$5 billion shelf on January 17, 2019, effective
7 through January 17, 2022.

8 Penn anticipates using the proceeds
9 of any future indebtedness for repaying or
10 refinancing existing outstanding debt, general
11 corporate purposes, including capital
12 expenditures, working capital, and interactive
13 offerings. The interactive offerings include
14 retail sports betting, online sports betting, and
15 online casinos. Penn's long-term debt schedule is
16 shown on page 16 of your report.

17 As of September 30, 2021, Penn
18 reported \$2.65 billion in long-term debt with no
19 borrowings under the revolving credit facility and
20 \$26.4 million allocated to support various letters
21 of credit issued, leaving \$673.6 million of
22 available borrowing capacity under the revolving
23 credit facility. Penn projects sufficient cash
24 flows from operations to maintain its debt,
25 financing obligations, and capital expenditures.

1 In conclusion, no financial issues
2 came to our attention to preclude the Board's
3 approval of Penn's \$7 billion shelf application.
4 If it is the Board's pleasure to approve the shelf
5 application, the Attorney General's Office has
6 prepared a resolution for the Board's adoption and
7 the Chairman's signature.

8 CHAIRMAN JOHNS:

9 Okay. Thank you very much.

10 MS. BELL:

11 You're welcome.

12 CHAIRMAN JOHNS:

13 Any questions from the Board? Any
14 questions?

15 (NO RESPONSE)

16 CHAIRMAN JOHNS:

17 Okay. I hear none. We do have a
18 resolution that's been prepared. I would ask for
19 a motion to adopt this resolution.

20 MS. LEWIS:

21 So moved.

22 CHAIRMAN JOHNS:

23 Ms. Lewis has made a motion that we
24 adopt that resolution, and --

25 MR. JACKSON:

1 Second.

2 CHAIRMAN JOHNS:

3 -- it has been seconded by
4 Mr. Jackson. Thank you very much. Ms. Thurman,
5 would you read the resolution, please?

6 MS. THURMAN:

7 On the 16th day of December 2021, the
8 Louisiana Gaming Control Board did, in a duly
9 noticed public meeting, consider the Application
10 for Shelf Approval of debt transactions filed by
11 Penn National Gaming, Inc., pursuant to
12 42 LAC III.2525, and upon motion duly made and
13 seconded, the Board adopted the following
14 Resolution:

15 Be it resolved that Penn National
16 Gaming, Inc.'s Application for Shelf Approval of
17 debt transactions be and is hereby approved,
18 subject to the following terms and conditions:

19 1., For a period of three years
20 beginning December 16, 2021, Penn National Gaming
21 Inc., is granted approval pursuant to
22 LAC 42:III.2525 to enter into Debt Transactions as
23 defined in LLC -- LAC 42:III.2522, not to exceed a
24 cumulative total of \$7 Billion. For purposes of
25 this Shelf Approval, the cumulative total of

1 \$7 Billion shall include debt currently existing
2 or approved in earlier debt transactions.

3 2., Within 10 days of consummation of
4 a Debt Transaction, including amendments and
5 modifications of existing Debt Transactions,
6 Penn National Gaming, Inc., shall provide a term
7 sheet or executive summary of the Debt Transaction
8 and an executed copy of the documents evidencing
9 the Debt Transaction to -- to the Louisiana State
10 Police, Gaming Enforcement Division, Audit
11 Section, Corporate Securities Unit.

12 3., This Shelf Approval may be
13 rescinded by the Chairman of the Board upon
14 issuance of a written notice of rescission setting
15 forth the reasons therefore. The rescission shall
16 remain in effect until lifted by the Board upon
17 such terms as are satisfactory to the Board; and

18 4., This Shelf Approval shall expire
19 on December 16, 2024.

20 It is hereby further resolved that
21 the Chairman of the Louisiana Gaming Control Board
22 be delegated the authority to issue a written
23 rescission of the SHELF approval in accordance
24 with LAC 42:III.2525(E) and as provided herein
25 above.

1 Thus done and signed in Baton Rouge,
2 Louisiana, this 16th day of December, 2021.

3 CHAIRMAN JOHNS:

4 Thank you, Ms. Thurman. We do have a
5 motion by Ms. Lewis, seconded by Mr. Jackson, that
6 we adopt this resolution. Is there any discussion
7 by the Board?

8 (NO RESPONSE)

9 CHAIRMAN JOHNS:

10 Any objection to that motion?

11 (NO RESPONSE)

12 CHAIRMAN JOHNS:

13 Hearing none, that -- that resolution
14 is hereby adopted. Thank you very much for your
15 presentation.

16 Okay. We're going to move on very
17 quickly here into compliance -- certificates of
18 compliance for our vessels. Mr. Francic, good
19 morning.

20 MR. FRANCIC:

21 Good morning.

22 CHAIRMAN JOHNS:

23 Good morning.

24 MS. JOHNSON:

25 Good morning. Good morning, Chairman

1 and Board Members.

2 CHAIRMAN JOHNS:

3 The first on the agenda is Boomtown
4 Casino Bossier City.

5 MS. JOHNSON:

6 Good morning, Chairman and Board
7 Members. I'm Assistant Attorney General
8 Venise Johnson. With me is Mr. John Francic of
9 ABSG Consulting. We are here in the matter of
10 issuance of the Certificate of Compliance for the
11 Boomtown Casino.

12 On October 25, 2021, ABSG began the
13 inspection process of the approval of Boomtown
14 Casino's Certificate of Compliance. Mr. Francic
15 will now provide the details on ABSG's inspection.

16 MR. FRANCIC:

17 Good morning, Chairman, Board
18 Members. John Francic with ABSG Consulting here
19 to report the annual certification for Boomtown
20 Casino Bossier City. The inspectors Doug Chapman
21 and Pete Bullard did, on October 25, attend the
22 Riverboat Mary's Pride to conduct the annual
23 inspection in accordance with the Alternative
24 Inspection Program for the State of Louisiana.

25 Inspectors reviewed fire protection

1 equipment, life-saving equipment, egress routes,
2 mooring systems, and conducted a fire drill.
3 There were a few deficiencies noted during the
4 inspection but were corrected by -- by the crew.
5 The 2021 annual survey as required by the
6 Louisiana Gaming Control Board is now complete and
7 is considered fit to continue its intended
8 services as a dockside gaming riverboat in the
9 state of Louisiana. It is recommended
10 that ABSG -- that Boomtown Bossier City be issued
11 a Certificate of Compliance.

12 MS. JOHNSON:

13 We now present these findings to the
14 Board and request that, upon the Board's
15 acceptance of the report submitted by ABSG, you
16 will move for issuance of the certificate of
17 compliance of Boomtown Casino, which expires on
18 December 31, 2020 -- 2022. I'm sorry. 2022.

19 CHAIRMAN JOHNS:

20 Any questions by the Board?

21 (NO RESPONSE)

22 CHAIRMAN JOHNS:

23 Hearing none, I would entertain a
24 motion that we issue a certificate of compliance.

25 MS. TRAYLOR:

1 (Indicating)

2 CHAIRMAN JOHNS:

3 Moved by Ms. Traylor that we accept
4 the certificate of compliance.

5 MS. BERRY:

6 (Indicating)

7 CHAIRMAN JOHNS:

8 Seconded by Ms. Berry. Is there any
9 opposition to that motion?

10 (NO RESPONSE)

11 CHAIRMAN JOHNS:

12 Hearing none, that motion carries.
13 Moving on to Sam's Town Hotel & Casino.

14 MS. JAMES:

15 Hello, Chairman and Board Members.
16 I'm Assistant Attorney General Lekiesha James here
17 on behalf of the Attorney General's Office with
18 Mr. John Francic of ABSG Consulting. We are here
19 in the matter of the issuance of a Certificate of
20 Compliance for Sam's Town Casino. On October 27,
21 2021, ABSG began the inspection process for the
22 approval of Sam's Town Casino's Certificate of
23 Compliance. Mr. Francic will now provide the
24 details on ABSG's inspection.

25 MR. FRANCIC:

1 Chairman and Board Members,
2 John Francic with ABSG Consulting here to report
3 on the annual certification for Sam's Town Casino.
4 The inspectors Doug Chapman and Pete Bullard did,
5 on October 27, attend the Riverboat Shreve Star to
6 conduct the annual inspection in accordance with
7 the Alternative Inspection in the state of
8 Louisiana.

9 The inspector's reviewed fire
10 protection measures, egress routes, mooring
11 systems -- systems, and conducted a fire drill.
12 There were a few deficiencies noted and were
13 completed and corrected on November 4.

14 The 2021 annual survey as required by
15 the Louisiana Gaming Control Board is now
16 considered complete, and it's -- it's considered
17 fit to continue its intended service as a dockside
18 riverboat in the state of Louisiana. It is the
19 recommendation of ABSG that Sam's Town Casino be
20 issued a Certificate of Compliance.

21 MS. JAMES:

22 We now present these findings to the
23 Board and request that upon the Board accepting
24 the report submitted by ABSG, you will move for
25 the issuance of a Certificate of Compliance to

1 Sam's Town Casino, which expires on December 31,
2 2022.

3 CHAIRMAN JOHNS:

4 Any questions from the Board?

5 (NO RESPONSE)

6 CHAIRMAN JOHNS:

7 Hearing none -- Mr. --

8 MR. JACKSON:

9 Motion to approve.

10 CHAIRMAN JOHNS:

11 Mr. Jackson moves -- moves that we
12 issue a certificate of compliance.

13 MR. POOLE:

14 (Indicating).

15 CHAIRMAN JOHNS:

16 Seconded by Mr. Poole. Is there any
17 opposition to that motion?

18 (NO RESPONSE)

19 CHAIRMAN JOHNS:

20 Hearing none, that motion carries,
21 and the certificate of compliance is approved.

22 And, lastly, is that one with the Golden Nugget, I
23 believe.

24 MS. MURRAY:

25 Good morning, Chairman Johns and

1 Board Members. I'm Assistant Attorney General
2 Alonna Murray, and with me today is
3 Mr. John Francic of ABSG Consulting. We're here
4 in the matter of the issuance of the Certificate
5 of Compliance to Golden Nugget Casino.

6 On October 12 and 13, ABSG conducted
7 their inspection process for the approval of
8 Golden Nugget Casino's Certificate of Compliance,
9 and Mr. Francic will now provide the details of
10 ABSG's inspection.

11 MR. FRANCIC:

12 Chairman and Board Members,
13 John Francic with ABSG Consulting, here to report
14 the annual certification for Golden Nugget --
15 Golden Nugget Casino.

16 The inspectors, Jeff Boyle and
17 Pete Bullard did, on October 12 and 13, attend the
18 riverboat to conduct the annual inspection in
19 accordance with the Alternative Inspection of
20 riverboat gaming vessels in the state of
21 Louisiana. The inspectors reviewed life safety
22 measures, fire protection, egress routes,
23 emergency generator and lighting, and conducted a
24 fire drill. There were a few deficiencies noted
25 during the inspections and were corrected. These

1 corrections can be found in the supplementary
2 report dated December 9.

3 The 2021 annual survey as required by
4 the Louisiana Gaming Control Board is complete,
5 and it's considered fit to continue its intended
6 service as a dockside riverboat in the state of
7 Louisiana. It is the recommendation of ABSG that
8 Golden Nugget Casino be issued a Certificate of
9 Compliance.

10 MS. MURRAY:

11 We now present these findings to the
12 Board and request that upon the Board accepting
13 this report submitted by ABSG, you will move for
14 the issuance of Golden Nugget Casino's Certificate
15 of Compliance, which will expire on December 31,
16 2022.

17 CHAIRMAN JOHNS:

18 John, I have a question. How did you
19 actually find a riverboat in that massive complex?

20 MR. FRANCIC:

21 It's embedded in the -- in a portion
22 of that building.

23 CHAIRMAN JOHNS:

24 I know. I'm being facetious here.
25 So, Members, are there any questions?

1 MR. SHOLES:

2 I --

3 CHAIRMAN JOHNS:

4 Judge?

5 MR. SHOLES:

6 Just educate me.

7 MR. FRANCIC:

8 Sure.

9 MR. SHOLES:

10 When looking at these three
11 proposals, I notice that on the number of security
12 personnel, that there are eight security personnel
13 for Golden Nugget, which has the capacity for
14 5,200 and only nine security personnel for --
15 well, nine for -- in Bossier City, which has the
16 capacity for 1,700. How do you determine the
17 number of security personnel needed?

18 MR. FRANCIC:

19 It's based on the risk matrix that we
20 did years ago on that, and it's -- it's just, you
21 know, the way their emergency procedures are
22 structured and the way we've got people involved
23 with, you know, egress, and, also, the automation
24 portion of it, too, has a lot to do with it. So
25 it's -- it's a factor that we determine that can

1 go -- it's a little bit more complicated than just
2 a little five-minute brief about it, but it's, you
3 know . . .

4 MR. SHOLES:

5 Well, one day after the holidays, I
6 would love to be educated.

7 MR. FRANCIC:

8 Sure.

9 MR. SHOLES:

10 Thank you.

11 CHAIRMAN JOHNS:

12 Okay. Any other questions?

13 MS. BERRY:

14 (Indicating)

15 CHAIRMAN JOHNS:

16 Ms. Berry moves that we issue the
17 Certificate of Compliance for the Golden Nugget.

18 MS. HAMILTON-ACKER:

19 (Indicating)

20 CHAIRMAN JOHNS:

21 Seconded by Ms. Hamilton-Acker. Any
22 discussion? Any objection to that motion?

23 (NO RESPONSE)

24 CHAIRMAN JOHNS:

25 Hearing none, that motion carries and

1 the Certificate of Compliance is issued.

2 Mr. Francic, I understand this is your last time
3 to be with us?

4 MR. FRANCIC:

5 It is.

6 CHAIRMAN JOHNS:

7 And I just -- on behalf of the Board,
8 the State of Louisiana, we want to thank you and
9 ABS for your incredible service to our state,
10 professionalism 100 percent, and we greatly
11 appreciate it. We wish you the very best of luck
12 in the future. Thank you for the work that you've
13 done for us.

14 MR. FRANCIC:

15 Thank you, Chairman. I enjoyed all
16 my years here -- you know, coming here to, you
17 know, Baton Rouge. It's been a pleasure.

18 CHAIRMAN JOHNS:

19 Well, thank you. We hope our paths
20 continue to cross.

21 MR. FRANCIC:

22 Yes. Thank you. All right.

23 CHAIRMAN JOHNS:

24 Thank you very much.

25 MR. FRANCIC:

1 Bye-bye.

2 VI. VIDEO GAMING ISSUES

3 CHAIRMAN JOHNS:

4 Okay. Moving on. We now move into
5 the video gaming issues. We are considering the
6 transfers of interest of the licensees listed in
7 our -- in your Agenda Items VI.A.1, 3, and 4.
8 No. 2, which is Longwood is being removed from the
9 agenda and will be considered at a different time.
10 Okay. Gentlemen, good morning.

11 MASTER TROOPER CANNON:

12 Good morning.

13 MR. PITRE:

14 Good morning, Chairman Johns, Board
15 Members. I'm Assistant Attorney General
16 Earl Pitre, Jr., along with Master Trooper
17 James Cannon, appearing before the Board in the
18 matter of the transfers of membership interest in
19 the Type 5 video gaming licensees Dixie Inn Travel
20 Center, LLC doing business as Dixie Inn Casino;
21 Port Au Prince, LLC, doing business as Gold Rush
22 Casino; and 190 Truck Stop, LLC doing business as
23 Grand Point Grand Casino.

24 On August 23, 2020, John S. Turner,
25 Jr., died. At the time of his death, he directly

1 or indirectly held a 50 percent membership
2 interest in the licensees. The membership
3 interest in these licensees were community
4 property. Mr. Turner was survived by his spouse,
5 Carolyn H. Turner. Mrs. Turner retained a
6 25 percent membership interest in the licensees as
7 her half of the community. Through a testamentary
8 disposition, Mr. Turner established a Marital
9 Trust for the benefit of Mrs. Turner.

10 On July 9, 2021, the co-executors of
11 the estate, who are also the co-trustees of the
12 Marital Trust, filed a Petition for Partial
13 Possession with the First Judicial District Court
14 in Caddo Parish. The petition first allocated
15 Mr. Turner's 25 percent membership interest in the
16 licensees to the Marital Trust and then
17 distributed the interest from the Marital Trust to
18 Mrs. Turner in her individual capacity. On July
19 12, 2021, Judge Ramon Lafitte assigned the
20 Judgment of Partial Possession. Mrs. Turner now
21 holds a direct or indirect 50 percent membership
22 in each of the licensees.

23 Master Trooper James Cannon conducted
24 the investigation of the transfers of membership
25 interest. He also conducted updated suitability

1 checks on the relevant person associated with the
2 licensees. He will present the Office of State
3 Police's findings to the Board.

4 CHAIRMAN JOHNS:

5 Good morning.

6 MASTER TROOPER CANNON:

7 Chairman, Members of the Board, I'm
8 Master Trooper James Cannon with Louisiana State
9 Police, Gaming Enforcement Division. I conducted
10 investigations of the transfers of membership
11 interest and an updated suitability check on
12 Carolyn H. Turner. I found no information that
13 would preclude the licensees, their members, or
14 the member's spouse from continuing to participate
15 in the Louisiana gaming industry.

16 CHAIRMAN JOHNS:

17 Thank you. So everything is in
18 compliance as far as both of you are concerned?

19 MR. PITRE:

20 Yes, sir.

21 CHAIRMAN JOHNS:

22 Thank you.

23 MR. PITRE:

24 The Office of the Attorney General
25 has reviewed the file compiled as a result of the

1 investigations conducted by the Office of State
2 Police. Our review indicates that no information
3 has been found which would preclude approval of
4 the transfers.

5 CHAIRMAN JOHNS:

6 Okay. Members, any questions for the
7 gentlemen at the table?

8 (NO RESPONSE)

9 CHAIRMAN JOHNS:

10 Okay.

11 MR. JACKSON:

12 Motion to approve.

13 CHAIRMAN JOHNS:

14 Mr. Jackson has moved that we approve
15 the transfer of interest.

16 MS. LEWIS:

17 Second.

18 CHAIRMAN JOHNS:

19 Seconded by Ms. Lewis. Any further
20 discussion?

21 (NO RESPONSE)

22 CHAIRMAN JOHNS:

23 Hearing none, is there any opposition
24 to this motion?

25 (NO RESPONSE)

1 CHAIRMAN JOHNS:

2 Hearing no opposition, this motion
3 carries and those transfers of interest are hereby
4 approved. Thank you very much, gentlemen.

5 MR. PITRE:

6 Thank you.

7 MASTER TROOPER CANNON:

8 Yes, sir.

9 CHAIRMAN JOHNS:

10 Okay. Moving along, we have
11 consideration of the transfers of interest in
12 Agenda Items VI.A.5 and 6, and we will move
13 forward. Good morning.

14 MR. VERRETT:

15 Good morning.

16 MR. PITRE:

17 Chairman Johns, Board Members, again,
18 Assistant Attorney General Earl Pitre, Jr., along
19 with Criminal Investigator Glen Verrett, appearing
20 before the Board in the matter of the transfer of
21 ownership interest of Shop Rite, Incorporated, who
22 holds two Type 5 video gaming licenses.

23 On January 7, 2021, Shop Rite,
24 Incorporated, redeemed Shawne G. Gardiner's 39.216
25 shares. As a result of this redemption, the

1 remaining shareholders' ownership interest in
2 Shop Rite, Incorporated, has increased.

3 Criminal Investigator Glen Verrett
4 conducted the investigation of the redemption. He
5 also conducted updated suitability checks of the
6 relevant persons associated with Shop Rite,
7 Incorporated. He will present the Office of State
8 Police's findings to the Board.

9 MR. VERRETT:

10 Good morning, Mr. Chairman, Board
11 Members. I'm Investigator Glenn Verrett with the
12 Gaming Enforcement Division. I investigated the
13 transfer of ownership interest that occurred in
14 Shop Rite, Inc., due to the redemption.
15 Peggy A. Gielen, Maryanne Stefanski,
16 Stephen Stefanski, John C. Gielen,
17 Michael Donahue, Stephen Lambousy, Louis Saab,
18 Tracey A. Gielen, Heidi G. Viator,
19 Durwood G. Viator, and Nicole D. Gielen previously
20 met suitability on Shop Rite, Inc.'s previous
21 licenses. I conducted an updated suitability
22 check and found no information that would preclude
23 them from continuing to participate in the video
24 gaming industry. I found no information that
25 would preclude the continued licensing of

1 Shop Rite, Inc.

2 MR. PITRE:

3 The Office of the Attorney
4 General has reviewed the file compiled as a result
5 of the investigation conducted by the Office of
6 State Police. Our review indicates that no
7 information has been found which would preclude
8 approval of transfer.

9 CHAIRMAN JOHNS:

10 Okay. Any questions, Members?

11 (NO RESPONSE)

12 MS. BERRY:

13 (Indicating)

14 CHAIRMAN JOHNS:

15 Hearing none, Ms. Berry has moved
16 that we approve the transfer of interest in these
17 properties. Is there a second to that motion?

18 MR. AVANT:

19 (Indicating)

20 CHAIRMAN JOHNS:

21 Mr. Avant seconded that motion. Is
22 there any further discussion? Is there any
23 opposition to that motion?

24 (NO RESPONSE)

25 CHAIRMAN JOHNS:

1 Hearing none, that motion has been
2 approved, and we will approve the transfer of
3 interest. Thank you very much, gentlemen.

4 MR. VERRETT:

5 Thank you, sir.

6 VII. SPORTS WAGERING UPDATE

7 CHAIRMAN JOHNS:

8 Okay. Moving along, a quick report
9 on sports wagering. Colonel McNeal up at the
10 table.

11 MAJOR McNEAL:

12 Major McNeal with the State Police.
13 Thank you for the promotion, but I don't want
14 it, -- thank you -- especially with what's going
15 on along lately. Anyways, moving along.

16 CHAIRMAN JOHNS:

17 My apologies to the Colonel.

18 MAJOR McNEAL:

19 Yeah. He would say the same thing.

20 CHAIRMAN JOHNS:

21 I've called him worse but . . .

22 MAJOR McNEAL:

23 Anyways, moving along, we have 20 --
24 as you know, there are 20 licenses out there for
25 sports wagering for the state. Nineteen have --

1 of the licensees have submitted to the State for
2 application. We have one pending. We believe
3 they -- that that licensee should be applying
4 either -- this week; so all 20 should be finished
5 and applied for, which means for us and for y'all
6 is that there should not be a need for the
7 process -- for the bidding process that talks
8 about if one -- if someone does not apply that was
9 eligible.

10 Thirteen have been approved for the
11 TCOA, which means they are -- they have the
12 ability to go live retail. Three of them are
13 still in the process of actually going live, and
14 that's just because they're staging those in for
15 that -- those properties.

16 The big question I know that
17 everybody is wanting to know is mobile. Mobile,
18 what we're doing now is we've got the 13
19 licensees' internal controls approved. And what
20 we've done now is we're going back with -- looking
21 at the mobile internal controls, those 13
22 licensees, to get those mobile turned on.

23 Time frame, I just cannot give you a
24 time frame. I'm just not comfortable giving one,
25 because we tried that with internal controls with

1 the retail, and we just kept missing the dates
2 because things kept changing for us and the
3 complexity of things and just the back and forth.
4 We're working diligently on that just, as you
5 know, to get that done, because we understand
6 that's a big revenue source and a big thing that
7 the public wants, because that allows more
8 individuals in the state to actually wager on
9 sports wagering, which will -- obviously, as you
10 know, in all 55 parishes have approved this for
11 the state.

12 That's kind of the gist that I have.
13 If there's any specific questions, I would be glad
14 to answer that for you, Mr. Chairman.

15 CHAIRMAN JOHNS:

16 Major, I just cannot thank you enough
17 for -- you and your staff for the incredible hard
18 work not only that you guys have done but the
19 State -- excuse me -- the Attorney General's
20 Office has done to make these 13 licenses happen,
21 and I know we've got some more coming very
22 shortly. I'm just elated as to where we are at
23 this point in time.

24 I could tell you that I don't think
25 the Legislature actually thought that we could do

1 it this quickly, and it's been a huge success.
2 Members of the Board, I -- no complaints, no
3 issues that I know of as we -- and I think we've
4 done it the right way, and that's what I'm very
5 proud of. We didn't rush it to the point where we
6 made some major mistakes.

7 So, Major, thank you very much, and
8 to Ms. Himel and to all of your crew over at the
9 AG's Office, and Chris, your staff. Thank y'all
10 very much on that.

11 MAJOR McNEAL:

12 Well, thank you, but it's -- you
13 know, it's a team effort of your staff, our staff,
14 and the AG staff. It's a team effort, and it
15 makes it easy for all of us, because we're all on
16 the same page, trying to do what's best for the
17 State and the citizens. So I couldn't be happier
18 for the relationship we all have, and I think
19 that's what makes this work so well for all of us.
20 So thank you.

21 CHAIRMAN JOHNS:

22 Do we have any questions? Anybody
23 have any questions on where we are with sports
24 betting?

25 (NO RESPONSE)

1 CHAIRMAN JOHNS:

2 Ms. Himel, did you want to add
3 anything on sports betting, or --

4 MS. HIMEL:

5 No, sir. Just ready for the next
6 item.

7 CHAIRMAN JOHNS:

8 We're going to roll into the next
9 one. Okay.

10 Well, Major, thank you --

11 MAJOR McNEAL:

12 Yes, sir.

13 CHAIRMAN JOHNS:

14 -- very much.

15 MAJOR McNEAL:

16 Yes, sir. Thank you.

17 CHAIRMAN JOHNS:

18 We look forward to -- we look forward
19 to mobile so . . .

20 MAJOR McNEAL:

21 Yes, sir.

22 VIII. RULEMAKING

23 CHAIRMAN JOHNS:

24 Okay. Last item on the agenda today
25 is consideration of the adoption of some

1 rulemaking procedures, Agenda Items Section
2 VIII.A-G. Ms. Dawn Himel from the Attorney
3 General's Office will make a presentation.

4 MS. HIMEL:

5 Good afternoon, Chairman, Members of
6 the Board. This is for the final promulgation of
7 the sports wagering rules and all of the rules
8 that are related thereto. So back in September,
9 we came before the Board for the initiation of the
10 rulemaking process. We have now made it through
11 that process.

12 Following the initiation, we caused a
13 Notice of Intent to be filed with the Register's
14 Office, and that opened up the public comment
15 period. We had no public comments that were
16 received in the forum in the manner required by
17 the law and the Notice of intent. Therefore, we
18 sent the reports to the oversight committees.
19 They had 30 days in which to call for hearings.
20 They did not do so. So the default action is to
21 approve or to allow the promulgation procedures to
22 go through.

23 We did have some very small, minor
24 technical changes that were made to the rules as
25 far as from the initiation procedure. Because

1 they were technical in nature and not substantive,
2 no substantive hearings were required to be held,
3 and they are able to be approved today, if the
4 Board chooses to do so.

5 CHAIRMAN JOHNS:

6 So, primarily, these are mainly
7 technical --

8 MS. HIMEL:

9 Yes. It was removing an "a,"
10 changing "evidence" to "evidences," so very minor
11 technical spelling changes.

12 CHAIRMAN JOHNS:

13 Okay. Once again, I cannot thank you
14 for the work that the Attorney General's Office
15 does for us. Just -- Members, they just do an
16 incredible job, along with the State Police. So
17 it's just a pleasure to work with y'all.

18 Okay. Any questions for Ms. Himel?

19 MR. POOLE:

20 Move.

21 CHAIRMAN JOHNS:

22 Mr. Poole has moved that we adopt the
23 rulemaking procedures that have been presented.

24 MS. BERRY:

25 I'll second.

1 CHAIRMAN JOHNS:

2 And Ms. Berry has seconded that. Any
3 further discussion?

4 (NO RESPONSE)

5 CHAIRMAN JOHNS:

6 Hearing none, is there any
7 opposition?

8 (NO RESPONSE)

9 CHAIRMAN JOHNS:

10 There's no opposition. That motion
11 carries, and we will adopt these rulemaking
12 procedures. Thank you, Ms. Himel.

13 MS. HIMEL:

14 Thank you.

15 IX. ADJOURNMENT

16 CHAIRMAN JOHNS:

17 And, Ladies and Gentlemen, I have
18 nothing further on the agenda today. Merry
19 Christmas, happy New Year to you, and we hope that
20 2022 is going to be a great year for this industry
21 in the state of Louisiana. I have a motion by --

22 MR. JACKSON:

23 So moved.

24 MS. BERRY:

25 (Indicating)

1 CHAIRMAN JOHNS:

2 -- by Mr. Jackson to adjourn,
3 seconded by Ms. Berry. Any opposition?

4 (NO RESPONSE)

5 CHAIRMAN JOHNS:

6 If there's none, the motion carries.
7 We're hereby adjourned. Thank you very much.

8 (PROCEEDINGS CONCLUDED AT 12:04 P.M.)

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1 REPORTER'S CERTIFICATE

2 I, Karla H. Mayers, a Certified Court
3 Reporter in and for the State of Louisiana, do
4 hereby certify that the foregoing is a true and
5 correct transcript of the proceedings held at this
6 Louisiana Gaming Control Board meeting on the 16th
7 day of December, 2021, as set forth in the
8 forgoing 132 pages.

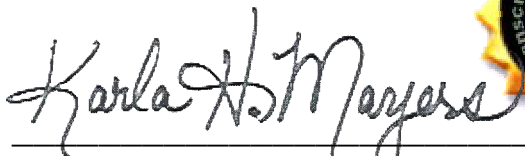
9 I further certify that said testimony was
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17 board and that I have been informed about the
18 complete arrangement, financial or otherwise, with
19 the person or entity making arrangements for
20 deposition services.

21 I further certify that I have acted in
22 compliance with the prohibition on contractual
23 relationships, as defined by Louisiana Code of
24 Civil Procedure Article 1434 and in rules and
25 advisory opinions of the board.

I further certify that I am not an
attorney or counsel for any of the parties, that I
am neither related to nor employed by any attorney
or counsel connected with this action, and that I
have no financial interest in the outcome of this
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